

24TH
ANNUAL REPORT
2017-2018



ANS Industries Limited

(CIN-L15130HR1994PLC032362)

Registered Office & Works : 136 KM, Village & Post office - Shamgarh,
Dist.-Karnal, Haryana-132116, Phone No. 01745-244226

Head office: 144/2, Ashram, Mathura Road, New Delhi - 110014
Phone No.011-26341544

E-mail ID-ansagro. limited@gmail.com,website:www.ansfoods.com

ANS INDUSTRIES LIMITED



BOARD OF DIRECTORS

Mr. Mehinder Sharma	(DIN-00036252)	Managing Director
Mr. S.R. Sahore	(DIN-00036146)	Director
Mr. Mahesh Kumar Sharma	(DIN-00042874)	Director
Mr. Mr. Dhruv Sharma	(DIN-07844050)	Director
Mr. Ravindra Kumar Agarwal	(DIN-02171916)	Director
Mrs.Kamal Saib	(DIN-06942852)	Director
Mr. Manoj Mishra		Company Secretary
Mr. Subodh Kumar		CFO

REGISTERED OFFICE & WORKS

136 KM, Village & Post Office - Shamgarh,
Dist.-Karnal, Haryana-132116, Phone No. 01745-244226
E-mail Id-ansagro.limited@gmail.com,website:www.ansfoods.com

HEAD OFFICE

144/2, Ashram, Mathura Road, New Delhi - 110014
Phone No.011-26341544

BANKERS

Punjab National Bank
Maharani Bagh, New Delhi-110065 &
Taraori, Karnal, Haryana-132116
Canara Bank
Malviya Nagar, New Delhi-110017

AUDITORS

R.C. Sharma & Associates
Chartered Accountants
306-307, Sewak Bhawan, 16/2, W.E.A.
Arya Samaj Road, Karol Bagh, New Delhi-110005

REGISTRAR AND SHARE TRANSFER AGENT

MAS Services Limited
T-34, 2nd Floor, Okhala Industrial Area, Phase-II,
New Delhi-110020, Phone No.011-26387281/82/83

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NOTICE

Notice is hereby given that the 24th Annual General Meeting of the Company will be held at the Registered Office of the Company at 136 KM, Village & PO - Shamgarh, District - Karnal, Haryana -132116 on Friday, the 28th Day of September, 2018 at 11:30 A.M. to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements of the company for the financial year ended 31st March, 2018 together with Report of the Board & the Auditors Report thereon.
2. To appoint a director in place of Mr. Dhruv Sharma (DIN-07844050), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. **Appointment of Mr. Ravindra Kumar Agarwal as an Independent Director :**

To consider and if thought fit to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT Mr.Ravindra Kumar Agarwal (DIN-02171916) who was appointed as an Additional Director of the Company by the Board of Directors with effect from 11/04/2018 and who hold office upto the date of this Annual General Meeting of the Company under Section 161(1) of the Companies Act, 2013 who is eligible for the appointment and in respect of whom the company has received a notice in writing under section 160(1) of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as Independent Director of the Company .

FURTHER RESOLVED THAT pursuant to provisions of 149,152 and all other applicable provisions, if any, of the Act read with Schedule IV of the Act and Companies(Appointment and Qualification of Directors) Rules,2014,as amended from time to time and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 ,Mr.Ravindra Kumar Agarwal (DIN-02171916) who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five consecutive years with effect from 11/04/2018 to 10/04/2023.

RESOLVED FURTHER THAT either Mr. Mehinder Sharma (DIN-00036252) managing Directors or Mr.S.R.Sahore (DIN-00036146),Director of the Company be and is hereby authorized to do all such acts, deeds and things as may be considered necessary, proper or expedient to give effect to the above resolution."

NOTES:

1. **A member entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote instead of himself/herself and such proxy need not be a member of the company. In order to be effective the instrument appointing the proxy, duly completed and signed must be deposited at the Registered Office of the Company not less than 48 hours before the time of commencement of the Annual General Meeting.**

As per Section 105 of the Companies Act,2013 read with Rule 19 of the Companies (Management and Administration) Rules 2014,a person can act as proxy on behalf of members not exceeding 50 (fifty) and holding in the aggregate not more than 10 (ten) % of the total share capital of the company carrying voting rights. A member holding more than 10% of the total share capital of the company carrying voting right may appoint a single person as proxy and such person shall not act as a proxy for any other person or member. Proxy Form is annexed to this Annual Report.

Corporate Members and other incorporated bodies members inter alia Trust,HUF,etc intending to send their representative to attend the meeting are requested to along with them , a certified true copy of Board resolution /authority letter/Power of Attorney as the case may be, authorizing to such person to attend and vote on its behalf at the meeting.

2. The Register of Members & Share Transfer Books of the company will remain closed from 22nd day of September, 2018 to 28th day of September, 2018 (both days inclusive) for the purpose of holding of ensuing Annual General Meeting.
3. Members are requested to:
 - (a) intimate Company's Registrar & Share Transfer Agent (RTA) "Mas Services Limited" T-34,2nd Floor, Okhala Industrial Area, Phase-II, New Delhi-110020 or their Depository Participant ("DPs") for change, if any in their registered address at an early date and quote their Registered Folio Number and/or DP Identity and Client Identity Number in their correspondence.
 - (b) bring their copies of Annual Report at the meeting. Copies of Annual Report will not be distributed at the venue of AGM.
 - (c) update their mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s) and contact R&TA of the company for any kind of their updation in their contact details and quote their registered folio Number/or DP in their correspondence Further to support the "GREEN INITIATIVES" the members who have not registered their email IDs are requested to register the same with the Company/RTA in case shares held in physical form and with the Depositories in case of shares held in dematerialized form for receiving all communication including Annual Report, Notices etc.from the Company.
4. Proxies should bring the Attendance Slip duly filled in for attending the meeting and deposit the same at the entrance gate of the meeting and affix their signature at the space provided in the Attendance Sheet and Proxy Form.
5. In case of Joint holders attending the meeting, the member whose name appears as the first holder in order of the names as per the Register of Member of the Company will be entitled to vote.
6. Every Members who hold shares in dematerialized form and want to provide /change/correct the bank account detail should send immediately to concerned Depository Participant and not to the Company and Company will not entertain any direct request from such members for change of address, transposition of names, deletion of names of deceased joint holders and change in Bank account details.
7. The members holding shares in physical form are requested to submit their KYC) that name address and their bank Details and PAN details to the Company/Registrar and Share Transfer Agent (MAS Services Limited).
8. **In terms of SEBI Gazette notification SEBI/LAD-NRO/GN/2018/24 dated June 08, 2018, listed securities in physical form will not be transferred (except in case of Transmission and transposition of Securities) with effect from 5th December, 2018. This information is also posted on the website of the company on home page under head "BSE".**

Hence in your interest .it is advised to get their physical shares converted into Demat Form at earliest
9. Non- resident Indian shareholders are requested to please inform about the following to the company or its Registrar and share transfer Agent or the Concerned Depository Participant ,As The case may be ,immediately of:-
 - a. The change in residential status on return to India for permanent settlement.
 - b. The particulars of NRE accounts with a Bank in India, if not furnished earlier.
10. As per the provisions of Section 72 of the Companies Act, 2013, facility for making nomination is available for the Members in respect of the shares held by them .Members holding shares in single name and who have not yet registered their nomination, are requested to register the same by submitting Form No.SH-13.If a member desires to cancel their earlier nomination and record fresh nomination, he/she may submit the same in Form No.Sh-14.Members holding shares in physical are requested to submit the Forms to the Company /Registrar and Share Transfer Agent of the Company. Members holding shares in Electronic Form must submit the forms to their

respective Depository Participants for availing this facility. (Specimen of FormNo.Sh-13 &Form No.Sh-14 are attached in this Annual Report at the end of notice)

11. Members holding shares in Physical Form are requested to consider converting their physical shares and for ease in Portfolio Management.
12. As per Regulation 36(3) of SEBI (Listing Obligations & Disclosures) Regulations, 2015 and Secretarial Standard -2 issued by Institute of Company Secretaries of India, the particulars of directors seeking appointment /re-appointment at the ensuing Annual General Meeting are annexed herewith the Notice.
13. The Ministry of Corporate Affairs vide notification dated May 7, 2018 has done away with the requirement of seeking ratification of appointment of Auditors by members of the Company at their every AGM. Accordingly no resolution is being proposed by the Board of Directors for ratification of Statutory Auditors M/s.R.C Sharma & Associates Chartered Accountants, New Delhi (Firm Regn. No.02178N) which was appointed by members of the Company in 23rd AGM held on 28th September, 2017 who shall hold office for a period of 5 years until y the conclusion of 28th AGM.
14. Physical Copies of the Annual Report for the year 2017-18 along with notice of AGM inter alia indicating the process and manner of e-voting along with Attendance Sheet and Proxy Form is being sent to all the members whose name appear in the register of member as provided by RTA in the permitted mode and same is also being sent through electronic mode to such members whose shareholding is in dematerialized format and whose email IDs whose email IDs are registered with the Company/Depository Participants(s) for communication purpose.
15. Members may also note that the Notice of the 24th Annual General Meeting and Annual Report for the year 2017-18 is also available on the company's website: www.ansfoods.com. All documents referred to in accompanying Notice and Explanatory Statement, if any shall be open for inspection at the company's registered office during the normal business hours on all working days except Sunday & public holidays. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the members may also send request to the company's e-mail address: ansgro.limited@gmail.com.
16. A member desirous of getting any information on the accounts or operations of the company is required to forward his/her queries to the company atleast seven days prior to this meeting so that the required information can be made available at the meeting.
17. The Company has provided a facility to members to exercise their right to vote by electronic means (remote e-voting) from a place other than venue of AGM. The details of e-voting given herein below:
18. **VOTING THROUGH ELECTRONIC MEANS (i.e.remote e-voting):**
 - I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule, 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company is please to provide for its member facility to exercise their votes on resolutions proposed to be transected at the 24th Annual General Meeting (AGM) by electronic means and the may be transected through e-voting services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
 - II. The facility for voting through Ballot Paper shall be made available at the AGM and the members attending the meeting who have not cast their votes by remote e-voting shall be able to exercise their right at the meeting through Ballot Paper.
 - III. The remote e-voting period commencing on Tuesday, 25th September, 2018 at 09.00 A.M.(IST) and ends on Thursday, 27th September, 2018 at 05.00 P.M.(IST). During this period member of the Company, holding shares either in physical form or in dematerialized form, as on cut-off date i.e. 21st September, 2018, may cast their votes by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting

thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change subsequently. Members are requested to read the instructions for e-voting carefully before casting their vote.

IV. The procedure and manner of remote e-voting for easy reference:

STEP NO.1 Log in to NSDL e-voting system at <https://www.evotig.nsdl.com/>

STEP NO.2 Cast your vote electronically on NSDL E-Voting system

Details of Step NO.1 are mentioned here in below:

How to log in to NSDL e-voting website?

1. Visit the e-voting website of NSDL .Open web browser by typing the following URL <https://www.evotig.nsdl.com/> either on a personal computer or on a mobile.
2. Once the home page of e-voting is launched, click on the icon "Login "which is available under 'Shareholders' section.
3. A new screen will open .you will have to enter your User ID, your password and a verification code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can login at <https://www.eservices.nsdl.com/> with your existing IDEAS login .Once you login to NSDL eServices after using your login credentials ,click on e-voting and proceeds to step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding of shares i.e. Demat(NSDL or CDSL or physical)	Your User ID is
a). For members who hold shares in demat form with NSDL	8 Character DP ID Followed By 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****
b). For members who hold shares in demat form with CDSL	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** the your user ID is 12*****
c) For members who hold shares in physical form	EVEN number followed by registered folio Number of company For example if your folio number 000*** and EVEN is 101456 the your user ID is 101456000***

* user ID and Password are provided in the Attendance Slip.

5. Your password details are given below:

- a) If you are already registered for e-voting, then you can cast your existing password to login and cast your vote.
- b) If you are using NSDL e-voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the "initial password" and the system will force you to change your password.

- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered with your Demat account or with the company, your 'initial password' is communicated to you on your mail ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. pdf file. Open the pdf file. The password to open your pdf file is your 8 digit client ID for NSDL account, Last 8 digits of client ID for CDSL account or folio Number for shares held in physical form. The pdf file contain you're your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, your 'initial password' is given on the attendance slip with this Annual Report.
6. If you are unable to retrieve or have not received the 'initial password' or have forgotten your password:
 - (a) Click on "forgot User Details/Password?" (if you are holding shares in Demat account with NSDL or CDSL) option available on www.evoting.nsdl.com
 - (b) Physical User Reset Password? (if you are holding shares in Physical Mode) option available on www.evoting.nsdl.com
 - (c) If you are still unable to get the password by the aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and you're your registered address.
7. After entering your password, tick on agree to "Terms and Conditions" by selecting on the check box
8. Now, You will have to click on "Login" button.
9. After Click on "Login" button, home page of e-voting will open.

Details on Step 2 are given below:

1. After Successful login at Step 1, you will be able to see the Home page of e-voting. Click on e-voting then click on Active Voting Cycles.
2. After Click on e-voting then click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose e- Voting Cycles is in active status.
3. Select "EVEN" of "ANS INDUSTRIES LIMITED".
4. Now you are ready for remote e-voting as Cast Vote page opens.
5. Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. Once you have voted on the resolution, you will not be allowed to modify your vote.

General Instructions to Shareholders:

- a. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to csrajivkr@gmail.com with a copy marked to evoting@nsdl.co.in.
- b. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.
- c. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of **21st September, 2018**.

- d. Any person, who acquires shares and becomes member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. **21th September, 2018**, will be provided the notice through by post after the cut-off date. Such members may also obtain the login ID and password by sending a request at **evoting@nsdl.co.in** or **info@masserv.com**. However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on **www.evoting.nsdl.com** or contact NSDL at the following toll free no.1800-222-990.
- e. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- f. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
- g. Mr. Rajiv Kumar Mishra, Prop. of Rajiv Mishra & Associates, Company Secretaries (Membership No. 39045, CP No.14636) has been appointed as the Scrutinizer to scrutinize the physical voting by Ballot Paper at the venue of AGM and remote e-voting process in a fair and transparent manner.
- h. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- i. The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- j. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company and NSDL after the declaration of result by the Chairman or a person authorized by him in writing and communicated to the Stock Exchanges, where the shares of the Company are listed.

**By order of the Board of Directors
ANS Industries Limited**

**Date: 13th August, 2018
Place: New Delhi**

**Sd/-
(Manoj Mishra)
Company Secretary
Membership No.-A18801**

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO.1

Mr.Ravindra Kumar Agarwal (DIN-02171916) who was appointed by Board as Additional Director of the company with effect from 11th Day of April,2018 who will hold office up to the date of forthcoming Annual General Meeting of the company.

The company has received a notice in writing from a member under Section 161(1) of the Companies Act, 2013, signifying his intension to propose Mr.Ravindra Kumar Agarwal (DIN-02171916) as a candidate for office of Director and whose period of office shall be liable to retire by rotation in the Annual General Meeting.

Mr.Ravindra Kumar Agarwal (DIN-02171916) is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013 and also given his consent to act as Directors

The Board of Directors recommends the Resolution for your proposal.

None of Directors or Key Managerial Personnel of the Company except Mr.Mehinder Sharma is considered to be interested or concerned in the above resolution.

By order of the Board of Directors
ANS Industries Limited

Date: 13th August, 2018
Place: New Delhi

Sd/-
(Manoj Mishra)
Company Secretary
Membership No.-A18801

ANS INDUSTRIES LIMITED



INFORMATION OF DIRECTORS SEEKING RE-APPOINTMENT IN THE ENSUING AGM (Pursuant to regulation 36(3) of SEBI (Listing Obligation & Disclosure Requirement) Regulations, 2015)

The Brief Resume of Mr. Dhruv Sharma, who retires by rotation at the ensuing Annual General Meeting and, being eligible, offers himself for re-appointment, are as follows:-

Name of Director	Mr. Dhruv Sharma
DIN	07844050
Date of Birth (Age)	27/11/1995 (23 years)
Date of Appointment	22-07-2018
Experience and Expertise	Management consultant
Qualification	BBA
No. of shares held in the Company	NIL
Directorship held in other Companies as on 31-03-2018	NIL
Membership in Committee in other public Ltd entities as on 31.03.2018	NIL
No. of Board Meeting attended during the year	4
Nature of appointment	Liable to retire by rotation
Remuneration payable	NIL
Disclosure of Relationship between Directors inter-se	Son of Mr. Mehinder Sharma

The Brief Resume of Mr. Ravindra Kumar Agarwal, are as follows:-

Name of Director	Mr. Ravindra Kumar Agarwal
DIN	02171916
Date of Birth (Age)	12/03/1955 (63 years)
Date of Appointment	11-04-2018
Experience and Expertise	Legal
Qualification	LL.B
No. of shares held in the Company	22400
Directorship held in other Companies as on 31-03-2018	NIL
Membership in Committee in other public Ltd entities as on 31.03.2018	NIL
No. of Board Meeting attended during the year	NA
Nature of appointment	Independent Director
Remuneration payable	NIL
Disclosure of Relationship between Directors inter-se	NA

By order of the Board of Directors
ANS Industries Limited

Date: 13th August, 2018
Place: New Delhi

Sd/-
(Manoj Mishra)
Company Secretary
Membership No.-A18801

IMPORTANT INFORMATION FOR SHAREHOLDERS

1. **Mandatory Updation of PAN and Bank Account details in company records**

In furtherance to SEBI circular bearing no SEBI/HO/MIRSD/DOPI/CIR/P/2018/73 dated 20/04/2018, every listed company has to update bank account details and PAN number of all the shareholders holding shares in physical form. It has been observed that your account details and PAN number are not registered in records of the Company. You are therefore requested to please send the following documents to the Company/RTA (MAS SERVICES Limited T-34, Okhala Industrial Area Phase-II, New Delhi-110020 Phone No.011-26387281-83) at earliest so as to update your details in records of the Company:

1. Duly filled and signed Request Form (enclosed);
2. Self-attested copy of PAN card, including that of joint shareholders;
3. An original cancelled cheque of 1st shareholder only.
 - Name of 1st shareholder should be printed on cheque leaf; and
 - If name of shareholder is not printed on cheque leaf, photocopy of passbook or bank statement duly attested by the banker along with cancelled cheque shall be required.
4. Copy of share certificate(s) (any one, both front and back side)

Note: Photocopy of cheque will not be accepted/ entertained.

2. **PHYSICAL TRANSFER OF SHARES WILL NOT BE PROCESSED FROM 5TH DECEMBER, 2018.**

Attention of shareholders is also drawn to the SEBI's another Circular NSEBI/LAD-NRO/GN/2018/24 dated 08th June, 2018 that request for effecting transfer of securities (equity shares) shall not be processed (except in case of Transmission and transposition of Securities) unless securities are held in dematerialized form with a Depository. This amendment shall come into force on the 180 days from the date of publication in official gazette. In other words, request for effecting transfer of equity shares held in physical form will not be processed from the effective date i.e. December 5, 2018. It shall be mandatory to convert physical holding into electronic mode i.e. in demat, for transferring shares to another person(s)/entity(s).

In view of the aforesaid, all the shareholders holding shares in physical form are further advised to convert their shareholding from Physical form to Demat form with a Depository Participant of their choice. The following are the few advantages of holding securities in electronic mode i.e. demat:

1. Freedom from physical storage and Contribution to the 'Green Initiative';
2. Elimination of chances of theft, mutilation, defacement etc;
3. There is no need to bear stamp duty for transfer of securities; this brings down the cost of transaction significantly;
4. Easy to carry out any change/ alteration in personal particulars across all companies in which securities are held by making single request with your Depository Participant;
5. Monitoring of securities held in Demat form can be done from anywhere

ANS INDUSTRIES LIMITED



REQUEST FORM

To,

Date:

MAS SERVICES LIMITED

T-34, 2nd Floor, Okhla Industrial Area, Phase II
New Delhi - 110020

Sub: Updation of PAN and Bank Account details company records..

Unit: ANS Industries Limited

Folio No:

Dear Sir,

With reference to the captioned subject, please find below our bank and PAN Details for updating the same in company records (attach self attested proofs also):

A PAN of 1st Shareholder:

PAN of 2nd Shareholder:

PAN of 3rd shareholder:

B Bank Details of 1st Shareholder [attach Original cancelled cheque (with name printed on it]

Name of Bank:

Branch address:

9 Digit MICR Code

Bank Account Number

11 Digit IFSC Code

Account type: Saving / Current account / cash credit

C Email -ID (in block letters) :

Mobile No. /Phone No. :

Signature:

Signature:

Signature:

(Name 1st Shareholder) (Name of 2nd Shareholder) (Name 3rd Shareholder)

ANS INDUSTRIES LIMITED



To be sent by shareholder holding shares in physical mode only.

(Shareholders holding shares in demat mode are requested to give their E-mail ID to their Depository Participant (DP) in the format provided by them)

E-MAIL ID REGISTRATION FORM

To,

Date: _____

M/s. MAS Services Ltd.

Registrar & Share Transfer Agent (ANS Industries Limited)
T-34, 2nd Floor, Okhala Industrial Area, Phase-II,
New Delhi-110020, Phone No.011-26387281/82/83

Sub: Registration of E-mail ID

Dear Sir/Madam,

I/We hereby give my/our consent to send me/us various documents viz. General Meeting Notice, Postal Ballot Notice, E-voting Notices, Annual Reports including Audited Accounts etc. through E-mail instead of sending them in the physical form (hard copy). My/our details are given below:

Folio Number	
E-mail ID	
Tel /Mob No	
Address	
Name of First Shareholder	
Signature of First Shareholder	

ANS INDUSTRIES LIMITED



Form No. SH-13 Nomination Form

[Pursuant to section 72 of the Companies Act, 2013 and rule 19(1) of the Companies
(Share Capital and Debentures) Rules 2014]

To

Name of the company:

Address of the company:

I/We the holder(s) of the securities particulars of which are given hereunder wish to make nomination and do hereby nominate the following persons in whom shall vest, all the rights in respect of such securities in the event of my/our death.

(1) PARTICULARS OF THE SECURITIES (in respect of which nomination is being made)

Nature of securities	Folio No.	No. of securities	Certificate No.	Distinctive No.

(2) PARTICULARS OF NOMINEE/S -

- (a) Name:
- (b) Date of Birth:
- (c) Father's/Mother's/Spouse's name:
- (d) Occupation:
- (e) Nationality:
- (f) Address:
- (g) E-mail id:
- (h) Relationship with the security holder:

(3) IN CASE NOMINEE IS A MINOR-

- (a) Date of birth:
- (b) Date of attaining majority
- (c) Name of guardian:
- (d) Address of guardian:

Name:

Address:

Name of the Security Holder (s)

Signature

Witness with name
and address

Form No. SH-14

Cancellation or Variation of Nomination

[Pursuant to sub-section (3) of section 72 of the Companies Act, 2013 and rule 19(9) of the Companies (Share Capital and Debentures) Rules 2014]

Name of the company:

I/We hereby cancel the nomination(s) made by me/us in favor of.....(name and address of the nominee) in respect of the below mentioned securities.

or

I/We hereby nominate the following person in place of as nominee in respect of the below mentioned securities in whom shall vest all rights in respect of such securities in the event of my/our death.

(1) PARTICULARS OF THE SECURITIES (in respect of which nomination is being cancelled / varied)

Nature of securities	Folio No.	No. of securities	Certificate No.	Distinctive No.

(2) (a) PARTICULARS OF THE NEW NOMINEE:

- Name:
- Date of Birth:
- Father's/Mother's/Spouse's name:
- Nationality:
- Address:
- E-mail id:
- Relationship with the Security holder:

(b) IN CASE NEW NOMINEE IS A MINOR--

- Date of Birth:
- Date of attaining majority
- Name of guardian:
- Address of guardian:

Signature

Name of the Security Holder (s)

Witness with name and address

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DIRECTORS' REPORT

Dear Members,

Your Directors have pleasure in presenting their 24th Annual Report of your Company together with Annual Audited Financial Statements and Auditors' Report for the year ended 31st March, 2018.

FINANCIAL PERFORMANCE OF THE COMPANY (STANDALONE)

During the year under review, performance of the company as under:

PARTICULARS	(Rs.in Lacs)	
	Year Ended 31 st March, 2018	Year Ended 31 st March, 2017
Total Income	375.81	590.05
Total Expenditure	342.94	571.90
Profit/(Loss) before Depreciation & Tax	32.87	18.15
Depreciation	53.38	59.28
Tax	0.00	0.00
Net Profit/(Loss) for the year	(20.51)	(41.13)

STATE OF AFFAIRS OF THE COMPANY

Your Company has made net loss of Rs. 41.13 Lacs during the year 2017-18 as compared to net loss of Rs. 20.51 Lacs during the previous year. Directors are making sincere efforts to increase the profit of the Company.

During the year the Company has not processed green peas during the pea Season due to repair work of plant as compared to previous year in which the Company had processed a total of 805070 KG of green peas. There is lot of scope in food process industry and your management is making sincere effort to capitalize it.

DIVIDEND

The Board of Directors has decided not to recommend any amount of dividend with a view to conserve resources.

TRANSFER TO RESERVES

The Board of Directors of the Company has decided not to propose any amount to carry any reserves in the Balance Sheet

DEPOSITS

The company has not invited any deposits from public during the year under review.

SIGNIFICANT AND MATERIAL ORDER

There are no significant and material order passed by regulators or courts or tribunals impacting the going concern status and company's operations in future

MATERIAL CHANGES AND COMMITMENTS

There was no material change and commitment affecting the financial position of the company in the financial year ended 31st March, 2018 to which the financial statement relates and the date of the report

NUMBER OF BOARD MEETINGS

During the year under review 6 (Six) Board Meeting were held the details of which are given in Corporate Governance Report. The intervening gap between any two meetings was within the period prescribed by the Companies Act,

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2013, the details of Board meeting is given in "Corporate Governance Report" forming part of this annual report. The maximum gap between any two consecutive meetings does not exceed 120 days as prescribed under the Companies Act, 2013.

POSTAL BALLOT

During the year no business was transacted through Postal Ballot.

CHANGE IN THE NATURE OF BUSINESS

There is no change in the nature of Business of the Company.

DECLARATION BY INDEPENDENT DIRECTORS

The Company has received necessary declaration from each Independent Director under section 149 (7) of the companies Act, 2013, that he/she meets the criteria of independence as laid down in Section 149(6) of the Companies Act, 2013 and Regulation 16 of the SEBI (Listing obligations & Disclosures Requirements) Regulations, 2015. During the year one meeting of Independent Directors was held as Schedule IV of the Companies Act, 2013 under the chairmanship of Independent Director. As required under Schedule IV of the Companies Act, 2013 and Regulation 25(7) of the SEBI (Listing obligations & Disclosures Requirements) Regulations, 2015 the company regularly familiarize its Independent Director with their role, rights, responsibilities, etc

APPOINTMENT, REAPPOINTMENT OF DIRECTORS & KMP

Your company has 6 (Six) Directors. Mr. Dhruv Sharma, (DIN-07844050) who retires by rotation at the ensuing Annual General Meeting and, being eligible, offers himself for re-appointment. As per Regulation 36(3) of the SEBI (Listing Obligations & Disclosures Requirement) Regulations, 2015 the particulars of reappointments of Mr. Dhruv Sharma are given in the notice of Annual General Meeting.

During the Year Mr.R.C C Sharma (DIN-00148867) resigned from the Board of the company w.e.f. 11/08/2018 and Mr. Dhruv Sharma (DIN-07844050) appointed as Director of the company w.e.f. 22/07/2018.

Further Mr.Ravindra Kumar Agarwal (DIN02171916) appointed as Independent Director (Additional) w.e.f 11/04/2018 & member of Audit Committee and Mr.Ramesh Chandra Sharma (DIN-03355782) resigned from the company and member of audit Committee w. e. f.11/04/2018.

Mr.Mehinder Sharma, Managing Director & CEO. Mr. Subodh Kumar, CFO and Mr.Manoj Mishra are the KMP as per the provisions of Companies Act, 2013.

NOMINATION AND REMUNERATION POLICY

As required under Regulation 19 of SEBI (Listing Obligations and Disclosures Requirement) Regulations, 2015 read with Section 134(3)(e) of the Companies Act, 2013, the company has a policy on Directors Appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under sub section 3 of Section 178 of the companies Act, 2013 is annexed herewith **ANNEXURE-II** and forming part of this Report.

FORMAL EVALUATION OF BOARD

Evaluation of all Board members is done annually. The evaluation is done by board, Nomination and Remuneration committee and Independent Directors with specific focus on performance and effective functioning of board and individual directors. Criteria for evaluation of board as a whole includes frequency, length, transparency, flow of information, administration and disclosure of board meetings held. Individual directors can be evaluated on the basis of their ability to contribute good governance practices, to address top management issues, long term strategic planning, individually time spent, attendance & membership in other committees, core competencies and obligation fiduciary responsibilities, etc.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134 (5) of the Companies Act, 2013 the Board of Directors, to the best of knowledge and ability, confirms that:

1. in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
2. the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year ending on March 31, 2018 and profit and loss of the company for that period;
3. the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
4. the Directors had prepared the annual accounts on a going concern basis;
5. the Directors had laid down internal financial controls for the company which are adequate and are operating effectively;
6. the Directors had devised proper system to ensure compliance with the provisions of all applicable laws and such systems were adequate and operating effectively.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The particulars of Loans, guarantees & investments under section 186 of the Companies Act, 2013 have been disclosed in the Balance Sheet.

AUDIT COMMITTEE AND STAKEHOLDERS RELATIONSHIP COMMITTEE

The Details of the all these Committees are given in Report on Corporate Governance as annexed as **ANNEXURE-VI** and forming part of this Report.

EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual Return in MGT-9 is annexed herewith as **ANNEXURE-I** and forming part of this report and same is also available on the website of the Company.

SUBSIDIARY/JOINT VENTURE/ASSOCIATE COMPANY

No Company has become or ceased to be its subsidiary, joint ventures or associate Company during the year 2018-18.

LISTING OF SECURITIES OF THE COMPANY

The Shares of the Company is listed with Bombay Stock Exchange and Delhi stock Exchange but the SEBI had withdrawn the recognition of Delhi Stock Exchange on November, 19, 2014 and so the company is not complying with the listing requirement of Delhi Stock Exchange Further Annual Listing fee of Bombay stock exchange has not been paid the year 2018-19.

CORPORATE SOCIAL RESPONSIBILITY

Provisions relating to Corporate Social Responsibility under Section 135 is not applicable to the company.

FINANCIAL INFORMATION OF SUBSIDIARY/JOINT VENTURE/ASSOCIATE COMPANY

The company has no subsidiary, joint ventures or associate Company so this disclosure is not applicable.

REPORT ON CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING & OUTGO

In accordance with the requirement of 134 (3) (m) of the Companies Act ,2013 read with Rule 8(3) of the Companies (Accounts) Rules,2014, your directors furnish hereunder the additional information as required:

A. CONSERVATION OF ENERGY

Company is making efforts to reduce its dependence on State Electricity power supply. It uses Rice Husk for the boiler to eliminate use of Fuel Oil. Measures include to replace compact florescent light with low power LED

B. TECHNOLOGY ABSORPTION

The Company is making efforts to absorb latest technology in the plant. Your Company has not undertaken any research & development activity.

C. FOREIGN EXCHANGE EARNING & OUTGO

During the year there is no earning and outgo of foreign exchange.

CHANGE IN SHARE CAPITAL

There is no change in the share capital of the company during the year under review.

PARTICULARS OF DISCLOSURE OF REMUNARATION OF DIRECTOR AND EMPLOYEE

As required under Section 197(12) of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rule, 2014, the ratio of remuneration of each director to the median employee's remuneration and other details are annexed as **ANNEXURE-III** and forming part of this Report.

Your company is not paying any remuneration to its Managing Director or other Director for attending Board Meeting and Committee thereof. The details of Remuneration given to CFO and Company Secretary is mentioned in MGT-9 as **ANNEXURE-I**.

There is no employee drawing remuneration of Rs.60 Lacs or more in a financial year or drawing a remuneration of Rs.5.00 lacs per month under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rule, 2014.

PARTICULARS OF CONTRACTS AND ARRANGEMENTS

All the related party transactions (if any) are entered on arm's length basis and in the ordinary course of business. All the transactions are in compliance with the applicable provisions of the relevant act and SEBI (Listing Obligation and disclosures Requirements) Regulations, 2015. There was no related party transactions which may have potential conflict with the interest of the company. During the year Company has not entered into any Related Party Transaction.

ADOPTION OF IND AS

The Company has adopted Indian accounting Standards (Ind AS) as notified by Ministry of Corporate Affairs with effect from 1st April, 2017. The adoption of Ind AS has been carried out with Ind AS 101, First time adoption of Accounting Standards. Ind AS 101 requires that all Ind AS standards and interpretations that are issued and effective for the first Ind AS financial statements for the year ended 31st March, 2018, be applied retrospectively and consistently for all financial years presented.

While in the preparation of financial statement the applicable Accounting Standards, issued by the Institute of Chartered Accountants of India (ICAI) have been followed.

RISK MANAGEMENT POLICY

Although it is not mandatory, but the company has developed and adopted a risk management policy as a measure of good governance. The Details of its Committee are given in the Corporate Governance Report. The Policy identifies all perceived risks which might impact the operations of the company. The company is taking appropriate measure to achieve proper balance between risks and rewards.

VIGIL MECHANISM/WHISTLE BLOWER POLICY

As required under Regulation 22 of SEBI (Listing Obligations and Disclosures Requirement) Regulations, 2015 read with Section 177(9) of the Companies Act, 2013 & Rules made there under, the company has established a Vigil Mechanism for their Directors and Employees to report their genuine concerns or /grievances.

The mechanism also provides for adequate safeguard against victimization of Employees and directs persons who avail of the mechanism and make provisions for direct access to the Managing Director.

MANAGEMENT DISCUSSION AND RISK ANALYSIS REPORT

The Management Discussion and analysis as required under Regulation 34(2) of SEBI (Listing Obligations and Disclosures Requirement) Regulations, 2015 is annexed as **ANNEXURE-IV**

SEXUAL HARASSMENT OF WOMEN ON WORKPLACE

The company has zero tolerance for sexual harassment of women at its workplace in view of provisions of Sexual Harassment of Women at work place (Prevention, prohibition and Redressal) Act, 2013 and rules made thereunder, during the year no complaint has been received on sexual harassment at work place.

INTERNAL FINANCIAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company has an internal control system, commensurate with the size, scale and complexity of its operation, the scope and authority of the internal audit function is well defined in the organization.

To maintain its objectivity and independence, Internal Audit function is laid before the Audit committee of the Board.

Based on the report of the Internal Audit & Audit Committee observation, corrective actions are undertaken by the respective department and thereby strengthen the controls.

STATUTORY AUDITORS

The Statutory Auditors of the company M/s. Gaur V.K. & Company, Chartered Accountants, New Delhi, who was re-appointed for a term of three consecutive years i.e. from 2014-15 to 2016-17, who retires at the conclusion of ensuing Annual General Meeting and their office is liable for compulsory rotation under Section 139 of the Companies Act, 2013 and Rules made there under but unfortunately Mr. V.K. Gaur (Prop.) has expired before the 23rd Annual General meeting of the Company.

The Board of Directors of the company has filled the casual vacancy caused by death of previous auditor by appointing Mr. N.D. Sharda Prop. of M/s. N.D. Sharda & Co., Chartered Accountants, New Delhi (Firm Regn. No. 02004N) as Statutory Auditors of the company who was hold office only upto conclusion of 23rd Annual General Meeting of the Company.

Thereafter M/s. R.C. Sharma & Associates, Chartered accountants, New Delhi (Firm Regn. No. 021787N) was appointed as Statutory Auditor of company, in the 23rd Annual General Meeting for a period of five years who will hold office until the conclusion of conclusion of 28th Annual General Meeting. The Company has already received a letter of consent and declaration to the effect that their appointment, if made, shall be in accordance with the provision of the Companies Act, 2013 and satisfies the criteria provided under Section 141 of the Companies Act, 2013.

The Ministry of Corporate Affairs vide notification dated May 7, 2018 has done away with the requirement of seeking ratification of appointment of Auditors by members of the Company at their every AGM. Accordingly no resolution is being proposed by the Board of Directors for ratification of Statutory Auditors M/s. R.C. Sharma & Associates Chartered Accountants, New Delhi (Firm Regn. No. 02178N) which was appointed by members of the Company in 23rd AGM held on 28th September, 2017 who shall hold office for a period of 5 years until the conclusion of 28th AGM.

SECRETARIAL AUDITOR

Pursuant to the provisions of the Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rule 2014 and pursuant to resignation of earlier Secretarial Auditor/s S.K. Balecha & Co. (Company Secretaries) the Board of Directors of the Company has appointed Mr. Rajiv Kumar Mishra Prop. of M/s. Rajiv Mishra & Associates (Company Secretaries) bearing CP No. 14636 to undertake the Secretarial Audit of the Company for the year 2016-17 and onward. A Report on Secretarial Audit in Form MR-3 is annexed as **ANNEXURE-V** and forming part of this report.

QUALIFICATION, RESERVATION AND ADVERSE REMARK

Auditors' Report on Annual Accounts & Secretarial Audit Report of the company are self explanatory and do not contain any reservation, qualification & adverse remark or disclaimer made by Statutory Auditor and Secretarial Auditor so no comment or explanation is required by Board

INTERNAL AUDITOR

Pursuant to the provisions of the Section 138 of the Companies Act, 2013 read with the Companies (Accounts) Rule 2014, the company has appointed M/s.Rajesh Umashankar & Co (Chartered Accountants) as Internal Auditor of the Company

INDUSTRIAL RELATIONS

During the period the relations with all employees of the company were cordial and congenial atmosphere prevailed .your directors appreciate the devoted services rendered by the employees of the Company.

REPORT ON CORPORATE GOVERNANCE

In term of requirements of Regulation 34(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate Report on Corporate Governance together with Auditors' Certificate regarding compliances of the conditions of Corporate Governance are annexed as **ANNEXURE VI** and forming part of this report.

ACKNOWLEDGEMENT

Your Directors wish to convey their thankful appreciation for the constant and enthusiastic support of the Company's Customers, Shareholders, Suppliers, Bankers and the State & Central Governments without which the Company would not have been able to accomplish whatever it has actually attained.

Your Directors also take this opportunity to express their appreciation of the earnest efforts put in by the employees at all levels in achieving the corporate objectives.

**By order of the Board of Directors
ANS Industries Limited**

**Sd/-
(Mehinder Sharma)
Managing Director
DIN: 00036252**

**Sd/-
(S.R. Sahore)
Director
DIN: 00036146**

**Place: New Delhi
Date: 13th August, 2018**

ANNEXURE -I

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31st March, 2018
[Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies
(Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i.	CIN	L15130HR1994PLC032362
ii.	Registration Date	03-08-1994
iii.	Name of the Company	ANS Industries Limited
iv.	Category/sub-category of the Company	Public Company/Limited by Shares
v.	Address of the Registered office and contact details	136 KM, VILL & P.O. Shamgarh, Karnal, Haryana-132016, E-mail ID- ansagro.limited@gmail.com Phone: 01745-244226
vi.	Whether listed Company	Yes
vii.	Name, Address and contact details of the	MAS Services Limited, T-32, IInd Floor, Okhla Industrial Area Phase-II, New Delhi-110020 Tel No. +91-11-26387281/82/83 Email id: info@masserv.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

Sl. No.	Name and Description of main products /	NIC Code of the Product/ service	% to total turnover of the company
1	Food Processing	103&107	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES: Not Applicable

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

(i) Category-wise Share Holding

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Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ Hindu Undivided Family	4817400	0	4817400	52.05	4817400	0	4817400	52.05	Nil
Central Government/ State Government(s)									
Bodies Corporate	87000	0	87000	0.94	87000	0	87000	0.94	Nil
Financial Institutions/ Banks									
Any Others(Specify)									
Directors/Relatives									
Sub Total(A)(1)	490400	0	4904400	55.99	4904400	0	4904400	52.99	Nil
2. Foreign									
Individuals (Non-Residents Individuals/									
Bodies Corporate									
Institutions									
Qualified Foreign Investor									
Any Others(Specify)									
Sub Total(A)(2)									
Total Shareholding of Promoter and Promoter Group (A) = A)(1)+(A)(2)	4904400	0	4904400	52.99	4904400	0	4904400	52.99	Nil
B. Public shareholding									
1. Institutions									
Mutual Funds/ UTI	50000	0	50000	0.54	50000	0	50000	0.54	
Financial Institutions / Banks	118754	0	118754	1.28	118754	0	118754	1.28	Nil
Central Government/ State Government(s)									
Venture Capital Funds									

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Insurance Companies									
Foreign Institutional Investors									
Foreign Venture Capital Investors									
Qualified Foreign Investor									
Sub-Total (B)(1)	168754	0	168754	1.82	168754	0	168754	1.82	Nil
2. Non-institutions									
Bodies Corporate	4295	242700	246995	2.67	3395	242700	246095	2.66	0.01%
Individuals									
i. Individual shareholders holding nominal share capital up to Rs 1 lakh	111351	566100	677451	7.32	22115251	563100	678351	7.33	0.01%
ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.	107300	2651100	2758400	29.80	107300	2651100	2758400	29.80	0.00%
Qualified Foreign Investor									
Clearing member									
Non Resident Indian(NRI)	1300	498300	499600	5.40	1300	498300	499600	5.40	Nil
Sub-Total (B)(2)	224246	3958200	4182446	45.19	227246	3955200	4182446	45.19	Nil
Total Public Shareholding (B) = (B)(1)+(B)(2)	393000	3958200	4351200	47.01	396000	3955200	4351200	47.01	Nil
TOTAL (A)+(B)	5297400	3958200	9255600	100	5300400	3955200	9255600	100	Nil
B. Shares held by Custodians and against which Depository Receipts have been issued									
Promoter and Promoter Group									
Public									
Sub-Total (C)									
GRAND TOTAL (A+B+C)	5297400	3958200	9255600	100	5300400	3955200	9255600	100	Nil

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(ii) Shareholding of Promoter

S. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	
1	Poonam Sharma	48700	0.53	0	48700	0.53	0	Nil
2	Mehinder Sharma	4683680	50.60	0	4683680	50.60	0	Nil
3	Ashwani Kumar Sharma	50010	0.54	0	50010	0.54	0	Nil
4	Rama Sharma	10010	0.11	0	10010	0.11	0	Nil
5	Ajay Kumar Sharma	17500	0.19	0	17500	0.19	0	Nil
6	Dileep Kumar Sharma	7500	0.08	0	7500	0.08	0	Nil
7	ANS Constructions Pvt.Ltd.	87000	0.94	0	87000	0.94	0	Nil
	Total	4904400	52.99		4904400			52.99

(iii) Change in Promoters' Shareholding : NA

(iv) Shareholding Pattern of Top ten Shareholders (other than Directors, Promoters and Holders of GDRs & ADRs):

	Sl. No. & name of Top Ten shareholder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Sonali Chawla				
	At the beginning of the year	800000	8.64		
	Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	0	0	0	0
	At the end of the year (or on the date of separation, if separated during the year)			800000	8.64

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2.	Dinesh Sharad				
	At the beginning of the year	459400	4.96		
	Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	0	0	0	0
	At the end of the year (or on the date of separation, if separated during the year)	459400	4.96		
3.	Meenakshi Sharad				
	At the beginning of the year	377500	4.08		
	Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	0	0	0	0
	At the end of the year (or on the date of separation, if separated during the year)			377500	4.08
4.	Nari Lakhani				
	At the beginning of the year	354000	3.8		
	Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	0	0	0	0
	At the end of the year (or on the date of separation, if separated during the year)			354000	3.8
5.	Rajdulari Sharad				
	At the beginning of the year	270100	2.92		
	Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	0	0	0	0
	At the end of the year (or on the date of separation, if separated during the year)			270100	2.92

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6.	Canara Bank				
	At the beginning of the year	118754	1.28		
	Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	0	0	0	0
	At the end of the year (or on the date of separation, if separated during the year)			118754	1.28
7.	Dinesh Sharad				
	At the beginning of the year	90100	0.97		
	Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	0	0	0	0
	At the end of the year (or on the date of separation, if separated during the year)			90100	0.97
8.	Surender Singh Malhotra				
	At the beginning of the year	50000	0.54		
	Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	0	0	0	0
	At the end of the year (or on the date of separation, if separated during the year)			50000	0.54
9.	Aroon Gurnani				
	At the beginning of the year	50000	0.54		
	Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	0	0	0	0
	At the end of the year (or on the date of separation, if separated during the year)			50000	0.54
10.	Canara Robeco Mutual				
	At the beginning of the year	50000	0.54		
	Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	0	0	0	0
	At the end of the year (or on the date of separation, if separated during the year)			50000	0.54

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(v) Shareholding of Directors and Key Managerial Personnel:

Sl No.	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1. Mehinder Sharma (MD)				
At the beginning of the year	4683680	50.60		
Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus /sweat equity etc)	0	0	0	0
At the end of the year (or on the date of separation, if separated during the year)			4683680	50.60
2. Mahesh Kumar Sharma (Director)				
At the beginning of the year	74800	0.81		
Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus /sweat equity etc)	0	0	0	0
At the end of the year (or on the date of separation, if separated during the year)			74800	0.81
3. S.R. Sahore (Director)				
At the beginning of the year	-	-		
Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus /sweat equity etc)	0	0	0	0
At the end of the year (or on the date of separation, if separated during the year)			-	-
4. R.C. Sharma (Director)				
At the beginning of the year	-	-		
Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus /sweat equity etc)	0	0	0	0
At the end of the year (or on the date of separation, if separated during the year)			-	-
5. Rameshchand Sharma(Director)				
At the beginning of the year	-	-		
Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus /sweat equity etc)	0	0	0	0
At the end of the year (or on the date of separation, if separated during the year)			-	-

ANS INDUSTRIES LIMITED



6. Kamal Saib (Director)				
At the beginning of the year	400	-		0.00
Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus /sweat equity etc)	0	0	0	0
At the end of the year (or on the date of separation, if separated during the year)			400	0.00
7. Manoj Mishra (Company Secretary)				
At the beginning of the year	-	-		
Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus /sweat equity etc)	0	0	0	0
At the end of the year (or on the date of separation, if separated during the year)			-	-
8. Subodh Kumar (CFO)				
At the beginning of the year	-	-		
Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus /sweat equity etc)	0	0	0	0
At the end of the year (or on the date of separation, if separated during the year)			-	-

V. INDEBTEDNESS: (In Rs.)

Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtednes
Indebtedness at the beginning of the financial year	28741084.22	144564805	NIL	173305889.22
i) Principal amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	28741084.22	144564805	NIL	173305889.22
Change in Indebtedness during the financial year	-9998774.04	-75066172.50	NIL	-85064946.54
● Addition				
● Reduction				
Net Change	-9998774.04	-75066172.50	NIL	-85064946.54
Indebtedness at the end of financial year	18742310.18	69498632.50	NIL	88240942.68
i) Principal amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	18742310.18	69498632.50	NIL	88240942.68

ANS INDUSTRIES LIMITED



VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

No Remuneration is paid to Managing Director of the Company.

B. Remuneration to other directors:

No Remuneration is paid to other Directors of the Company.

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

Sl. No.	Particulars of Remuneration	Key Managerial Personnel other than MD/WTD / Manager			
		CEO	Company Secretary	CFO	Total
1.	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	0	Rs. 6.24	5.27	Rs.11.51
	(b) Value of perquisites u/s 17(2) of Income tax Act, 1961				
	(c) Profits in lieu of salary u/s 17(3) Income -tax Act, 1961				
2.	Stock Option	0	0	0	0
3.	Sweat Equity	0	0	0	0
4.	Commission as % of profit				
	- others, specify	0	0	0	0
5.	Others, please specify	0	0	0	0
	Total	0	Rs. 6.24	5.27	Rs.11.51

VII. PENALTIES/PUNISHMENT/COMPOUNDING OFFENCES:

There were no Penalties/Punishment/Compounding offences during the year ended on 31st March, 2018

By order of the Board of Directors
ANS Industries Limited

Place : New Delhi
Date : 13th August, 2018

Sd/-
(Mehinder Sharma)
Managing Director
DIN: 00036252

Sd/-
(S.R. Sahore)
Director
DIN: 00036146

ANNEXURE-II

NOMINATION AND REMUNERATION POLICY

Introduction:

In pursuance of the Company's policy to consider human resources as its invaluable assets, to pay equitable remuneration to all Directors, Key Managerial Personnel (KMP) and employees of the Company, to harmonize the aspirations of human resources consistent with the goals of the Company and in terms of the provisions of the Companies Act, 2013 and the listing agreement as amended from time to time this policy on nomination and remuneration of Directors, Key Managerial Personnel and Senior Management has been formulated by the Committee and approved by the Board of Directors.

Objective and purpose of the Policy:

The objective and purpose of this policy are:

- To lay down criteria and terms and conditions with regard to identifying persons who are qualified to become Directors (Executive and Non-Executive) and persons who may be appointed in Senior Management and Key Managerial positions and to determine their remuneration.
- To determine remuneration based on the Company's size and financial position and trends and practices on remuneration prevailing in peer companies, in the hotel industry.
- To carry out evaluation of the performance of Directors, as well as Key Managerial and Senior Management Personnel.
- To provide them reward linked directly to their effort, performance, dedication and achievement relating to the Company's operations.
- To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage. In the context of the aforesaid criteria the following policy has been formulated by the Nomination and Remuneration Committee.

Constitution of the Nomination and Remuneration Committee:

The Nomination & Remuneration Committee as on 31/03/2018 comprises of Mr. S.R. Sahore, Mr. Mahesh Kumar Sharma & Mrs. Kamal Saib all are Non-Executive Director and not less than half the directors are Independent Directors and Mr. S.R. Sahore Chairs the Meeting. During the year one Meeting was held on 22.07.2018 and same was attended by all the members of committee.

Chairman of this committee could be present at the Annual General Meeting of the Company or may nominate some other member to answer the shareholders' queries.

The Board has the power to reconstitute the Committee consistent with the Company's policy and applicable statutory requirement.

Definitions:

- Board means Board of Directors of the Company.
- Directors mean Directors of the Company.
- Committee means Nomination and Remuneration Committee of the Company as constituted or reconstituted by the Board.
- Company means ANS Industries Limited.
- Independent Director means a director referred to in Section 149 (6) of the Companies Act, 2013.

Key Managerial Personnel (KMP) means-

- (i) Executive Chairman and / or Managing Director/Whole-time Director;
- (ii) Chief Financial Officer;
- (iii) Company Secretary;
- (iv) Such other officer as may be prescribed under the applicable statutory provisions / regulations.

This Policy covers the matters relating to (i) recommendation by the Committee to the Board on different subjects, (ii) the appointment and nomination of individual in the Company and (iii) their remuneration including any perquisites.

Role of the Committee:

- Formulate the criteria for determining qualifications, positive attributes and independence of a director.
- Identify persons who are qualified to become Director and persons who may be appointed in Key Managerial and Senior Management positions in accordance with the criteria laid down in this policy.
- Recommend to the Board, appointment and removal of Director, KMP and Senior Management Personnel.
Formulate criteria for evaluation of Independent Directors and the Board
- Recommend to the Board relating to remuneration of Directors & senior Management including key managerial personnel
- Carry out any other function as is mandated by the Board or enforced by any statutory rules/regulation

Frequency of Meetings:

The meeting of the Committee shall be held at such intervals as may be required.

Committee Members Interests:

A member of the Committee is not entitled to be present when his own remuneration, if any, is discussed at a meeting or when his performance is being evaluated.

Secretary:

The Company Secretary of the Company shall act as Secretary of the Committee.

Voting:

Matters arising for determination at Committee shall be decided by a majority of votes of members present and be deemed a decision of the Committee. In the case of equality of votes, the Chairman of the meeting will have a casting vote.

Committees Duties:

Its duties include:

- i. Ensuring that there is an appropriate induction & training program in place for new Directors and senior members
- ii. Ensuring that on appointment of the Board member, Non-Executive Independent Directors level should remain as per Companies Act & other Rules.
- iii. Setting a formal and transparent procedure for selecting new Directors for appointment to the Board.

Remuneration Duties:

The duties of the Committee relating to remuneration matters include:

- i. To consider & determine the policy, based on the performance and also bearing in mind that the remuneration is reasonable and sufficient to attract, retain and motivate members of the Board & other senior managerial personnel.
- ii. To approve the remuneration of the senior management including key managerial personnel of the Company maintaining a balance and reflecting short & long term performance objectives appropriate to the working of the Company.
- iii. To consider or delegate its power to other as may be requested by the Board.

Minutes of the Committee Meeting:

Proceedings of all meeting must be entered in the Minutes Book & signed by the Chairman of the Committee at the

**By order of the Board of Directors
ANS Industries Limited**

**Sd/-
(Mehinder Sharma)
Managing Director
DIN: 00036252**

**Sd/-
(S.R. Sahore)
Director
DIN: 00036146**

**Place : New Delhi
Date : 13th August, 2018**

ANNEXURE-III

RATIO OF REMUNERATION OF EACH DIRECTOR TO THE MEDIAN EMPLOYEE'S REMUNERATION AND OTHER DETAILS REQUIRED AS PER THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

Ratio of the remuneration of each Director to the median remuneration of the Employees of the Company for the financial year 2017-18, the percentage increase in remuneration of each director, Chief Financial Officer and Company Secretary during the financial year 2017-18 & comparison of remuneration of each Key Managerial Personnel(KMP) with the performance of the Company are as under:

Your Company is not paying any remuneration to its directors including Managing Director for attending Board Meeting and Committee thereof. So ratio of the remuneration of each Director to the median remuneration of the employees is not applicable.

In the financial year 2017-18, 5% increment was made in the remuneration of CFO and Company Secretary and the Remuneration was Rs. 6.24 Lacs and Rs. 5.27 Lacs respectively.

There were 25 permanent employees on the rolls of company as on 31st March, 2018.

The explanation on the relationship between average increase in remuneration and company performance: not applicable as no increment was given during the year

Comparison of the remuneration of the KMP against the performance of the Company: The remuneration of KMP are in line with the remuneration policy of the Company where their remuneration is determined based on their performance which is correlated to the performance of the Company. Further, the remuneration of the KMP is as company industry standard.

Average 5% increase made in the salaries of employees other than the managerial personnel during the year 2017-18 and there is no managerial remuneration to its MD& Directors so its comparison cannot be made available.

The Key parameters for any variable component of remuneration availed by the directors:

Not Applicable

The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year: Not applicable

It is hereby affirmed that the remuneration is as per the Remuneration Policy of the Company.

By order of the Board of Directors
ANS Industries Limited

Place : New Delhi
Date : 13th August, 2018

Sd/-
(Mehinder Sharma)
Managing Director
DIN: 00036252

Sd/-
(S.R. Sahore)
Director
DIN: 00036146

ANNEXURE-IV

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Company has operating in only one business segments viz. Food Processing. The aforesaid business activities are supported by an extensive marketing network but no constructional activity was undertaken by the company during the year under review.

1. Industry Structure and Outlook

In India, the domestic consumption behavior is undergoing a transformation and this change has been confirmed by an independent study initiated by the Company. These changes bode well for the Indian Frozen Foods industry where current penetration levels are substantially lower than other Asian countries.

In terms of international competitiveness as a supplier, India has strong fundamentals. It has the world's second largest arable land and its climatic and soil diversity allows it to produce a host of tropical and exotic crops. Internationally trade in processed foods is growing and represents 75% of global agricultural trade.

In recognition of the above, the Government of India and select State Governments are offering a series of incentives to the industry for the establishment and expansion of food processing facilities and food chain.

2. Opportunities and Threats

Frozen products offer a variety of benefits to consumers in terms of reduced time and labour costs, quality, product consistency, reduced prep- time, portion control, convenience, and avoidance of wastage, ease of storage, price stability and economics. The Foods Services Industry is an untapped segment of the market of the emerging frozen food market and presents itself as a significant opportunity.

The major threats to the industry arise out of backward integration of the emerging formats into private labeling, stringent food laws and stiff import duties of these products of importing countries and aggressive export pricing by China that can virtually block exports from India.

3. Risks and concerns

The Food Processing Business is dependent upon an assured supply of quality raw materials at competitive and predictable prices. Fluctuations in raw material prices and crop failures due to adverse climatic conditions present a business risk.

Whilst the country boasts of a large and diverse supply of raw materials, horticulture production in the country is primarily targeted towards production for the wet market. The pace at which the horticulture practices transform is a concern.

The products are stored and transported at sub - zero temperature and third party facilities are used extensively. Whilst a risk assessment is carried out in the selection and engagement of these third party facilities are used extensively, therefore the risks exist.

4. INTERNAL FINANCIAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company has an internal control system, commensurate with the size, scale and complexity of its operation, the scope and authority of the internal audit function is well defined in the organization.

To maintain its objectivity and independence, internal audit function is laid before the Audit committee of the Board.

Based on the report of the internal audit & Audit Committee observation, corrective actions are undertaken by the respective department and thereby strengthen the controls.

5. Segment-wise Financial Performance

The summarized financial performance of Food Processing and Constructions segments during the year 2017-18 as under:

Particular	Food Processing	Constructions
Revenue (In Lacs)	375.81	NIL
EBIT (In Lacs)	-20.51	NIL

6. Human resources development and industrial relations

The current strength of staff is 15. A higher than normal attrition rate was observed primarily on account of changes in the industry and the transformation. Industrial relations at the plant during the year were cordial.

7. Cautionary Statement:

The statement in the 'Management Discussions and Analysis Report' with regards to the projections, estimates and expectations have been made in good faith. But Achievement of results is subject to the Risks, uncertainty and moreover condition of weather and availability and supply of raw material.

By order of the Board of Directors
ANS Industries Limited

Place : New Delhi
Date : 13th August, 2018

Sd/-
(Mehinder Sharma)
Managing Director
DIN: 00036252

Sd/-
(S.R. Sahore)
Director
DIN: 00036146

ANNEXURE-V

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2017

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies
(Appointment and Remuneration Personnel) Rules, 2014]

To,

The Members of
ANS INDUSTRIES LIMITED
136 KM, VILL & P.O. SHAMGARH,
DISTT. KARNAL,
HARYANA-132116

I/we have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. ANS Industries Limited** (hereinafter called "the company") having **(CIN L15130HR1994PLC032362)**. Secretarial Audit was conducted in a manner that provided me/us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my/our opinion thereon.

Based on my/our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I/we hereby report that in my/our opinion, the company has, during the audit period covering the financial year ended on March 31, 2018, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I/We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2018 according to the provisions of:

1. The Companies Act, 2013 (the Act) and the rules made there under;
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
4. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 & Regulation, 2015;
 - c. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - d. The Securities and Exchange Board of India (Listing Obligation & Disclosure Requirements , 2015) (Listing Regulation) to the extent applicable during the Audit Period;

Though the following laws are prescribed in the format of Secretarial Audit Report by the Government, the same were not applicable to the Company for the Financial Year ended on March 31, 2018:

- a. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- b. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- c. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- d. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- e. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
- f. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

5. Other Laws specifically applicable to the Company:

- a. Food Safety and Standards Act, 2006 and Food Safety and Standards Rules, 2011;
- b. The Factory Act, 1948;
- c. The Provident Fund Act, 1952

I/We have also examined compliance with the applicable clauses of the equity listing agreement entered into by the Company with stock exchange viz., BSE Limited and Delhi Stock Exchange Limited.

I/We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India with respect to board and general meetings.
 - (ii) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, standards etc. mentioned above.

I / We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision of the Board of Directors is carried through and are captured and recorded as part of the minute. There were no dissenting views.

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period the company has not made any of the following events/actions which have major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

1. Public/Right/Preferential issue of shares/debentures/sweat equity, etc.
2. Redemption / buy-back of securities
3. Major decisions taken by the members in pursuance to section 180 of the Companies Act, 2013
4. Merger/amalgamation/reconstruction, etc.
5. Foreign Technical Collaboration

For Rajiv Mishra & Associates
Company Secretaries

Sd/-
Rajiv Kumar Mishra
Prop.
ACS NO.: 39045
C.P.: No. 14636

Place : New Delhi
Date : 13.08.2018

NOTE: This report is to be read with our letter of even date which is annexed as Annexure A and Forms an integral part of this report.

ANNEXURE A TO THIS SECRETARIAL AUDIT REPORT

To,

The Members of
ANS INDUSTRIES LIMITED
136 KM, VILL & P.O. SHAMGARH,
DISTT. KARNAL,
HARYANA-132116

Secretarial Audit Report of even date is to be read along with this letter.

1. The compliance of provisions of all laws, rules, regulations, standards applicable to **M/s. ANS Industries Limited** (the 'Company') having **(CIN L15130HR1994PLC032362)** is the responsibility of the management of the Company. My/Our examination was limited to verification of records and procedures on test check basis for the purpose of issue of the Secretarial Audit Report.
2. Maintenance of secretarial and other records of applicable laws is the responsibility of the management of the Company. My/Our responsibility is to issue Secretarial Audit Report, based on the audit of the relevant records maintained and furnished to me/us by the Company, along with explanations where so required.
3. I/We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial and other legal records, legal compliance mechanism and corporate conduct. The verification was done on test check basis to ensure that correct facts as reflected in secretarial and other records produced to me/us. I/We believe that the processes and practices followed, provides a reasonable basis for my/our opinion for the purpose of issue of the Secretarial Audit Report.
4. I/We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
5. Wherever required, I/we have obtained the management representation about the compliance of laws, rules and regulations and major events during the audit period.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Rajiv Mishra & Associates
Company Secretaries

Sd/-
Rajiv Kumar Mishra
Prop.
ACS NO.: 39045
C.P.: No. 14636

Place : New Delhi
Date : 13.08.2018

ANNEXURE-VI

REPORT ON CORPORATE GOVERNANCE (Pursuant to Part-C of the Schedule V of the SEBI (Listing obligation and Disclosure Requirements) Regulations, 2015)

1. COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE

Company's philosophy on Corporate Governance practices is based on high standard of "universally acceptable" ethical values and disciplined approach. The policies, procedures and practices that are installed in the organization ensure requisite care and diligence in functioning as well as providing transparency and accountability for performance thereby enhancing shareholders and other stakeholder's value and safeguarding their interest. All Directors and members of senior management and employees are bound by Code of Conduct that sets out the fundamental standards to be followed in all actions carried out on behalf of the Company.

2. BOARD OF DIRECTORS

The Board of Directors of the Company consists of 6 (Six) Directors out of which one is woman Director. The day to day affairs of the company are conducted by the Managing Director subject to supervision & control of others members of the Board of Directors of the Company. There is optimum combination of executive and non-executive Directors in the Board and independent Directors.

The material information is available to the Board of Directors to ensure adequate disclosures and transparent decision making process.

During the year ended on 31st March, 2018, the Board met six (6) times on 29th May, 2017, 22nd July 2017, 11th August, 2017, 28st August, 2017, 14th December, 2017 and 10th February, 2018

The composition of the Board of the Directors, Meeting Attended. No. of Directorship, No. of shares held, etc by the Directors of the company are given as under:

Name of Director	Category	Attendance		No. Shares held	No. of Directorship in other public Companies	Number of other Committee Memberships	
		Board Meeting	Last AGM			Chairman	Member
Mr. Mehinder Sharma	Executive & Managing Director	5	Yes	4683680	1	NIL	NIL
Mr.S.R. Sahore	Non - executive Independent Director	5	Yes	NIL	NIL	NIL	NIL
Mr. Mahesh Kumar Sharma	Non - executive Director	6	Yes	74800	NIL NIL	NIL	NIL
Mr. R.C.Sharma	Non - executive Director	2	No	NIL	NIL NIL	NIL	NIL
Mr. Rameshchandra Sharma	Non - executive Independent Director	4	No	NIL	NIL NIL	NIL	NIL
Mrs. Kamal Saib	Non - executive Independent Director	6	Yes	400	NIL	NIL	NIL
Mr. Dhruv Sharma	Non-Executive & Promoter Director	4	Yes	NIL	NIL	NIL	NIL

The number of directorship excludes the directorship of Private Companies, Foreign Companies, Companies under Section 8 of the Companies Act, 2013 and membership/Chairman ship includes all public companies excluding ANS Industries Limited

Mr. Mahesh Kumar Sharma is brother of Mr. R.C. Sharma and Mr. Dhurv Sharma is son of Mr. Mehinder Sharma, Managing Director None of Directors are related to any other Directors of the Company

As Per Clause 7 of the Schedule IV of the Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, a separate meeting of Independent Directors of the Company was held on 26th March, 2018 in absence of all the Non- Independent Directors. All the Independent Directors were present in the meeting. As per Regulation 25(7) SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 familiarization programme has been carried out by the company for its Independent Directors as when required.

3. AUDIT COMMITTEE

Terms of Reference

The power, role, and terms of reference of this committee are wide enough to cover the matters specified for Audit Committee under Clause-49 of the Listing Agreement, as well as in Section 177 of the Companies Act, 2013 besides other terms as may be referred by the Board of Directors. This inter-alia includes oversight of the Company's financial reporting process and disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible, to review with Management quarterly, half-yearly as well as annual financial statement before submission to the Board for approval, focusing particularly on matters to be included in the Directors' Responsibility Statement, changes, if any, in the accounting policies and practices and reasons for the same, major accounting entries involving estimate based on exercise of judgment by management, significant adjustment made in the financial statement arising out of audit findings, compliance with listing and other legal requirement relating to the financial statement, disclosure of related party transactions, qualifications, if any, in the draft audit report, etc. Recommending the Board, the appointment, re-appointment and removal of the auditors and fixing their remuneration. It also oversees the working of the internal audit system, including the internal control mechanism of the Company.

Composition

The Audit Committee consisting of three Directors Mr.S.R. Sahore, Mr. Mahesh Kumar Sharma & Mr.Rameshchandra Sharma and majority of Directors of the Committee are Independent Directors. Mr. S.R Sahore chairs the meeting except the meeting held on 10th February, 2018 in which he is was not present and Mr. Mahesh Kumar Sharma, chairs that Meeting. The Audit Committee met six times during the year i.e. 29th May, 2017, 22nd July, 2017, 11th August, 2017, 08th November, 2017, 14th December, 2017 and 10th February, 2018 and all the members of the Committee have attended the aforesaid meetings. Except Mr. Rameshchandra Sharma who has not attended the meeting held on 22/07/2017 and 10/02/2018.

During the year there is no such incident where Board has not accepted the recommendation of the Audit Committee during the period under review.

4. NOMINATION AND REMUNERATION COMMITTEE

The details as required about this Committee is given as **ANNEXURE-II** and forming part of this Report. One meeting was held during the year i.e. 22/07/2018.

5. REMUNERATION OF DIRECTORS

The Company is not paying any sitting fee to its directors for attending Board Meetings and committee meetings. The Company is also not paying any remuneration to its Managing Director and other Directors.

6. STAKEHOLDERS RELATIONSHIP COMMITTEE

The functions of the Stakeholders Relationship Committee inter-alia to consider and resolve the grievances of security holders of the company overseeing the allotment /approvals & rejection of transfer / transmission of shares, issue of duplicate share certificates, review & redressal of the investor's complaints and listing requirement of securities on the stock exchange including dematerialisation and / or rematerialisation of securities.

The Stakeholders Relationship Committee comprises of Mr. S.R. Sahore and Mr. Mahesh Kumar Sharma and Mrs.Kamal Saib all of are Non-executive and Mr. Manoj Mishra acts as Compliance officer and Mr. S.R.Sahore chairs the meeting.

No Meeting was held during the year.

During the year, the company has not received any complaint from shareholders/investors. None of the investor's complaints are pending during the year.

7. RISK MANAGEMENT COMMITTEE

The Risk management Committee consists of three members out of which Mr. S.R. Sahore & Mr. Mahesh Kumar Sharma directors of the company & Mr. Asheesh Aggarwal, majority of members of committee are members of the Board of the directors of the Company. Mr. S.R. Sahore chairs the Meeting.

The committee has laid down a vigorous and active process for identification and mitigation of risks.

Such policy is being adopted by the audit committee and as well the Board of Directors of the Company. During the year one meeting was held.

8. GENERAL BODY MEETINGS

The detail of the last three Annual General Meetings of the Company are as under:

Year	Venue	Day & Date	Time
2016-17	136 KM, Village & Post office-Shamgarh, District-Karnal, Haryana-132116	Thursday, 28/09/2017	11.30 A.M
2015-16	136 KM, Village & Post office-Shamgarh, District-Karnal, Haryana-132116	Thursday, 29/09/2016	11.30 A.M
2014-15	136 KM, Village & Post office-Shamgarh, District-Karnal, Haryana-132116	Monday, 28/09/2015	11.30 A.M

No Extra-ordinary General Meeting of the members was held during the year 2017-18

No resolution was passed through Postal Ballot during the year 2017-18.

SPECIAL RESOLUTION PASSED IN PREVIOUS THREE AGMs

In 2014-15, two special resolutions were passed at the AGM

- 1) Approval of giving of loans/Guarantee, providing securities and making investments in securities exceeding limits as specified Section 186 of the Companies Act, 2013.
- 2) Adoption of New Draft Article of Association of the Company.

In 2015-16, No special resolutions were passed in the AGM

In 2016-17, No special resolutions were passed in the AGM

9. MEANS OF COMMUNICATION

The financial results of the Company are normally published in the newspapers viz Pioneer (in English Language) & Vir Arjun (in Hindi Language). Your Company believes that all shareholders have access to adequate information about the Company and also posted on company's website. All the quarterly compliances like shareholding Pattern, Financial Results etc, are also filed electronically with BSE and posted on the website of the Company

ANS INDUSTRIES LIMITED



10. GENERAL SHAREHOLDERS INFORMATION

a) 24th Annual General Meeting: The Annual General Meeting of the Company will be held on Friday, 28th September, 2018 at 11.30 A.M. at the registered office of the Company at 136 K.M., Village & Post office - Shamgarh, District- Karnal, Haryana-132116.

b) Financial Year: 1st April, 2017 to 31st March, 2018

c) Payment Divided Date: No Dividend has been recommended by the Company.

d) Listing on Stock Exchange

Shares of the Company are listed in the two stock Exchanges i.e.

Bombay Stock Exchange Ltd, P.J Tower, Dalal Street Mumbai-400001 and listing fee for the year 2018-19 has not been paid.

Delhi Stock Exchange Ltd, 3/1, Asaf Ali Road New Delhi-110001. As the Recognition of Delhi Stock exchange has been withdrawn by SEBI in November, 2014.

e) Stock Code & Trading Symbol at BSE

531406/ANSINDUS

ISIN for dematerialization of shares

INE234J01018

f) Market Price (in Rs.) Data of each

Month High Low

Month during the last financial year

April- 17	34.00	31.00
May -17	29.45	24.90
Jun -17	23.70	22.55
Jul-17	22.50	21.45
Aug-17	22.50	22.40
Jan-18	23.60	23.60
Feb-19	23.60	23.60

g) Registrar & Share Transfer Agent

M/s. MAS Services Limited
T-34, 2nd Floor, Okhala industrial Area, Phase-II,
New Delhi - 110020 Phone No.011-26387281/82/83

h) Company's Share Price Performance in comparison to broad based indices

Particular	Price of shares (in Rs.)	BSE Sensex
April, 2017	29.90	29910.22
March, 2018	23.60	32968.68
Changes in %	21.07%	10.23%

i) Share Transfer System

All the physical shares transfer received are processed by the Registrar and Share Transfer Agent and share certificates duly endorsed are returned within the prescribed time limit which subject to approval of Stakeholders Relationship Committee constituted for this purpose. In compliances with Regulations 40(9) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 the Shares Transfers system is audited by Practicing Company Secretary and a half yearly Certificate of compliance with the share transfer process issued by it, is submitted to the stock Exchange. The Company Secretary acts as Compliance officer of the Company, who oversees the process of Share transfer/transmission etc, on regular basis

M/s.MAS Services Limited is the Company's Registrar and Transfer Agent (R&TA) for equity shares (kept in physical as well as electronic mode)

ANS INDUSTRIES LIMITED



j (a) Distribution of Shareholding

The Distribution of shareholding as on 31st March, 2016 was as follows:

S. No.	No. of Equity Shares Held	No. of Share holders	Percentage of total shareholders	No. of Shares Held	Percentage of total shares
1.	1 to 5000	537	53.81	214320	2.32
2.	5001 to 10000	300	30.06	264330	2.86
3.	10001 to 20000	68	6.81	102492	1.11
4.	20001 to 30000	19	1.90	48004	0.52
5.	30001 to 40000	4	0.40	14700	0.16
6.	40001 to 50000	4	0.40	20000	0.22
7.	50001 to 100000	14	1.40	99800	1.08
8.	100001 and above	52	5.21	8491954	91.75
	TOTAL	998	100.00	9255600	100.00

j (b) Categories wise Shareholding as on 31/03/2018

Category of shaeholders	No. of shares held	% of shareholding
Promoter & Promoter Group (A)		
Indian	4904400	52.99
Foreign	Nil	Nil
Sub-Total (A)	4904400	52.99
Public Shareholding (B)		
Institutions	168754	1.82
Central Govt. / State Govt. President	0	0
Non-Institutions	4182446	45.19
Sub -Total (B)	4351200	47.01
Shares held by custodians and against which Depository Receipt has been issued (C)	0	0
GRAND TOTAL(A+B+C)	9255600	100

k) Dematerialisation of Shares & Reconciliation of Share Capital Audit

A Practicing Company Secretary carried Reconciliation of Share Capital Audit to reconcile the total admitted capital with National Securities Depository Limited and Central Depository Services (India) Limited and with total issued/ paid up listed capital shares of the company .This audit is carried out every quarter and the report thereon is submitted to the stock exchange and is also placed before the Board of Directors The Audit interalia confirms that that the total listed and paid-up capital of the company is in agreement with the aggregate of the total number of shares in dematerialized form (held with NSDL & CDSL) and total number of shares held in physical form.

ANS INDUSTRIES LIMITED



During the year ended 31st March, 2018 following number of shares of the Company were held in Dematerialized Form & Physical Form:

NSDL Holding	5174459	Shares
CDSL Holding	125941	Shares
Physical Holding	3955200	Shares
Total Holding	9255600	Shares

and no request is pending for more than 21days in NSDL as well as CDSL.

l) Plant Location

The manufacturing plant of the Company is located at 136 KM, Village & Post office - Shamgarh, Dist. - Karnal, Haryana-132116&Phone No.01745-244226

m) Address for correspondence

The Investors can personally contact or send their correspondence either to R&TA or at the Company's Head Office, at the following address:

ANS Industries Limited

144/2, Ashram, Mathura Road, New Delhi - 110014

Tel - 011- .011-26341544, E-mail: ansagro.limited@gmail.com

n) Outstanding GDR/ADR/Warrants

As on 31st March 2018, there is no outstanding ADRs/GDRs/Warants or any convertible instruments

11. OTHER DISCLOSURES

- During the year ended 31st March, 2018, there is no materially significant related party transaction that has potential conflict with the interest of the company at large.
- There has not been any non-compliance and no penalties have been imposed on the Company by the Stock Exchange, SEBI or any such other Statutory Authority, on any matter relating to the capital markets, during the last three years.
- The Company has formulated a Whistle Blower Policy (Vigil mechanism). Any directors or employee may report any non-compliance to the Chairman of Audit Committee. Confidentiality is maintained of such reporting and ensured that the whistle blowers are not subject to any discrimination. No personnel have been denied access to the Audit Committee.
- All the mandatory requirement of SEBI(Listing Obligations and Disclosure Requirements) Regulation,2015 have been complied with and the status of discretionary requirement is like the company have no Chairman in the Board and there is no modified opinion in the financial statements of the Company.

12. CODE OF CONDUCT

The company has formulated a code of Conduct for its Board of Directors and Members of Senior management. Board Members and Members of Senior Management have affirmed compliance with said code of conduct. A certificate thereon duly signed by Managing Director is annexed as **ANNEXURE-VIII** and forming part of this Report.

13. CEO/CFO DECLARATION

The Board has laid down Annual Certification on financial reporting and internal control signed by Managing Director and Chief Financial Officer (CFO) of the Company in terms of Regulation 33(2)(a) of SEBI(Listing Obligations and Disclosures Requirement) Regulations,2015 is attached as an **ANNEXURE -IX** and forming part of this report.

By order of the Board of Directors
ANS Industries Limited

Place : New Delhi
Date : 13th August, 2018

Sd/-
(Mehinder Sharma)
Managing Director
DIN: 00036252

Sd/-
(S.R. Sahore)
Director
DIN: 00036146

ANNEXURE-VII

CERTIFICATE BY PRACTISING COMPANY SECRETARY ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

Pursuant to Part E of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To the Members of

ANS Industries Limited

We have examined the compliance of conditions of Corporate Governance by **ANS Industries Limited (CIN-L15130HR1994PLC032362)** for the year ended 31st March, 2018 as stipulated in Part E of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the Financial Statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, and the representation made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the abovementioned SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We state that no investor grievance is pending for the period against the Company as per the records maintained by the Investor Grievance Committee.

We further state that such compliance is neither an assurance as to future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Rajiv Mishra & Associates
Company Secretaries

Place : New Delhi
Date : 13-08-2018

Sd/-
Rajiv Kumar Mishra
Prop.
ACS NO.: 39045
C.P.: No. 14636

ANNEXURE -VIII

DECLARATION REGARDING COMPLIANCES WITH THE CODE OF CONDUCT

(Pursuant to Part D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,

**The Members of
ANS industries Limited**

In terms of Part D of Schedule V read with Regulation 34(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I Mehinder Sharma Managing Director of the Company hereby declare that the Board Members and Senior Management Personnel of the Company have affirmed compliance with Code of Conduct, for the financial year ended 31st March, 2018.

For ANS Industries Limited

**Date : 13-08-2018
Place : New Delhi**

**Sd/-
(Mehinder Sharma)
Managing Director
DIN: 00036252**

ANNEXURE -IX

CERTIFICATION BY MANAGING DIRECTOR AND CFO

(Pursuant to Regulation 17 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Board of Directors
ANS industries Limited

Pursuant to Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 We, Mehinder Sharma, Managing Director and Subodh Kumar, CFO of the Company, certify to the Board that:

- A. We have reviewed the Financial Statements and Cash Flow Statement, for the period ended on 31st March, 2018 and to the best of our knowledge and belief:
- i) These statements do not contain any materially untrue statement or omit any material factor contain statements that might be misleading,
 - ii) These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the company during the year are fraudulent, illegal or violative of the company's Code of Conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps they we taken or propose to take to rectify these deficiencies.
- D. We have indicated to the auditors and the Audit committee:
- i) Significant changes in internal control over financial reporting during the year;
 - ii) significant changes in accounting policies during the year and that the same have been Disclosed in the notes to the financial statements; and
 - iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

For ANS Industries Limited

Date : 13-08-2018
Place : New Delhi

Sd/-
(Mehinder Sharma)
Managing Director
DIN: 00036252

Sd/-
(Subodh Kumar)
CFO



306-307, Sewak Bhawan
16/2 . W.E.A. , Off Arya Samaj Raod ,
Karol Bagh, NEW DELHI - 110 005.
PH: 28755180

R.C. SHARMA & ASSOCIATES

Chartered Accountants

AUDITOR'S REPORT

REPORT OF THE AUDITORS TO THE MEMBERS OF ANS INDUSTRIES LIMITED

1. Report on the Financial Statements

We have audited the accompanying financial statements of ANS INDUSTRIES LIMITED which comprise the Balance sheet as at March 31, 2018 and the Statement of Profit and Loss for the year then ended on this date , and a summary of the significant accounting policies and other explanatory information.

2. Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act ,2013("The Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance of the company in accordance with the accounting principals generally accepted in India , including the Accounting Standards specified under section 133 of the Act , read with rule 7 of the Companies (Accounts) Rules ,2014. This responsibility also includes maintenance of adequate accounting records in accordance with the preparation of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities, selection and application of appropriate accounting policies , making judgments and estimates that are reasonable and prudent , and design implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records , relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

3. Auditor's Responsibility

- i) Our responsibility is to express an opinion on these financial statements bases on our audit.
- ii) We conducted our audit in accordance with the Standards on Auditing specified in Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform that audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.
- iii) An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements , whether due to fraud or error. In making those risk assessments, the auditor considers the internal control relevant to the company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the accounting estimates made by the Management , as well as evaluating the overall presentation of the financial statements.
- iv) We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

4. In our opinion and to the best of our information and according to the explanations given to us , the Financial Statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- i) In the case of Balance Sheet , of the state of affairs of the Company as at March 31, 2018; and
- ii) In the case of the Statement of Profit and Loss , of the profit of the Company for the year ended on that date.

5. Report on Other Legal and Regulatory Requirements

- i) As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of sub section (11) of section 143 of the Act , we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order,
- ii) AS required by Section 143(3) of the Act , we report that :
 - a. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - b. In our opinion , proper books of accounts as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c. The Balance Sheet and Statement of Profit and Loss dealt with by this Report are in agreement with the books of account.
 - d. In our opinion the financial statement comply with the accounting standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e. The matter described in the Emphasis of Matter paragraph above , our opinion , did not have and advance effect on the functioning of the Company.
 - f. On the Basis of the written representations received from the directors as on March 31, 2018 taken on record by the Board of Directors , none of the directors is disqualified as on March 31, 2018 from being appointed as a director in terms of Section 164 (2) of the Act.
 - g. With respect to the other matters to be included in the Auditor's report in accordance with rule 11 of the Companies (Audit and Auditors) Rules , 2014 in our opinion and to the best of our information and according to the explanations given to us:
 - i) The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.
 - ii) There were no amounts which were required to be transferred to the Investor education and Protection fund by the Company.

For **R.C. SHARMA & ASSOCIATES**
CHARTERED ACCOUNTANTS

Place : New Delhi.
Dated : 29-05-2018

Sd/-
(CA R C SHARMA)
PARTNER

ANNEXURE TO AUDITORS' REPORT

Referred to in paragraph 3 of our Report of even date.

1.
 - a) The company has maintained proper records of fixed assets showing full particulars including quantitative details and situation of its fixed assets.
 - b) According to the information and explanations given to us, the company has formulated a regular Programme of verification by which all assts of the company shall be verified in a phased manner, which in our opinion, is reasonable having regard to the size of the company and nature of its assets. To the best of our knowledge, no material discrepancies were noticed on verification conducted during the year as compared with books record.
2. The Company is using its factory for processing vegetables & fruits. Internal physical verification procedure is in place.
3. The company has granted loans, unsecured, to companies listed in the Register maintained under section 301 of the Companies Act, 2013.
4. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business, for the purchase of inventory and fixed assets and for the construction receipts. During the course of our audit, no major weakness has been observed in the internal controls.
5. According to the information and explanations given to us, there are transactions during the year entered in the Register maintained under section 301 of the Companies Act, 2013,
6. The company has not accepted any deposits form the public with in the meaning of sections 58A of and 58AA of the Companies Act, 2013 and the rules framed there under, during the year under audit.
7. In our opinion, the company has an internal audit system commensurate with the size and nature of its business.
8. According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under section 209 (1) (d) of the Companies Act, 2013. Accordingly, clause 4 (viii) of the order is not applicable.
9.
 - a) According to the information and explanations given us, and on the basis our examination of the books of account, the company has been regular in depositing with appropriate authorities undisputed statutory dues including provident fund, investor education & protection fund, employees' state insurance, income-tax, sales tax, wealth tax, custom duty, excise duty, cess and other material statutory dues, if and/or when applicable to it.
 - b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, investor education & protection fund, employees state insurance, income tax, sales tax, custom duty, excise duty and cess were in arrears, as at **31st March' 2018** for a period of more then six months from the date they became payable.
 - c) According to the information and explanations given to us, there are no dues of provident fund, investor education & protection fund employees state insurance, income tax, sales tax, custom duty, excise duty and cess which have not been deposited with the appropriate authorities on account of any dispute.
10. The company has taken loans, secured and unsecured, from financial institution and bank. The Company not issued any debentures during the year. Accordingly, clause 2 (xi) of the Order is not applicable.
 - i) Punjab National Bank Rs.18742310.18
11. According to the information and explanations given to us, the company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities. Accordingly, clause 4 (xii) of the order is not applicable.
12. The company is not a chit fund or a Nidhi/ Mutual Benefit Fund/ society. Therefore, the provisions of clause 4 (xiii) of the order are not applicable to the company.

ANS INDUSTRIES LIMITED



13. According to the information and explanations given to us, the company is not dealing in shares, securities and debentures. Therefore, the provisions of clause 4 (xiv) of the order are not applicable of the company.
14. According to the information and explanations given to us, the company has given guarantee for loans taken by other company from banks and financial institutions.
15. The company has not obtained any term loan for factory building / plant & machinery during the year. Accordingly, clause 4 (xvi) of the order is not applicable.
16. According to the information given to us, and on an overall examination of the Balance Sheet and Cash Flow Statement of the Company, we report that no funds raised on short-term basis have been utilised for long-term investment and vice versa.
17. According to the information and explanations given to us, the company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Companies Act, 2013.
18. According to the information and explanations given to us, the company has not issued any secured debentures during the period covered by our report. Accordingly, the provisions of clause 4 (xix) of the order are not applicable to the company.
19. The company has not raised any money through a public issue during the year.
20. To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the course of our audit.

**For R.C. SHARMA & ASSOCIATES
CHARTERED ACCOUNTANTS**

**Sd/-
(CA R C SHARMA)
PARTNER
M. No. 083543**

**Place : New Delhi.
Dated : 29-05-2018**

ANS INDUSTRIES LIMITED



BALANCE SHEET AS AT MARCH 31, 2018

	PARTICULARS		For the year ended 31 March, 2018	For the year ended 31 March, 2017	For the year ended 01 April, 2016
A	EQUITY AND LIABILITIES				
1	Shareholders' funds				
	(a) Share capital	3	92,556,000.00	92,556,000.00	92,556,000.00
	(b) Reserves and surplus	4	41,673,387.69	43,302,679.80	46,820,509.90
	(c) Money received against share warrants				
2	Share application money pending allotment				
3	Non-current liabilities				
	(a) Long-term borrowings	5	2,059,206.00	2,414,455.00	2,605,136.00
	(b) Deferred tax liabilities (net)		-	-	-
	(c) Other long-term liabilities	6	180,550.00	28,861.00	5,028,861.00
	(d) Long-term provisions	7	598,651.74	598,651.74	598,651.74
4	Current liabilities				
	(a) Short-term borrowings	8	88,240,942.68	173,305,889.72	148,595,884.72
	(b) Trade payables	9	3,701,911.25	5,018,595.25	3,692,329.00
	(c) Other current liabilities	10	13,073,016.08	6,913,198.84	6,244,489.00
	(d) Short-term provisions	11	3,212,998.90	2,726,934.00	3,795,630.98
	TOTAL		245,296,664.34	326,865,265.35	309,937,492.34
B	ASSETS				
1	Non-current assets				
	(a) Fixed assets				
	(i) Tangible assets	12.A	83,060,659.63	83,816,985.63	88,435,349.08
	(ii) Intangible assets				
	(iii) Capital work-in-progress		-	-	-
	(iv) Intangible assets under development				
	(v) Fixed assets held for sale				
	(b) Non-current investments	13	124,490.00	124,490.00	124,490.00
	(c) Deferred tax assets (net)		2,788,756.00	2,962,266.00	23,66,639.00
	(d) Long-term loans and advances	14	15,765,782.00	15,765,782.00	15,765,782.00
	(e) Other non-current assets	15	4,460,939.00	3,058,790.00	2,990,942.00
2	Current assets				
	(a) Current investments				
	(b) Inventories	17	38,817,150.00	50,388,000.00	50,502,142.93
	(c) Trade receivables	18	13,501,908.77	11,050,591.97	12,964,677.20
	(d) Cash and cash equivalents	19	24,351,457.98	14,035,000.41	4,708,209.74
	(e) Short-term loans and advances	20	57,306,562.07	141,122,615.45	129,217,755.50
	(f) Other current assets	21	5,118,958.89	4,540,743.89	28,61,504.89
	TOTAL		245,296,664.34	326,865,265.35	309,937,492.34

See accompanying notes forming part of the financial statements

In terms of our report attached.

For & on behalf of the Board of Directors of ANS Industries Ltd.

For R. C. SHARMA & ASSOCIATES

Chartered Accountants

Sd/-
(CA R.C. SHARMA)

PARTNER
M. No. 083543

Sd/-
(Mehinder Sharma)
Managing Director
DIN: 00036252

Sd/-
(S. R. Sahore)
Director
DIN No. 00036146

Sd/-
(Manoj Mishra)
Company Secretary
ACS 18801

Sd/-
(Subodh Kumar)
CFO

Place : New Delhi
Date : 29/05/2018

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH, 2018

	PARTICULARS	Note No.	For the year ended 31 March, 2018	For the year ended 31 March, 2017
A	CONTINUING OPERATIONS			
1	Revenue from operations (net) Less: Excise duty Revenue from operations (net)	22	32,503,304.66	32,613,510.94
2	Other income	23	5,078,074.71	26,392,151.40
3	Total revenue (1+2)		37,581,379.37	59,005,662.34
4	Expenses			
	(a) Cost of materials consumed	24.a	-	14,545,185.87
	(b) Purchases of stock-in-trade			
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	24.c	11,570,850.00	114,142.93
	(d) Employee benefits expense	25	7,348,294.00	8,610,659.00
	(e) Finance costs		2,441,307.96	2,444,612.18
	(f) Depreciation and amortisation expense	12.A	5,338,028.00	5,928,926.45
	(g) Other expenses	27	12,934,308.52	31,475,593.01
	Total expenses		39,632,788.48	63,119,119.44
5	Profit / (Loss) before exceptional and extraordinary items and tax (3 - 4)		-2,051,409.11	-4,113,457.10
6	Exceptional items			
7	Profit / (Loss) before extraordinary items and tax (5 ± 6)		-2,051,409.11	-4,113,457.10
8	Extraordinary items –			
9	Profit / (Loss) before tax (7 ± 8)		-2,051,409.11	-4,113,457.10
10	Tax expense:			
	(a) Current tax expense for current year			
	(b) (Less): MAT credit (where applicable)			
	(c) Current tax expense relating to prior years			
	(d) Net current tax expense			
	(e) Deferred tax			

ANS INDUSTRIES LIMITED



11	Profit / (Loss) from continuing operations (9 ± 10)		-2,051,409.11	-4,113,457.10
B	DISCONTINUING OPERATIONS			
12.i	Profit / (Loss) from discontinuing operations (before tax)			
12.ii	Gain / (Loss) on disposal of assets / settlement of liabilities attributable to the discontinuing operations			
12.iii	Add / (Less): Tax expense of discontinuing operations (a) on ordinary activities attributable to the discontinuing operations (b) on gain / (loss) on disposal of assets / settlement of liabilities – –			
13	Profit / (Loss) from discontinuing operations (12.i ± 12.ii ± 12.iii)			
C	TOTAL OPERATIONS			
14	Profit / (Loss) for the year (11 + 13)		-2,051,409.11	-4,113,457.10
15.i	Earnings per share (of Rs. ___/- each):			
	(a) Basic			
	(i) Continuing operations	30.9.a		
	(ii) Total operations	30.9.b	-	-
	(b) Diluted			
	(i) Continuing operations	30.9.e	-	-
	(ii) Total operations	30.9.f	-	-
15.ii	Earnings per share (excluding extraordinary items) (of Rs. ___/- each):			
	(a) Basic			
	(i) Continuing operations	30.9.c		
	(ii) Total operations	30.9.d	-	-
	(b) Diluted			
	(i) Continuing operations	30.9.g	-	-
	(ii) Total operations	30.9.h	-	-

In terms of our report attached.

For **R. C. SHARMA & ASSOCIATES**
Chartered Accountants

For & on behalf of the Board of Directors of ANS Industries Ltd.

Sd/-
(CA R.C. SHARMA)
PARTNER
M. No. 083543

Sd/-
(Mehinder Sharma)
Managing Director
DIN: 00036252

Sd/-
(S. R. Sahore)
Director
DIN No. 00036146

Sd/-
(Manoj Mishra)
Company Secretary
ACS 18801

Sd/-
(Subodh Kumar)
CFO

Place : New Delhi
Date : 29/05/2018

ANS INDUSTRIES LIMITED



Cash Flow Statement for the year ended 31 March, 2018

Particulars	For the year ended 31 March, 2018		For the year ended 31 March, 2017	
A. Cash flow from operating activities				
Net Profit / (Loss) before extraordinary items and tax		-2051409.11		-4113457.10
<u>Adjustments for:</u>				
Depreciation and amortisation	5,338,028.00		5,928,926.45	
Finance costs	2,441,307.96		2,444,612.10	
Interest income	0		0	
Dividend income	0		0	
		7,779,335.96		8,373,538.63
Operating profit / (loss) before working capital changes		5,727,926.85		4,260,018.53
<u>Changes in working capital:</u>				
Adjustments for (increase) / decrease in operating assets:				
Inventories	-11570850.00		-114142.93	
Trade receivables	2451316.8		-1914085.23	
Short-term loans and advances	83337832.29		-11662828.43	
Long-term loans and advances	0		0	
Other current assets	0		0	
Adjustments for increase / (decrease) in operating liabilities:				
Trade payables	1316684		1326266.25	
Other current liabilities	668709.84		668709.84	
short term borrowing	85064947.04	156366006.4	247100.05	16842094.96
Cash generated from operations		162,093,933.22		21102176.49
Net cash flow from operating activities (A)		162,093,933.22		21102176.49
B. Cash flow from investing activities				
Capital expenditure on fixed assets, including capital advances		-4581702		-1310563.00
Proceeds from sale of fixed assets		0		0
Dividend received		0		0
- Others				
Net cash flow used in Investing Activities (B)		-4581702		-1310563.00

ANS INDUSTRIES LIMITED



Particulars	For the year ended 31 March, 2018		For the year ended 31 March, 2017	
C. Cash flow from financing activities				
Net increase / decrease in working capital borrowings		-1496637081.61		-12909435.00
Finance cost		2441307.96		2444612.18
Net cash flow used in financing activities (C)		-147195773.7		-10464822.82
Net increase / decrease in Cash and cash equivalents (A+B+C)		10,316,457.57		9,326,790.67
Cash and cash equivalents at the beginning of the year		14035000.41		4708209.74
Cash and cash equivalents at the end of the year		24351457.98		14035000.41
Reconciliation of Cash and cash equivalents with the Balance Sheet:				
Cash and cash equivalents at the end of the year *		24351457.98		14035000.41
*Comprises:				
(a) Cash in hand		590549.95		102920.95
(c) Balances with banks				
(i) In current accounts		23760908.03		13932079.46
(ii) In Deposit accounts (Fixed Deposit)		0		0

Notes:

(i) The Cash Flow Statement reflects the combined cash flows pertaining to continuing and discounting operations.

(ii) These earmarked account balances with banks can be utilised only for the specific identified purposes.

In terms of our report attached.

For R. C. SHARMA & ASSOCIATES
Chartered Accountants

For & on behalf of the Board of Directors of ANS Industries Ltd.

Sd/-
(CA R.C. SHARMA)
PARTNER
M. No. 083543

Sd/-
(Mehinder Sharma)
Managing Director
DIN: 00036252

Sd/-
(S. R. Sahore)
Director
DIN No. 00036146

Sd/-
(Manoj Mishra)
Company Secretary
ACS 18801

Sd/-
(Subodh Kumar)
CFO

Place : New Delhi
Date : 29/05/2018

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

1. Corporate information

Ans Industries Ltd is in the business of manufacture and marketing of Frozen Foods under the brand name of "Maxxofresh". Ans has manufacturing facilities at Karnal (Haryana).

2. Significant accounting policies

2.1 Basis of accounting and preparation of financial statements

The financial statements are prepared on accrual basis under the historical cost convention in accordance with the provisions of the Companies Act, 2013 and the accounting standards notified by the Companies (Accounting Standards) Rules, 2006 (India GAAP) as adopted consistently by the Company.

2.2 Use of estimates

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.

2.3 Inventories

Inventories are valued at the lower of cost weighted average basis and the net realisable value after providing for obsolescence and other losses, where considered necessary. Cost includes all charges in bringing the goods to the point of sale, including octroi and other levies, transit insurance and receiving charges. Work-in-progress and finished goods include appropriate proportion of overheads and, where applicable, excise duty.

2.4 Cash and cash equivalents (for purposes of Cash Flow Statement)

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

2.5 Cash flow statement

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

2.6 Depreciation and amortisation

Depreciation is provided on the WDV method as per the rates prescribed in Schedule II to the Companies Act, 2013. Free Hold Land is not depreciated.

2.7 Revenue recognition

Sale of goods

Sales are recognised, net of returns and trade discounts, on transfer of significant risks and rewards of ownership to the buyer, which generally coincides with the delivery of goods to customers. Sales include excise duty but exclude sales tax and value added tax.

2.8 Other income

Interest income is accounted on accrual basis. Dividend income is accounted for when the right to receive it is established.

2.9 Tangible fixed assets

Tangible Fixed Assets are stated at cost / revalued amount less accumulated depreciation. Cost comprises purchase price plus attributable cost (including borrowing and financing cost during the period of construction).

2.10 Capital work-in-progress:

Projects under which assets are not ready for their intended use and other capital work-in-progress are carried at cost, comprising direct cost, related incidental expenses and attributable interest.

2.11 Investments

Long term investments are carried at cost.

2.12 Employee Benefits

Employee benefits include provident fund, superannuation fund, gratuity fund, Leave encashment, compensated absences, long service awards and post-employment medical benefits.

2.13 Earnings per share

Basic earnings per share is computed by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

2.14 NOTES ON ACCOUNTS

	Current Year (2017-18)	Previous Year (2016-17)
i. Estimated amount of contracts remaining to be executed on Capital Account and not provided for	NIL	NIL
ii. Claims against the Company not acknowledged as debts	NIL	NIL
iii. Contingent Liabilities, not provided for (Guarantee for the company to Financial Institution)	NIL 28.50 (Crore)	28.50 (Crore)
iv. Auditors' remuneration		
i) For Audit Fees	Rs. 40,000/-	Rs. 40,000/-
ii) For others other services	Rs. 7500/-	Rs. 7225/-
iii) GST	Rs. 8550/-	Rs. 8537/-
Total	<u>Rs. 56050/-</u>	<u>Rs. 53062/-</u>
v. In the opinion of the management, current assets, if realised in the ordinary course of business, would yield a sum equal to their value stated in the Balance Sheet, Previous Year figures have been reworked, regrouped, rearranged and reclassified wherever necessary in order to conform to his year's presentation.		
2.15 Previous year's figures have been regrouped/ recast/ rearranged/ reclassified wherever necessary.		
2.16 Additional information required under para 3 & 4 of part II of Schedule VI of the Companies Act, 2013 (As certified by the management).		

A. Particulars of Licensed Capacity, Installed Capacity & Production.

- a) Licensed Capacity 3600 MT P.A.
- b) Installed Capacity 3600 MT P.A.
- c) Production

Particulars	Units	Quantity	
		Current Yr. (2017-18)	Previous Yr. (2016-2017)
i) Frozen Fruits	MT	NIL	NIL
ii) Frozen Vegetables	MT	NIL	805.07
iii) Frozen Fruit Pulp	MT	NIL	NIL

B. Particulars of Stocks & Sales

Particulars	Units	Stock Quantity		Sales Quantity	
		Current Yr.	Prev Yr.	Current Yr.	Prev Yr.
		2017-18	2016-17	2017-18	2016-17
i) Frozen Fruits	MT	NIL	NIL	NIL	NIL
ii) Frozen Vegetables	MT	NIL	921.533	NIL	935.482
iii) Frozen Fruit Pulp	MT	NIL	NIL	NIL	NIL

C. Particulars or Raw Material Consumed

Particulars	Qty. (MT)		Current Year Value (Rs.) 2017-18	Previous Year Value (Rs.) 2016-17
	Current Yr. 2017-18	Prev.Yr. 2016-17		
Fruits & Vegetables	NIL	1965.566	NIL	14545185.87

D. Value of Imports of CIF basis

Particulars	Current Yr. (2017-18)	Previous Yr. (2016-17)
Finished Goods	NIL	NIL
Raw Material	NIL	NIL
Machinery	NIL	NIL
Spares	NIL	NIL

E. Expenditure and earlings in Foreign Currency

Particulars	Current Yr. (2017-18)	Previous Yr. (2016-2017)
Expenses	NIL	NIL
Purchases	NIL	NIL

2.17 SIGNIFICANT ACCOUNTING POLICES

(i) Accounting for Taxes on Income

The deferred tax liability for the timing difference of depreciation for the year ending on 31-03-2018 worked out as Rs.422117/- is credited to profit & loss appropriation Accounts & balance as on 31-03-2018 is shown as deferred tax Assets in Balance Sheet.

(ii) Segment Disclosures

The company has ventured into four segments, the receipt & Direct Expenditure of each are as follows:-

	2017-18	2016-17
a) Sales	32503304.66	32613510.94
b) Contract receipts	NIL	NIL
Direct Expenses	NIL	NIL
c) Lease of Factory Building and Plant & Mach.	NIL	NIL
Processing & cold storage charges[receipts]	NIL	NIL
Direct Expenses	NIL	NIL
Dep. of factory, Plant & Mach.	5338028.00	5928926.45
d) Agricultural produce	1344600.00	4166321.00
Agricultural exp	518739.00	2382884.55

In terms of our report attached.

For R. C. SHARMA & ASSOCIATES
Chartered Accountants

For & on behalf of the Board of Directors of ANS Industries Ltd.

Sd/-
(CA R.C. SHARMA)
PARTNER
M. No. 083543

Place : New Delhi
Date : 29.05.2018

Sd/-
(Mehinder Sharma)
Managing Director
DIN: 00036252

Sd/-
(S. R. Sahore)
Director
DIN No. 00036146

Sd/-
(Manoj Mishra)
Company Secretary
ACS 18801

Sd/-
(Subodh Kumar)
CFO

ANS INDUSTRIES LIMITED



Note 3 Share Capital

Particulars	As at 31 March, 2018		As at 31 March, 2017		As at 01 April, 2016	
	Number of shares	Rs.	Number of shares	Rs.	Number of shares	Rs.
(a) Authorised						
Equity shares of Rs. 10 each with voting rights	12,500,000	125,000,000.00	12,500,000	125,000,000.00	12,500,000	125,000,000.00
Equity shares of Rs. ____ each with differential voting rights						
Compulsorily convertible preference shares of Rs.____ each						
Optionally convertible preference shares of Rs.____ each						
Redeemable preference shares of Rs. 100 each	250,000	25,000,000.00	250,000	25,000,000.00	250,000	25,000,000.00
(b) Issued #						
Equity shares of Rs. 10 each with voting rights	9,255,600	92,556,000.00	9,255,600	92,556,000.00	9,255,600	92,556,000.00
Equity shares of Rs. ____ each with differential voting rights						
Compulsorily convertible preference shares of Rs.____ each						
Optionally convertible preference shares of Rs.____ each						
Redeemable preference shares of Rs.____ each						
(c) Subscribed and fully paid up						
Equity shares of Rs. 10 each with voting rights	9,255,600	92,556,000.00	9,255,600	92,556,000.00	9,255,600	92,556,000.00
Equity shares of Rs. ____ each with differential voting rights						
Compulsorily convertible preference shares of Rs.____ each						
Optionally convertible preference shares of Rs.____ each						
Redeemable preference shares of Rs.____ each						
(d) Subscribed but not fully paid up						
Equity shares of Rs. ____ each with voting rights, Rs. x not paid up						
Equity shares of Rs. ____ each with voting rights, Rs. y not paid up						
Equity shares of Rs. ____ each with differential voting rights, Rs. a not paid up						
Equity shares of Rs. ____ each with differential voting rights, Rs. b not paid up						
Compulsorily convertible preference shares of Rs. ____ each, Rs. c not paid up						
Compulsorily convertible preference shares of Rs. ____ each, Rs. d not paid up						
Optionally convertible preference shares of Rs. ____ each, Rs. e not paid up						
Optionally convertible preference shares of Rs. ____ each, Rs. f not paid up						
Redeemable preference shares of Rs. ____ each, Rs. g not paid up						
Redeemable preference shares of Rs.____ each, Rs. h not paid up						
Total	92,556,000	92,556,000.00	92,556,000	92,556,000.00	92,556,000	92,556,000.00

ANS INDUSTRIES LIMITED



Note 3 (1) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

Particulars	Opening Balance	Fresh issue	Bonus	ESOP	Conversion	Buy back	Other changes	Closing Balance
Equity shares with voting rights								
Year ended 31 March, 2018								
- Number of shares	9,255,600	-	0	-	0	-	0	9,255,600
- Amount (Rs)	92,556,000.00	-	0	-	0	-	0	92,556,000.00
Year ended 31 March, 2017								
- Number of shares	9,255,600	0	0	0	0	0	0	9,255,600
- Amount (Rs)	92,556,000.00	0	0	0	0	0	0	92,556,000.00
Equity shares with differential voting rights								
Year ended 31 March, 2018								
- Number of shares	0	0	0	0	0	0	0	0
- Amount (Rs)	0	0	0	0	0	0	0	0
Year ended 31 March, 2017								
- Number of shares	0	0	0	0	0	0	0	0
- Amount (Rs)	-	-	-	-	0	0	0	0

Note 4 Reserves and surplus

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 01 April, 2016
Surplus / (Deficit) in Statement of Profit and Loss			
Opening balance	43,302,678.80	46,820,509.90	39,640,113.44
Add: Profit / (Loss) for the year			
Amounts transferred from: Profit / Loss A/c	(2,051,409.11)	(4,113,457.10)	6,292,609.46
General reserve			
Other reserves (Deferred tax assets)	422,117.00	595,627.00	887,787.00
Less: Interim dividend	-	-	-
Dividends proposed to be distributed to equity shareholders (Rs___ per share)	-	-	-
Dividends proposed to be distributed to preference shareholders (Rs___ per share)	-	-	-
Income Tax paid			
T.D.S. Transfer		-	-
Transferred to:			
General reserve			
Capital redemption reserve	-	-	-
Debenture redemption reserve	-	-	-
Other reserves (Deferred Tax Liabilities)	-	-	-
Closing balance	41,673,386.69	43,302,679.80	46,820,509.90
Total	41,673,386.69	43,302,679.80	46,820,509.90

ANS INDUSTRIES LIMITED



Note 5 Long-term borrowings

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 01 April, 2016
(a) Loans repayable on demand			
From banks			
Secured			
Unsecured	2059206.00	2414455.00	2605136.00
From other parties	0	0	0
Secured	0	0	0
Unsecured			
Total	2,059206.00	2414455.00	2,605,136.00

Note 6 Other Long current liabilities

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 01 April, 2016
(j) Other payables			
(i) Statutory remittances (Contributions to PF and ESIC, Withholding Taxes, "Excise Duty, VAT, Service Tax, etc.)"	-	-	
(vii) Advances from customers & others	180,550.00	28,861.00	5028861.00
(viii) Directors Remuneration			
Total	180,550.00	28,861.00	5028861.00

Note 7 Long Term Provisions

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 01 April, 2016
(j) Other payables			
"(i) Statutory remittances (Contributions to PF and ESIC, Withholding Taxes, " Excise Duty, VAT, Service Tax, etc.) "			
Excise Duty,VAT Service Tax,Etc.	598,651.74	598,651.74	598651.74
(vii) Advances from customers & others			
(viii) Directors Remuneration			
Total	598,651.74	598,651.74	598651.74

ANS INDUSTRIES LIMITED



Note 8 Short-term borrowings

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 01 April, 2016
(a) Loans repayable on demand			
From banks			
Secured	18742310.18	28741084.22	15831649.22
Unsecured		0.00	0.00
From other parties	0	0	
Secured	0	0	0
Unsecured	69498632.50	144564805.50	132764235.50
(b) Loans and advances from related parties			
Secured	0	0	0
Unsecured	0	0	0
(c) Deposits			
Secured	0	0	0
Unsecured	0	0	0
(d) Other loans and advances (specify nature)			
Secured	0	0	0
Unsecured	0	0	0
Total	88,240,942.68	173,305,889.72	148,595,884.72

Notes : Details of security for the secured short-term borrowings:

Particulars	Name of Security	As at 31 March, 2018	As at 31 March, 2017	As at 01 April, 2016
Loan repayable on demand				
From Bank	Immovable Property and Finished Stock at Godown			
Punajb Natioanl Bank		18742310.18	28741084.22	15831649.22
Total - From Bank				
Total-Other Loan and advances		18742310.18	28741084.22	15831649.22

Note 9 Trade payables

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 01 April, 2016
Trade payables:			
Acceptances			
Other than Acceptances	3,701,911.25	5,018,595.25	3692329.00
Total	3,701,911.25	5,018,595.25	3692329.00

ANS INDUSTRIES LIMITED



Note 11 Short Term Provisions

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 01 April, 2016
(j) Other payables			
(i) Statutory remittances (Contributions to PF and ESIC, Withholding Taxes, "Excise Duty, VAT, Service Tax, etc.")	2,346,854.90	1,910,277.00	2978973.98
(ii) Salary & others	789,238.00	739,751.00	739751.00
(iii) Directors Remuneration	76,906.00	76,906.00	76906.00
Total	3,212,998.90	2,726,934.00	3795630.98

Note 13 Non Current investments

Particulars	As at 31 March, 2018			As at 31 March, 2017			As at 01 April, 2016		
	Quoted	Unquoted	Total	Quoted	Unquoted	Total	Quoted	Unquoted	Total
Aggregate amount of quoted investments	124,490.00		124,490.00	124,490.00		124,490.00	124,490.00		124,490.00
Aggregate market value of listed and quoted investments									
Aggregate value of listed but not quoted investments									
Aggregate amount of unquoted investments									
Aggregate provision for diminution (write down) in the value of other current investments									
Total	124,490.00		124,490.00	124,490.00		124,490.00	124,490.00		124,490.00

Note 14 Long-term loans and advances

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 01 April, 2016
(c) Loans and advances to related parties (give details @) (Refer Note 30.7)"			
Secured, considered good			
Unsecured, considered good	4,165,782.00	4,165,782.00	4165782.00
Doubtful			
Less: Provision for doubtful loans and advances			
(i) Other loans and advances			
Secured, considered good			
Unsecured, considered good	11,600,000.00	11,600,000.00	11600000.00
Doubtful			
Less: Provision for other doubtful loans and advances			
Total	15,765,782.00	15,765,782.00	15765782.00

ANS INDUSTRIES LIMITED



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Fixed Assets

Notes 12A Tangible Assets to the Financial Statements for the year ended 31st March, 2018

Particulars	GROSS BLOCK			DEPRECIATION				NET BLOCK	
	VALUE AT 01.04.2017	ADDITIONS DURING THE YEAR	ADJUSTMENT DURING THE YEAR	VALUE AT 31.03.2018	VALUE AT 01.04.2017	ADDITIONS DURING THE YEAR	ADJUSTMENT DURING THE YEAR	WDV AS ON 31.03.2018	WDV AS ON 31.03.2017
FREE HOLD LAND	37,406,651.00			37,406,651.00	-	-	00	37,406,651.00	37,406,651.00
BUILDING	61,985,044.00			61,985,044.00	27,630,204.19	3,290,582.00		31,064,257.81	34,354,839.81
PLANT & MACHINERY	36,865,370.23			36,865,370.23	30,699,202.20	1,345,100.00		4,821,068.03	6,166,168.03
OFFICE EQUIPMENT	175,582.00	-		175,582.00	167,309.12	4,102.00		4,170.88	8,272.88
FURNITURE & FIXTURE	80,001.00			80,001.00	80,001.00	-		-	-
COMPUTERS	338,220.00	-		338,220.00	320,063.99	8,450.00		9,706.01	18,156.01
GENERATOR	2,917,763.00			2,917,763.00	1,545,660.46	81,240.00		1,290,862.54	1,372,102.54
TRANSFORMERS	445,500.00			445,500.00	355,194.90	7,640.00		82,665.10	90,305.10
LAB. EQUIPMENT	56,796.00			56,796.00	53,973.73	980.00		1,842.27	2,822.27
MOBILE PHONE	68,996.00			68,996.00	63,398.24	2,570.00		3,027.76	5,597.76
TRACTOR & TROLLY	1,042,292.00			1,042,292.00	951,449.23	9,870.00		80,972.77	90,842.77
TOOLS & PLANTS	6,800.00			6,800.00	5,156.09	134.00		1,509.91	1,643.91
MONO BLOCK PUMPS	27,976.00			27,976.00	20,860.93	579.00		6,536.07	7,115.07
VEHICLES	11,120,437.00	4,581,702.00		15,702,139.00	6,863,970.18	583,850.00		8,254,318.82	4,256,466.82
WATER TANK	86,100.00			86,100.00	64,432.35	1,764.00		19,903.65	21,667.65
WELDING RODS	57,200.00			57,200.00	42,866.00	1,167.00		13,167.00	14,334.00
TOTAL	152,680,728.23	4,581,702.00	-	157,262,430.23	68,863,742.61	5,338,028.00		83,060,659.63	83,816,985.63

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Note 15 Other Non current assets

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 01 April, 2016
(a) Retention Money	1,746,546.00	1,746,546.00	1746546.00
(b) Security Deposits & Others	2,714,393.00	1,312,244.00	1244396.00
Total	4,460,939.00	3,058,790.00	2990942.00

Note 17 Inventories

(At lower of cost and net realisable value)

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 01 April, 2016
(a) Raw materials	0	0	
Goods in-transit	0	0	
(b) Work-in -progress@ (Refer Note below)	0	0	
Goods in-transit	0	0	
(c) Finished goods (other than those acquired for trading)	38,817,150.00	50,388,000.00	50502142.93
Goods in-transit	0	0	
(d) Stock-in-trade (aquired for trading)	0	0	
Goods in-transit	0	0	
(e) Stores and spares	0	0	
Goods in-transit	0	0	
(f) Loose tools	0	0	
Goods in-transit	0	0	
(g) Others (Specify nature)	0	0	
Goods in-transit	0.00	0.00	
Total	38,817,150.00	50,502,142.93	50502142.93

Note 18 Trade receivables

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 01 April, 2016
Trade receivables outstanding for a period exceeding six months from the date they were due for payment			
Secured, considered good			
Unsecured, considered good	13,501,908.77	11,050,591.97	12964677.20
Doubtful			
Less: Provision for doubtful trade receivables			
Other Trade receivables			
Secured, considered good			
Unsecured, considered good	-	-	-
Doubtful			
Less: Provision for doubtful trade receivables			
Total	13,501,908.77	11,050,591.97	12964677.20

ANS INDUSTRIES LIMITED



Note 19 Cash and cash equivalents

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 01 April, 2016
(a) Cash on hand	590,549.95	102,920.95	581403.50
(b) Cheques, drafts on hand			
(c) Balances with banks			
(i) In current accounts	23,760,908.03	13,932,079.46	4126806.24
(ii) In EEFC accounts			
(iii) In deposit accounts	-	-	-
Total	24,351,457.98	14,035,000.41	4708209.74

Note 20 Short-term loans and advances

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 01 April, 2016
(a) Loans and advances to others			
Secured, considered good			
Unsecured, considered good	57,306,562.07	141,122,615.45	129217755.50
Doubtful			
Less: Provision for doubtful deposits			
(b) Loans and advances to employees			
Secured, considered good			
Unsecured, considered good	-	-	-
Doubtful			
Less: Provision for doubtful loans and advances			
Total	57,306,562.07	141,122,615.45	129217755.50

Note 21 Other current assets

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 01 April, 2016
(a) T.D.S. Receivable	4094589.38	3821614.00	2204197.00
(b) Accrued interest from UHBVNL	261859.00	135586.00	135586.00
(d) Accrued interest on FDR	762,510.51	583,543.00	521721.89
Total	5,118,958.89	4,540,743.00	286150489.00

Note 23 Other income

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
(a) Interest income (Refer Note (i) below)	0.00	15615595.40
(b) Dividend income: from current investments	0.00	140.00
Total	-	15,615,735.40
(i) Interest income comprises: Interest from banks on: deposits	318165.71	150245.40
other balances	0	-
Interest on loans and advances	0.00	14710404.00
Interest on overdue trade receivables	0	-
Other interest	400552.00	754946.00
Total - Interest income	781717.71	15615595.40
(ii) Other non-operating income comprises: Rental Charges	311,250.00	201,250.00
Lease Rent	600,000.00	-
Preservation & Cold storage Charges	2,040,507.00	6,408,845.00
Agriculture income	1,344,600.00	4,166,321.00
Total - Other non-operating income	4,296,357.00	10,776,416.00
Total	5,078,074.70	26,392,151.40

Note 24.a Cost of materials consumed

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
Opening stock	-	-
Add: Purchases	-	14,545,185.87
Less: Closing stock	-	-
Cost of material consumed	-	14,545,185.87
Material consumed comprises: Green Peas	-	14,545,185.87
Total	-	14,545,185.87

ANS INDUSTRIES LIMITED



Note 24.c Changes in inventories of finished goods, work-in-progress and stock-in-trade

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
Inventories at the end of the year:		
Finished goods	38,817,150.00	50,388,000.00
Work-in-progress	-	-
Stock-in-trade	-	-
	50,388,000.00	50,388,000.00
<u>Inventories at the beginning of the year:</u>		
Finished goods	50,388,000.00	50,502,142.93
Work-in-progress	-	-
Stock-in-trade	-	-
	50,502,142.93	50,502,142.93
Net increase / (decrease)	(11,570,850.00)	(114,142.93)

Note 25 Employee benefits expense

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
Salaries and wages	6953343.00	8149520.00
Contributions to provident and other funds	185326.00	175824.00
Expense on employee stock option (ESOP) scheme		
Staff welfare expenses	209715.00	285315.00
Total	7348294.00	8610659.00

Note 27 Other expenses

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
Purchase of packing materials	2,316,426.00	1,192,984.00
Bank Charges	77,370.52	28,849.00
Consumable Exp.	100,403.00	205,019.46
Power and fuel	4,762,252.00	8,183,570.00
Computer Exp.	1,129.00	5,907.00
Interest expenses	-	15,390,000.00
Labour Exp.	592,804.00	1,434,271.00
Advertisement Exp.	117,494.00	144,133.00
Repairs and maintenance - Buildings	1,973,369.00	265,537.00
Repairs and maintenance - Machinery	869,817.00	237,000.00

ANS INDUSTRIES LIMITED



Note 27 Other expenses

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
Insurance	199,059.00	140,978.00
Communication	76,136.00	118,262.00
Travelling and conveyance	2,115.00	186,704.00
Printing and stationery	77,229.00	59,827.00
Newspaper , Books & Perodicals	3,000.00	3,000.00
Freight and forwarding	112,655.00	68,699.00
Trade Mark Exp.	10,915.00	24,687.00
AGM Exp.	24,792.00	31,509.00
Mess Exp.	12,574.00	82,369.00
Listing Fee	379,602.00	297,701.00
Filling Fee	109,535.00	116,877.00
Legal and professional	343,369.00	356,972.00
Vehicle Running & Maint.	174,552.00	451,070.00
Payments to auditors (Refer Note (i) below)	56,050.00	54,625.00
Miscellaneous expenses	22,922.00	12,158.00
Agriculture Exp.	518,739.00	2,382,884.55
Total	12,934,308.52	31,475,593.01
(i) Payments to the auditors comprises (net of service tax input credit, where applicable):		
As auditors - statutory audit	40000	40000
For taxation matters	7500	7500
For company law matters	0	0
For management services	0	0
For other services	0	0
Reimbursement of expenses	0	0
Total	47500	47500

In terms of our report attached.
For R. C. SHARMA & ASSOCIATES
Chartered Accountants

For & on behalf of the Board of Directors of ANS Industries Ltd.

Sd/-
(CA R.C. SHARMA)
PARTNER
M. No. 083543

Sd/-
(Mehinder Sharma)
Managing Director
DIN: 00036252

Sd/-
(S. R. Sahore)
Director
DIN No. 00036146

Sd/-
(Manoj Mishra)
Company Secretary
ACS 18801

Sd/-
(Subodh Kumar)
CFO

Place : New Delhi
Date : 29.05.2018

ANS INDUSTRIES LIMITED



ANS INDUSTRIES LIMITED

CIN: L15130HR1994PLC032362

Regd. Office: 136KM, Vill&PO-Shamgarh, District-Karnal, Haryana -132116

E-mail: ansagro.limited@gmail.com Website: www.ansfoods.com

ATTENDANCE SLIP

Regd.Folio No. /DP ID-Client ID : _____

Name &Address of First/Sole : _____
Shareholder

No. of Shares held : _____

I hereby record my presence at the 24th Annual General Meeting of the Company to be held on Friday, the 28th day of September, 2018 at 11.30 A.M. at its registered office at 136KM.Vill&PO-Shamgarh, District-Karnal, Haryana -132116

Signature of Member/Proxy

Notes:

- a) Only Member/Proxy can attend the meeting. No minors would be allowed at the meeting.
- b) Member / Proxy wish to attend the meeting must bring this attendance slip to the meeting and handover at the entrance duly filled in and signed.

ANS INDUSTRIES LIMITED



Proxy Form (Form No. MGT-11)
Pursuant to section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and administration) Rule, 2014

CIN : L15130HR1994PLC032362
 Name of the Company : ANS Industries Limited
 Name of Member(s) :
 Regd. Address :
 E-Mail ID :
 Folio No/DP ID-Client ID :

I/We, being the member(s) ofShares of ANS Industries Limited, hereby appoint:

1) Name: _____ Address _____
 Email: _____ Signature _____ or failing him
 2) Name: _____ Address _____
 Email: _____ Signature _____ or failing him
 3) Name: _____ Address _____
 Email: _____ Signature _____ or failing him

below an my/our proxy to attend and vote (on a poll) for me /us and on my /behalf at the 24th Annual General Meeting of the company held on Friday, the 28th day of September, 2018 at 11.30A.M. at its registered office at 136 KM, Village & Post Office- Shamgarh, Dist. - Karnal, Haryana-132116 and at any adjournment thereof, in respect of such resolutions as are indicated below:

S/No.	Resolution	Type of business & Resolution		For	Against
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 st March, 2018 together with Report of the Board of Directors & the Auditors Report thereon.	Ordinary	Ordinary		
2.	To appoint a director in place of Mr. Dhruv Sharma (DIN-07844050), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	Ordinary		
3.	Appointment of Mr. Ravindra Kumar Agarwal (DIN: 02171916) as an Independent Director	Special	Ordinary		

As witness my/our hands(s) this _____ day of _____ 2018

Signature of the Shareholders _____

Signature of Proxyholder(s) _____

Affix revenue
Stamp of Rs.5/-

NOTE:

The form of proxy in order to effective should be duly completed and deposited at the registered office of the Company not less than 48 hours before the commencement of the meeting. Proxy need not be member of the company.

ANS INDUSTRIES LIMITED



FORM No. MGT- 12 (Ballot Paper)

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1) (c) of the Companies
(Management and Administration) Rules, 2014]

Name of the Company :	ANS Industries Limited (CIN:L15130HR1994PLC032362)
Registered Office :	136 KM, Village & Post office - Shamgarh, Distt.-Karnal, Haryana-132116

BALLOT PAPER

S.NO.	Particulars	Details
1.	Name of the First Named Shareholder (In Block Letters)	
2.	Postal Address	
3.	Regd. Folio No./ DPID /* Client ID (*applicable to the investors holding shares in dematerialized form)	
4.	Class of Share	Equity Shares

I hereby exercise my vote in respect of Ordinary/Special Resolutions enumerated below by recording my assent or dissent to the said resolutions in the following manner:

NO.	Item NO.	No. of Shares held by me	I assent to the resolution	I dissent from the resolution
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 st March, 2018 together with Report of the Board of Directors & the Auditors Report thereon.			
2.	To appoint a director in place of Mr. Dhruv Sharma (DIN-07844050), who retires by rotation and being eligible, offers himself for re-appointment.			
3.	Appointment of Mr. Ravindra Kumar Agarwal (DIN-02171916) as an Independent Director			

Place:

Date:

(Signature of the shareholder*)

(*as per Company records)

ANS INDUSTRIES LIMITED



If undelivered please return to:

EITHER

ANS Industries Limited

Regd.office & works : 136 KM, Village & Post office - Shamgarh,
Dist.-Karnal, Haryana-132116 Phone No. 01745-244226

OR

MAS SERVICES LIMITED (RTA)

T-34, T-34, 2nd Floor, Okhala Industrial Area, Phase-II,
New Delhi-110020, Phone No.011-26387282