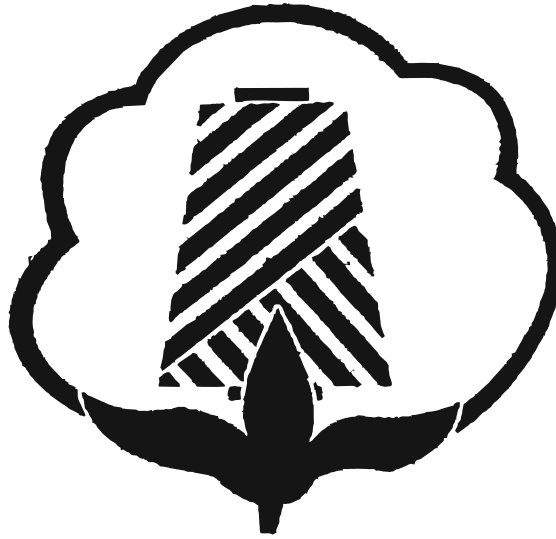


# **SREE JAYALAKSHMI AUTO SPIN LIMITED**

Regd. Office : "Sanjana" Davanagere Road, CHITRADURGA - 577501, Karnataka

Phone : 08194-223040.

e-mail : [sjalcd@gmail.com](mailto:sjalcd@gmail.com), Website : [sijlal.com](http://sijlal.com)



**ANNUAL REPORT**  
**2018-19**

# **SREE JAYALAKSHMI AUTO SPIN LIMITED**

## **Board of Director :**

**Sri K.V. Prabhakar**, Chairman & Managing Director

**Smt. Vijaya Prabhakar**, Director

**Sri Ram Murthy**, Director

**Sri. T. Chandrashekar**, Director

## **Auditors :**

**Sumanth Ananthram & Co.,**

Chartered Accountant's Chitradurga

## **Registered Office :**

"SANJANA"

Davanagere Road, CHITRADURGA - 577 501.

ANNUAL REPORT - 2018-19



## **SREE JAYALAKSHMI AUTOSPIN LIMITED**

Regd. Office "SANJANA" Davanagere Road, CHITRADURGA-577501

CIN: L85110KA1991PLC011732

### **Notice of the Twenty Eighth Annual General Meeting**

Notice is hereby given that the Twenty Eighth Annual General Meeting of the Members of SreeJayalakshmi Auto Spin Limited will be held on Wednesday, 25<sup>th</sup> September 2019, at 11.00 A.M. at the registered office of the company at Sanjana, Davangere Road, Chitradurga-577501, Karnataka to transact the following businesses:

#### **Ordinary Business**

1. To receive, consider and adopt the Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2019, including Audited Balance Sheet as at 31<sup>st</sup> March 2019, the statement of the Profit and Loss Account for the year ended on that date and Reports of the Board of Directors and Auditors thereon.
2. To appoint the statutory auditors of the Company until the conclusion of next AGM and to fix their remuneration and in this respect, to pass, with or without modification (s) the following resolution as an ordinary Resolution:  
"Resolved That pursuant to the provisions of section 139, 142 of the Companies Act, 2013 and the Rules made there under, and pursuant to the recommendations of the Audit Committee of the Company, the appointment of Sumanth Anantharam & Co., Chartered Accountants (Registration No. 016140S, M.No 237227), as the statutory Auditors of the Company, be and is hereby appointed to hold office of Auditors from the conclusion of this Annual General Meeting (AGM) until the conclusion of next Annual General Meeting and the Board of Directors be and is hereby authorized to fix their remuneration."

Date: 25-8-2019  
Place: Chitradurga

By Order of the Board  
K.V. Prabhakar  
Managing Director  
DIN No. 01716813

**NOTES: 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE REGISTERED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING**

**2. The register of members and the share transfer books of the company will remain closed from 17-9-2019 to 25-9-2019. (Both days inclusive).**

**3. Members seeking any information with regard to accounts to write to the company early so as to enable the management to keep information ready.**

**4. Members proxies should bring the attendance slip sent here with duly filled for attending the meeting.**

**5. Members are requested to bring their copies of Annual report to the meeting**

**6. E-voting procedure;**

**The instructions for shareholders voting electronically are as under:**

(i) The voting period begins on Sunday 22<sup>nd</sup>, September 2019 at 9.00 A.M. and ends on Tuesday 24<sup>th</sup>, September 2019 at 5.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 17-9-2019, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- (ii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iii) Click on Shareholders.Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (iv) Next enter the Image Verification as displayed and Click on Login.
- (v) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (vi) If you are a first time user follow the steps given below:

<b>For Members holding shares in Demat Form and Physical Form</b>	
PAN	Enter your 10 digit alpha -numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN Field.</li> <li>• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li> </ul>
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. <ul style="list-style-type: none"> <li>• Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id/ folio number in the Dividend Bank details field as mentioned in instruction (iv).</li> </ul>

- (vii) After entering these details appropriately, click on “SUBMIT” tab.
- (viii) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xi) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiii) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvi) If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvii) Note for Non – Individual Shareholders and Custodians
  - Non-Individual shareholders (i.e. other than Individuals, HUF, and NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
  - The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour

of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

(xix) However, in case of members who have cast their votes through e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their votes again.

(xx) Mr. G. Shankar Prasad, practicing Company Secretary has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The scrutinizer shall not later than 2 (Two) days of conclusion of the meeting make a consolidated scrutinizers report (which includes remote e-voting and voting as may be permitted at the venue of the AGM by means of ballot paper/poll) of the total votes cast in favor or against, if any to the Chairman or a person authorized by him in writing who shall countersign the same and declare the results of the voting forthwith.

(xxi) The results declared along with the Scrutinizer's report shall be placed on the Company's website [www.sjlal.com](http://www.sjlal.com) and on the website of CDSL at [www.cdslindia.com](http://www.cdslindia.com) immediately after declaration of results of passing of the resolution at the Annual General Meeting of the Company and the same shall also be communicated to Bombay Stock Exchange Limited, where the shares of the Company are listed.

### Directors' Report

To,

The Members,

SreeJayalakshmi Auto Spin Limited.

Your Directors have pleasure in presenting their 28<sup>th</sup> Annual Report on the business and operations of the Company and the accounts for the Financial Year ended March 31, 2019.

1. Financial summary or highlights: The Company's financial performances for the year under review along with previous year's figures are given here under:

Particulars	2018-2019 (Amount in Rs.)	2017-18 (Amount in Rs.)
<b>Total Income</b>	7,53,66,450.00	<b>4,03,07,308.00</b>
<b>Depreciation</b>	<b>2,62,999.00</b>	<b>2,91,963.00</b>
<b>Total Expenses</b>	7,13,53,724.00	3,96,34,815.00
<b>Profit/Loss</b>	<b>37,49,726.00</b>	<b>3,80,530.00</b>

2. Dividend: No Dividend is recommended for the current financial year due to low profit earned by the Company.

3. Reserves: Since the Company has earned very less profit during the period under review, hence no amount is transferred.

4. Brief description of the Company's working during the year/State of Company's affair:

The main activities of the Company, Ginning and Cotton Trading. Cotton is purchased from farmers from APMC yards. That cotton is ginned and sold to spinning mills in South India and cotton seeds are sold to oil units in Karnataka and other states. Due to very less rains in our area cotton crop is very less, so we couldn't expand the ginning and pressing activity to increase the turnover of the Company. For the current season also rains are not good till now, we are hoping to maintain the same ginning and pressing activity for the current year.

5. Change in the nature of business, if any:

No change in the nature of the business.

6. Material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report: No material changes and commitments affecting the financial position of the Company occurred between the ends of the financial year to which these financial statements relate on the date of this report.

7. Details of Subsidiary/Joint Ventures/Associate Companies: The Company does not have any Subsidiary, Joint venture or Associate Company.

8. Deposits: The Company has neither accepted nor renewed any deposits during the year under review. Director has given loan from their own funds.

9. Auditors: Company has appointed Sumanath Anantharam & Co., Auditor of the Company from the conclusion of this Annual General Meeting to conclusion of next Annual General Meeting.

10. Share Capital: No shares were allotted during the period under review. As on 31<sup>st</sup> March 2019, the Authorized Share Capital stood as Rs. 5,00,00,000/- (Rupees Five Crores only) divided into 50,00,000 (Fifty Lacs) Equity Shares of Rs. 10/- (Rupees Ten only) each and issued, Subscribed and paid up as on 31<sup>st</sup> March 2019 is Rs. 4,47,82,000/- (Rupees Four Crores Forty Seven Lacs and Eighty Two Thousand only) divided into 44,78,200 (Forty Four Lacs Seventy Eight Thousand Two Hundred) Equity Shares of Rs. 10/- (Rupees Ten only) each.

The Company has not increased its authorized or paid up share capital.

The Company has not bought back any of its securities during the year under review.

The Company has not issued any sweat equity shares during the year under review.

No bonus shares were issued during the year under review.

The Company has not provided any stock option scheme to the employees.

11. Extract of the annual return: The extracts of Annual Return pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and administration) Rules, 2014 is furnished in Annexure I and is attached to this Report and the same is also available in our website www.sjlal.com.

12. Conservation of energy, technology absorption and foreign exchange earnings and outgo: The detail in regard to the technology absorption is annexed as an Annexure II. There was no foreign exchange inflow or Outflow during the year under review.

13. Corporate Social Responsibility (CSR): The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions are not applicable.

14. Directors:

A). Appointment, Re-appointment and resignation of Directors and Company Secretary: During the year under review, Mr. Vishwanath K. Mamani resigned from the post of director apart from which there is no change in composition of Board. Also, Mrs. Sneha Gupta was appointed as Company Secretary of the Company from 01.09.2018 to 10.12.2018 and thereafter Mrs. Pooja Patel has been appointed as Company Secretary from 09.01.2019 till the end of the financial year and resigned on 17.06.2019.

B) Declaration by an Independent Director and re-appointment, if any. The Independent Directors have submitted their disclosures to the Board that they full fill all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules.

15. Formal Annual Evaluation of Board of Directors: Pursuant to the governing provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a formal evaluation was carried out by the Board of its own performance and that of its committees and individual directors. During the year under review, one meeting of the Independent directors was held wherein the performance of non-independent directors and the Board as whole were reviewed. The performance evaluation of committees and Independent Directors was carried out by entire Board excluding the director being evaluated. The Independent Directors also assessed the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Directors to effectively and necessarily perform their duties. The final evaluation was thereafter deliberated and assessed taking into account inputs from the Board about evaluation of independent directors and various committees of the Board and suggesting action plan for improving Board performance and plan for next Board, its Committee(s) and individual director's evaluation.

16. Number of meetings of the Board of Directors: The Company had 11 Board meetings during the financial year under review which is mentioned in the Corporate Governance Report. During the year, 11 (Eleven) Meetings of the Board of Directors were held respectively on 26-5-2018, 10-8-2018, 13-8-2018, 14-09-2018, 1-10-2018, 31-10-2018, 7-11-18, 10-12-18, 9-1-19, 24-1-19 and 7-2-2019.

Board Committees; The following are the details of the Board Committees during the year 2018-19.

- Audit Committee.
- Nomination and remuneration Committee.
- Shareholders Grievance Committee.
- Risk Management Committee.

17. Audit Committee: As on 31<sup>st</sup> March 2019 Audit Committee consists of three executive directors. The members of the Committee are Mr. Ram Murthy, V.K. Mamani and T. Chandrasekhar. The audit committee had met for eight times in a financial year. After resignation of Mr. V.K. Mamani Smt. Vijaya prabhakar has been appointed to Audit Committee.

18. Vigil Mechanism/Whistle Blower policy: The company has adopted a Whistle Blower Policy and has established the mechanism in lieu with the requirements under the Companies Act 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Whistle Blower policy is formulated to provide a vigil mechanism for Directors and Employees to raise the genuine concerns about unethical behaviour, actual and suspected fraud and violation, actual or suspected fraud. It also provides for adequate safeguard against victimization of the whistle blower. No person has been denied access to the Audit committee. The committee looks into the complaints, and tracks matters to the closure as per the law.

19. Nomination and Remuneration Committee: Pursuant to LODR Regulations the company has constituted Nomination and Remuneration Committee comprising of Mr. Ram Murthy, V.K. Mamani and T. Chandrasekhar. The Details of the Committee is disclosed in Corporate Governance Report.

20. Shareholder's Grievance Committee: Mr. Ram Murthy Independent and Non Executive director, is the chairman of the Shareholders' Grievance Committee. The roles and responsibilities of the Committee are given in detail in the corporate governance report.

21. Particulars of loans, guarantees or investments under section 186: The particulars of Loans, guarantees or investments made under Section 186 are not applicable.

22. Particulars of contracts or arrangements with related parties: The particulars of Contracts or Arrangements made with related parties made pursuant to Section 188 is furnished in Annexure III and is attached to this report.

23. Managerial Remuneration: None of the employees in the company is earning above five lakhs per months / Sixty Lacs per annum.

24. Secretarial Audit report: Pursuant to Section 204 of the Companies Act 2013 and the Companies (Appointment and remuneration of Managerial Personnel) Rules 2014, the Company has appointed Mr. G Shanker Prasad,

Company Secretary in practice to undertake the Secretarial Audit of the Company. The Secretarial Audit Report is annexed herewith as Annexure IV with the report.

25. Risk management policy: The Company has established an effective Compliance Mechanism to mitigate the risk and will be reviewed by the Board periodically. The risk Management Committee is governed under the Audit Committee. The Company has identified various risks and also has mitigation plans for each risk identified.

26. Directors' Responsibility Statement: The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, shall state that

(a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures.

(b) 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 and of the profit of the company for that period.

(c) 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;

(d) The directors had prepared the annual accounts on a going concern basis; and

(e) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

(f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

27. Details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future: There were no such orders passed.

28. Management Discussion and Analysis report: Management Discussion and Analysis Report as required under LODR Regulations is disclosed as Annexure V.

29. Corporate Governance Report: Corporate Governance report as required under LODR Regulations is disclosed as Annexure VI

30. Listing Fees: The Company confirms that it has paid the annual listing fees for the year 2019-20 to the Bombay Stock exchange.

31. Criteria of Making Payments to Non-Executive Director If the Same Has Not Been Disclosed In Annual Report: The Company is not making any Payment to Non-Executive Director of the Company.

32. Other particulars related to Directors: The Independent Directors also assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Directors to effectively and necessarily perform their duties.

33. Prevention, Prohibition and Redressal of Sexual Harassment of women at Work Place:- The company has in place a policy on prevention, prohibition & redressal of sexual harassment of women at work place. No complaints are received during the year. There are no women employees in Company roles.

34. Policy On Dealing With Related Party Transactions: Company deals with related parties on market terms and conditions at market prices. No special consideration is given, they only do job works at ruling market prices.

35. Policy for Determining Material Subsidiaries: Company does not deal in any material subsidiaries.

36. Details If Familiarization On Programmes Imparted to Independent Directors Including The Following Details: No familiarization programs are conducted to Independent Directors. The Independent Directors are well aware of the Textiles Cotton Industries and financial and banking in general. They are also well versed in day to day market fluctuation in cotton and Textiles Markets.

37. The E-Mail Address for Grievance Redressal And Other Relevant Details. The Grievance redressal is headed by Independent Director Mr. Rama Murthy and share holders can complain directly to Rama Murthy through his e mail [skrama48@gmail.com](mailto:skrama48@gmail.com) or to [sjalcd@mail.com](mailto:sjalcd@mail.com) and to Integrated enterprises India Ltd No, 30 Ramana Residency, Ground Floor, 4th Cross Sampige road Malleshwaram, Bangalore-560003. E MAIL ID : [irg@intergratedindia.in](mailto:irg@intergratedindia.in).

38. No Fixed Agreements with Media Companies: There were no Fixed Agreements with Media Companies and no such meet was conducted.

39. No Meeting of Institutional Investors or Analysts Meet Conducted by The Company

40. The Company has a proper and adequate system of internal controls. This ensures that all transactions are authorized, recorded and reported correctly, and assets are safeguarded and protected against loss from unauthorized use or disposition. In addition there are operational controls and fraud risk controls, covering the entire spectrum of internal financial controls.

41. Acknowledgements: Your Directors place on record their sincere thanks to bankers, business associates, consultants, and various Government Authorities for their continued support extended to your Companies activities during the year under review. Your Directors also acknowledge gratefully the shareholders for their support and confidence reposed on your Company.

Place: Chitradurga

Date: 25-8-2019

For and on the behalf of the Company

K.V.Prabhakar

DIN No.01716813

**Annexure I**  
**FORM NO. MGT 9**

**EXTRACT OF ANNUAL RETURN as on financial year ended on 31.03.2019**

**Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company(Management & Administration) Rules, 2014.**

**I REGISTRATION & OTHER DETAILS:**

I	CIN	L85110KA1991PLC011732
Ii	Registration Date	04/03/1991
Iii	Name of the Company	SreeJayalakshmi Auto Spin Limited
Iv	Category/Sub-category of the Company	Company Limited By Shares/Indian Non Government Company
V	Address of the Registered office & contact details	Sanjana, Davangere Road, Chitradurga –577501
Vi	Whether listed company	YES
Vii	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Integrated Registry Management services Pvt Ltd. NO-30, Ramana Residency, Gr Floor, 4th Cross, Sampige Road, Malleswaram, Bangalore-560003e mail id : irg@intergratedindia.in

**II PRINCIPAL BUSINESS ACTIVITY 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 / services	NIC Code of the Product / service	% to total turnover of the company
1	Cotton Linters	140420	80.39
2	Cotton Seeds	120720	19.61

**III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

No.	S.	Name And Address Of The Company	CIN/GLN	Holding/ Subsidiary /Associate	% of shares held	Applicable Section
1		NIL	NIL	NIL	NIL	NA

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

### Category wise Shareholding

Category of Shareholders	No. of Shares held at the beginning of the year 1-4-2018				No. of Shares held at the end of the year 31-3-2019				% change during the year	
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares		
<b>A. Promoters</b>										
(1) Indian	636032	-	636032	14.20	635932	-	636032	14.20		-
a) Individual/HUF	-	-	-	-	-	-	-	-		-
b) Central Govt.or State Govt.	-	-	-	-	-	-	-	-		-
c) Bodies Corporates	-	-	-	-	-	-	-	-		-
d) Bank/FI	-	-	-	-	-	-	-	-		-
e) Any other	-	-	-	-	-	-	-	-		-
<b>SUB TOTAL:(A) (1)</b>	<b>636032</b>	<b>-</b>	<b>636032</b>	<b>14.20</b>	<b>636032</b>	<b>-</b>	<b>636032</b>	<b>14.20</b>		<b>-</b>
<b>(2) Foreign</b>										
a) NRI- Individuals	-	-	-	-	-	-	-	-		-
b) Other Individuals	-	-	-	-	-	-	-	-		-
c) Bodies Corp.	-	-	-	-	-	-	-	-		-
d) Banks/FI	-	-	-	-	-	-	-	-		-
e) Any other...	-	-	-	-	-	-	-	-		-
<b>SUB TOTAL (A) (2)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>		<b>-</b>
<b>Total Shareholding of Promoter (A)= (A)(1)+(A)(2)</b>	<b>636032</b>	<b>-</b>	<b>636032</b>	<b>14.20</b>	<b>636032</b>	<b>-</b>	<b>636032</b>	<b>14.20</b>		<b>-</b>
<b>B. PUBLIC SHAREHOLDING</b>										
<b>(1) Institutions</b>										
a) Mutual Funds	37500	1500	39000	0.87	37500	1500	39000	0.87		-
b) Banks/FI	-	400000	400000	8.93	-	400000	400000	8.93		-
c) Cenntralgovt	-	-	-	-	-	-	-	-		-
d) State Govt.	-	-	-	-	-	-	-	-		-
e) Venture Capital Fund	-	-	-	-	-	-	-	-		-
f) Insurance Companies	-	-	-	-	-	-	-	-		-
g) FIIS	-	-	-	-	-	-	-	-		-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-		-
i) Others (specify)	-	-	-	-	-	-	-	-		-
<b>SUB TOTAL (B)(1):</b>	<b>37500</b>	<b>401500</b>	<b>439000</b>	<b>9.80</b>	<b>37500</b>	<b>401500</b>	<b>439000</b>	<b>9.80</b>		<b>-</b>

<b>(2) Non Institutions</b>										
a) Bodies corporates										
i) Indian	249548	186200	435748	9.73	187136	186200	373336	8.34		-1.39
ii) Overseas	-	-	-	-	-	-	-	-		-
b) Individuals										
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	351641	774651	1126292	25.15	300720	715351	1016071	22.69		-2.46
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	173015	1379617	1552632	34.67	303636	1421317	1724953	38.52		3.85
c) Others (specify)										
NRI	46500	240700	287200	6.41	48500	238700	287200	6.41		-
Clearing Member	396	-	396	0.01	708	-	708	0.02		0.01
Trust	900	-	900	0.02	900	-	900	0.02		
<b>SUB TOTAL (B)(2):</b>	<b>822000</b>	<b>2581168</b>	<b>3403168</b>	<b>76.00</b>	<b>841600</b>	<b>2561568</b>	<b>3403168</b>	<b>76.00</b>		<b>0.00</b>
<b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>										
	<b>859500</b>	<b>2982668</b>	<b>3842168</b>	<b>85.80</b>	<b>879100</b>	<b>2963068</b>	<b>3842168</b>	<b>85.80</b>		<b>0.00</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>										
	-	-	-	-	-	-	-	-		-
<b>Grand Total (A+B+C)</b>	<b>1495532</b>	<b>2982668</b>	<b>4478200</b>	<b>100.00</b>	<b>1515132</b>	<b>2963068</b>	<b>4478200</b>	<b>100.00</b>		<b>0.00</b>

i) Shareholding of Promoters

Sl No.	Shareholders Name	Shareholding at the beginning of the year 01.04.2018			Shareholding at the end of the year 31.03.2019			% change in share holding 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	Prabhakar K V	636032	14.20	-	636032	14.20	-	-
	Total	636032	14.20	-	636032	14.20	-	-

i) Change In Promoters' Shareholding ( Specify If There Is No Change)

Sl. No.	Shareholders Name	Share holding at the beginning of the Year 01.04.2018			Date	Increase/Decrease in Share Holding	Reason	Cumulative Share holding during the year 31.03.2019		Reason
		No. of Shares	% of total shares of the company	No. of Shares				% of total shares of the company		
-	PrabhakarKV	636032	14.20	-	100	Brought -	636032	14.20	NIL	



i) Shareholding pattern of top ten shareholders (other than directors, promoters and holders of GDRs and ADRs):

Sl No	Name of The Share Holder	Shareholding At The Beginning Of The Year - 01.04.2018			Date	Increase/Decrease in Share Holding	Reason	Cumulative Shareholding During The Year - 31.03.2019	
		No. of Shares	% of Total Shares of the Company	No Of Shares				% of Total Shares of the Company	
1	VijayaPrabhakar	652762	14.58	01.04.2018	No movement during the year				
				31.03.2019			652762	14.58	
2	SanjanaPrabhakar	310900	6.94	01.04.2018	No movement during the year				
				31.03.2019			310900	6.94	
3	Indian Bank	200000	4.47	01.04.2018	No movement during the year				
				31.03.2019			200000	4.47	
4	AnushaPrabhakar	112155	2.50	01.04.2018	No movement during the year				
				31.03.2019			112155	2.50	
5	Bal Pharma Limited	73600	1.64	01.04.2018	No movement during the year				
				31.03.2019			73600	1.64	
6	VimalKhandwala	110300	2.46	01.04.2018	No movement during the year				
				31.03.2019			110300	2.46	
7	Karnataka State Financial Corporation	100000	2.23	01.04.2018	No movement during the year				
				31.03.2019			100000	2.23	
8	Karnataka State Industrial I. D.C.	100000	2.23	01.04.2018	No movement during the year				
				31.03.2019			100000	2.23	
9	GFC Securities and Finance Ltd	90386	2.08	01.04.2018	No movements during the year				
				31.03.2019			90386	2.08	
10	M D Finance & Investment Co Pvt Ltd	93300	2.08	01.04.2018	No movement during the year				
				31.03.2019			93300	2.08	
11	Anand Surana	73600	1.64	01.04.2018	No movement during the year				
				31.03.2019			73600	1.64	
12	Karnataka Financial Service	73600	1.64	01.04.2018	No movement during the year				
				31.03.2019			73600	1.64	

v). Shareholding of Directors & KMP

Sl No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding 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.	PRABHAKAR K.V.	635932	14.20	-	636032	14.20		
2.	U. VIJAYA PRABHAKAR	652762	14.58	-	652762	14.58		

Percentage of Share Held in Physical and Electronic form as on 31.3.2018

SL No	Particulars	No of Share holders	No of Shares	%
1	Physical Shares	889	2963068	66.60
2	Electronic Shares	387	1515132	33.40
	Total	1276	4478200	100.00

Distribution of shareholding as on 31.3.2019

Category up to	No of Share holder	percent age	No of Share held	percentage
Up to 5000	764	59.87	2768120	6.18
5001 to 10000	202	15.83	1569630	3.51
10001 to 20000	120	9.40	1835640	4.10
20001 to 30000	99	7.76	2539500	5.67
30001 to 40000	22	1.72	808920	1.81
40001 to 50000	13	1.02	639000	1.43
50001 to 100000	17	1.33	1325480	2.96
100001 and above	39	3.06	33295710	74.35
TOTAL	1276	100	44782000	100

SREE JAYALAKSHMI AUTOSPIN LIMITED

Shareholding pattern as on 31.3.2019

Catagory	No of Shares	% of Equity
Indian Promoters	6,36,032	14.20
Mutual Fund	39,000	0.87
Banks/Financial Institutions, Insurance Companies,(Central/ State Govt)	4,00,000 3,73,336	8.93 8.34
Private Corporate Bodies	708	0.02
Clearing Members	2,87,200	6.41
NRI/OCB/FFI	27,41,024	61.21
Indian Public	900	0.02
Trust		
TOTAL	44,78,200	100.00

V. INDEBTEDNESS

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

<b>Indebtedness at the beginning of the financial year</b>	<b>Secured Loans excluding deposits</b>	<b>Unsecured Loans</b>	<b>Deposits</b>	<b>Total Indebtness</b>
i) Principal Amount		3,09,51,843.00	Nil	3,09,51,843.00
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
<b>Total (i+ii+iii)</b>		<b>3,09,51,843.00</b>	<b>Nil</b>	<b>3,09,51,843.00</b>
<b>Change in Indebtedness during the financial year</b>	<b>Secured Loans excluding deposits</b>	<b>Unsecured Loans</b>	<b>Deposits</b>	<b>Total Indebtedness</b>
* Addition		11,25,000.00	Nil	11,25,000.00
* Reduction			Nil	
<b>Net Change</b>			<b>Nil</b>	
<b>Indebtedness at the end of the financial year</b>	<b>Secured Loans excluding deposits</b>	<b>Unsecured Loans</b>	<b>Deposits</b>	<b>Total Indebtness</b>
i) Principal Amount		3,20,76,843.00	Nil	3,20,,76,843.00
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
<b>Total (i+ii+iii)</b>		<b>3,20,76,843.00</b>	<b>Nil</b>	<b>3,20,76,843.00</b>

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL****A. Remuneration to Managing Director, Whole-time Directors and/or Manager:**

<b>Sl. no.</b>	<b>Particulars of Remuneration</b>	<b>Name of MD/WTD/ Manager</b>	<b>Total Amount</b>
		<b>K.V. Prabhakar</b>	
1	Gross salary (P.A.)	NIL	NIL
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NIL	NIL
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	NIL	NIL
2	Stock Option	NIL	NIL
3	Sweat Equity	NIL	NIL
4	Commission	NIL	NIL
	- as % of profit	NIL	NIL
	- others, specify	NIL	NIL
5	Others, please specify	NIL	NIL
	Total (A)	NIL	NIL
	Ceiling as per Act	30,00,000	30,00,000

A. Remuneration to other directors:

Sl. no.	Particulars of Remuneration	Name of Directors				Total Amount
		V. K Mamani	Ram Murthy	T. Chandrashekar	D	
1	<b>Independent Directors</b>					
	Fee for attending board committee meetings	Nil	Nil	Nil	Nil	Nil
	Commission	Nil	Nil	Nil	Nil	Nil
	Others, please specify	Nil	Nil	Nil	Nil	Nil
	Total (1)	Nil	Nil	Nil	Nil	Nil
2	<b>Other Non-Executive Directors</b>	Nil	Nil	Nil	Nil	Nil
	Fee for attending board committee meetings	Nil	Nil	Nil	Nil	Nil
	Commission	Nil	Nil	Nil	Nil	Nil
	Others, please specify	Nil	Nil	Nil	Nil	Nil
	Total (2)	Nil	Nil	Nil	Nil	Nil
	Total (B)=(1+2)	Nil	Nil	Nil	Nil	Nil
	Total Managerial Remuneration	Nil	Nil	Nil	Nil	Nil
	Overall Ceiling as per the Act	The remuneration payable to Non- Executive Directors shall not exceed 1% of the net profit of the Company.				

A. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1	Gross salary	Nil	Nil	Nil	Nil
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil	Nil	Nil	Nil
	(b) Value of perquisites u/s 17(2) Income - tax Act, 1961	Nil	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil	Nil
4	Commission	Nil	Nil	Nil	Nil
	- as % of profit	Nil	Nil	Nil	Nil
	Others, specify	Nil	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil

## VI. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)	
<b>A. COMPANY</b>						
Penalty	Nil	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil	Nil
<b>B. DIRECTORS</b>						
Penalty	Nil	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil	Nil
<b>C. OTHER OFFICERS IN DEFAULT</b>						
Penalty	Nil	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil	Nil

### DETAILS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO(A) CONSERVATION OF ENERGY:

(i)	the steps taken or impact on conservation of energy	NIL
(ii)	the steps taken by the company for utilizing alternate sources of energy	NIL
(iii)	the capital investment on energy conservation equipments	NIL

### (B) TECHNOLOGY ABSORPTION:

(i)	the efforts made towards technology absorption	NIL
(ii)	the benefits derived like product improvement, cost reduction, product development or import substitution	NIL
(iii)	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-	NIL
	(a) the details of technology imported	NIL
	(b) the year of import;	NIL
	(c) whether the technology been fully absorbed	NIL
	(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof	NIL
(iv)	the expenditure incurred on Research and Development	NIL

### (C) FOREIGN EXCHANGE EARNINGS AND OUTGO:

Foreign Exchange Earnings: NIL Foreign Exchange Outgo: NIL

Date: 25.08.2019  
Place: Chitradurga

By Order of the Board  
K.V. Prabhakar,  
Managing Director  
DIN No. 01716813

**Annexure III**  
**Form No. AOC-2**

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies  
(Accounts) Rules, 2014)

**Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto**

**1. Details of contracts or arrangements or transactions not at arm's length basis: NIL**

**2. Details of contracts or arrangements or transactions at arm's length basis:**

1.. (a) Name(s) of the related party and nature of relationship: **Basaveshwara Cotton Commercial chitradurga**

(b) Nature of contracts/arrangements/transactions: **Job Work**

(c) Duration of the contracts / arrangements/transactions: **as and when required**

(d) Salient terms of the contracts or arrangements or transactions including the value, if any: **pressing charges fixed by the ginner and pressing association**

(e) Justification for entering into such contracts or arrangements or transactions: **pressing activities**

(f) Date(s) of approval by the Board: **N.A.**

(g) Amount paid as advances, if any: **no advance**

**Date: 25.08.2019**

**Place: Chitradurga**

**By Order of the Board**  
**K.V. Prabhakar**  
**Managing Director**  
**DIN No. 01716813**

**Annexure IV**

**G.SHANKER PRASAD ACS, ACMA**  
**PRACTISING COMPANY SECRETARY**

#10, AG's Colony, Anandnagar, Bangalore – 560 024, Tel: 080 42146796

Email: [gsp@grapline.com](mailto:gsp@grapline.com)

**SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> MARCH 2019**

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

To,  
The Members,  
SreeJayalakshmi Auto Spin Limited,  
Chitradurga

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Sree Jayalakshmi Auto Spin Limited (hereinafter called the "Company"). The Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my 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 hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31<sup>st</sup> March 2019 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 have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31<sup>st</sup> March 2019 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings. *(Not Applicable)*
- (v) 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, 2015;
- c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations,

- 2009 and The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2018 and amendments from time to time; *(Not Applicable)*
- d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; *(Not Applicable)*
- e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; *(Not Applicable)*
- f) 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;
- g) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations 2015.
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 and The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018. *(Not Applicable)*

(vi) The other laws as applicable to the company.

- a. The Employees' Provident Funds and Miscellaneous Provisions Act, 1952
- b. The Employee State Insurance Act, 1948 and the rules and regulations made thereunder.

(The relevant document and record were examined on test-check basis having regard to the company's compliance system and its operations)

During the period under review, the Company has complied with the provisions of the applicable Act, Rules, Regulations, Guidelines, etc. mentioned above subject to my observation in Annexure A.

Since the compliances with the applicable financial laws, like direct and indirect tax laws have been subject to review by statutory financial audit and other designated professionals I have examined on a test check basis the relevant documents and records of the Company.

I have also examined compliance with the applicable clauses of the Secretarial Standards 1 and 2 issued by The Institute of Company Secretaries of India.

I 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/ Committee 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.

The decisions at the Board and the Committee meetings were taken unanimously/ requisite majority and the related discussions were duly recorded in the minutes.

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.

This report is to be read with my letter of even date which is annexed as **Annexure B** and forms an integral part of this report.

**Place:** Bengaluru

**Date:** 25-08-2019

**G. Shanker Prasad**

ACS No.: 6357

CP No: 6450

## ANNEXURE A

1. The Company has not filed within the prescribed time all forms required to be filed with the Registrar (Ministry of Corporate Affairs).
2. The Company has not appointed a Company Secretary until 1st September 2018.
3. Reference has been made to clause 49 of Listing Agreement instead of the corresponding regulation of SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015 in the Annual Report.
4. The filing of disclosure of aggregate shareholding of promoters as on 31<sup>st</sup> March 2018, as per Regulation 30 of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 is not appearing in the BSE website.
5. The Company has delayed in furnishing prior intimation to stock Exchange about some meetings of the Board of Directors.
6. The Company has selected different designation in the Composition of Board and Composition of Committee, which is not compliance to Regulation 27(2) of SEBI (LODR) Regulations 2015.
7. A discrepancies have been observed in respect of Reconciliation of Share Capital Audit Report for the quarter ended September 2018.
8. Discrepancies have been observed in Shareholding Pattern of the Company for quarter ended June 2018
9. There was a delay in payment fine levied for Late/Non submission of certain Regulations of SEBI (LODR) Regulations 2015 for quarter ended September 2017
10. The Company complied blatedly with the provisions of SEBI Circular CIR/MRD/DP/10/2015 dated June 05, 2015 in respect of distinctive number database.



## ANNEXURE B

To,  
TheMembers  
SreeJayalakshmi Auto Spin Limited,  
Chitradurga

My report of even date is to be read along with this letter.

1. The maintenance of secretarial records is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the company.
4. Wherever required, I have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
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.

Place: Bengaluru

Date: 25-08-2019

G. Shanker Prasad

ACS No.: 6357

CP No: 6450

### MANAGEMENT DISCUSSION AND ANALYSIS REPORT

**India has a rich textile heritage with thousands of firms and skilled craftsmen. The Industry engages 50 million people. A look at the last years apparel figures, China exported \$145 billion, Bangladesh \$36 billion, Vietnam \$33 billion, and India a mere \$17 billion.**

Indian textile industry is one of the pillars of the country's economy. The industry is contributing about 14% to industrial production, 4% to the Country's G D P and 12% to country export earnings according to ministry of textiles. During current cotton season 2018-19 (Oct 18 to Sept 19), the acreage under cotton cultivation is normal (i.e. 36% of world area under cotton) and estimated production is 337 lakh bales. In terms of area under cotton and production, India is the largest cotton producer in the world, however, it lags behind in productivity. At present the average yield of cotton in the country is about 568 kg/hectare which is far below the world average of 776 kg/ha and other cotton producing countries like Australia (1800 kg/ha), China (1600 kg/ha), Brazil 1500 kg/ha) etc. The general fluctuations in cotton prices during the season are mainly influenced by off-take of yarn, international price trends, and demand from major importing countries viz china and other Asian countries, settlement on future markets, unsold stock at domestic and international level, trade restrictions etc. Thus looking to the demand and supply position world- wide, it is expected that the prices of cotton may not go down drastically rather it may remain at moderate levels. The main productivity constraints in cotton cultivation are undependable monsoon, unsuitable soil, varietal multiplicity, use of non-certified seeds, improper spacing, non-descript varieties, inability to take-up timely sowing, non-adoption of recommended technologies especially in case of plant protection and fertilizer use, labour shortage, competition from other crops, endemic to pests etc. The following is the Balance sheet of cotton bales for 12 months that is from 1-10-2018 to 30-9-2019. Opening stock as on 1-10-2018 is 42.91 lakh bales, arrivals up to 30-9-2019 is 337 lakh bales, import up to 30-6-2019 is 22.00 lakh bales. Total available is 401.91 lakh bales. Consumption for 12 months is 311.50 lakh bales, export shipment up to 30-6-2019 is 50 lakh bales, stock with mills lakh bales, stock with cci, MNC companies, mcx and ginneries is

40.91 lakh bales and Total is 401.91 lakh bales. The domestic cotton scenario may not change much and cotton prices should stay strong due to the increase in MSP price by 25% from last year to coming cotton season and strong upward market in other countries.

**OPPORTUNITES, THREATS, RISKS AND CONCERNS:** The continuing threat to the growth of textile industry is irregular monsoon and very acute water storage in lakes, dams and underground storage in borewells. Power and labour two major factors affect the production. Addition to that the Karnataka electricity regulatory commission has recently hiked power tariff by 10 percent per unit for industrial consumers. The plan of the company is to increase the ginning and trading of the company thereby results in overall turnover and profitability of the Company.

**Internal Control:** The Company adopts adequate systems of internal control in places, this is to ensure that assets are safeguarded against loss from unauthorized use or disposition and that transaction are authorized, recorded and reported correctly.

Date: 25.08.2019

Place: Chitradurga

**By Order of the Board**  
**K.V.Prabhakar**  
**Managing Director**  
**DIN No. 01716813**

**Annexure VI**

**REPORT ON CORPORATE GOVERNANCE**

**Company's Philosophy on Code of Governance**

M/s. SreeJayalakshmi Auto Spin Limited believes in functioning in a transparent manner with the basic philosophy being to enhance the Shareholders' values, keeping in mind the needs and interest of the Shareholders. Your Company continues to follow procedures and practice in conformity with the code of Corporate Governance as enunciated in the SEBI (LODR) Regulations, 2015. Following disclosures set out the approach and commitment of the Company towards the Corporate Governance.

**Board of Directors; Composition of Board:** The Board of Directors of the Company consisted of Four(4) Directors including two (2) Independent Directors namely Mr. Ram Murthy, and T. Chandrasekhar, all non-executive Directors. Mr. K.V. Prabhakar is a Chairman and Managing Director and Mrs. U. Vijayprabhakar is a non-executive Director. The Composition of the Board is in conformity with the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015.

**Board Meetings;** During the year, 11 (eleven) Meetings of the Board of Directors were held respectively on 26-5-2018, 10-8-2018, 13-8-2018, 14-09-2018, 1-10-2018, 31-10-2018, 7-11-18, 10-12-18, 9-1-2019, 24-1-2019, and 7-2-2019. The details regarding the attendance of Directors at the Board Meeting, Number of Directorships and Committee positions held by them in other Companies are given below:

<b>Names of the directors</b>	<b>Category/ Position</b>	<b>Last Annual General Meeting attended</b>	<b>No. Of board meetings attended out of 11 held during the year</b>	<b>No of The Directorship Held in The Other Companies</b>	<b>Committee Positions Held in The Other Companies</b>
K.V.Prabhakar	CMD	Yes	11	4	Nil
Smt.U.Vijaya prabhakar	Director	Yes	11	1	Nil
Sri.Vishwana thk.Mamani	Director	Yes	0	0	Nil
Sri Ramamurthy	Director	Yes	9	0	Nil
Sri T.Chandra shekar	Director	Yes	11	0	Nil

**3. COMMITTEE(S) OF THE BOARD**

The Board of the Company has constituted the following Committees with adequate delegation of powers.

(i) **Audit Committee:** The Audit Committee has been delegated with the powers and entrusted with the duties to oversee the Company's financial reporting process and adequacy of internal audit system, scope of the audit including observations of the Auditors, adequacy of internal audit system etc.

Presently, the Audit Committee consists of three Independent Directors namely Mr. Ram Murthy, Mrs. Vijaya Prabhakar and T. Chandrasekhar

During the Financial Year under Report, Eight(8) Audit Committee meetings have taken place on 26.05.2018,10.8.2018, 13.08.2018, 14.09.2018, 7.11.2018, 10.12.2018,9.1.2019 and on 7.2.2019.

The composition and terms of reference of Audit Committee are in conformity with the LODR Regulations and the Companies Act, 1956.

The minutes of the meetings of the Audit Committee are placed before the Board for its information.

(ii) **Investors'/Shareholders' Grievance Committee**

The Investors'/Shareholders' Grievance Committee has been delegated with the powers to approve and register transfer and/or transmission of shares, to issue the duplicate share certificates, to redress all types of grievances of the Shareholders/Investors relating to the transfer, transmission of shares and also relating to non-receipt of annual reports and declared dividends etc.

Presently, the Shareholders' Grievance Committee is looked after by Sri Ram murthy Independent Director of the Company.

Information relating to Shareholders/Investors Complaints is regularly placed before the Committee. There were no complaints from the shareholders for the year.

(iii) **Nomination and Remuneration Committee**

The **Nomination and Remuneration Committee** has been delegated with the powers to consider and approve all elements of remuneration package of all the directors i.e. salary, benefits, bonuses, stock options, pensions etc., to review at any point of time the service contracts or other terms of appointment of any or all of the directors and to consider and approve the applications to be made to the Central Government at any point of time for increase or otherwise, in the remuneration of the directors of the company with the approval of the Central Government.

Presently, the Remuneration Committee consists of three Independent Directors namely Sri. T. Chandrasekhar, Sri Ram Murthy, Mrs. Vijaya Prabhakar

**4.GENERAL BODY MEETINGS;**The details regarding venue and times of last three Annual General Meeting of the Company are given below:

<b>Date</b>	<b>Venue</b>	<b>Time</b>
26.09.2016	80/81, Kelagote (KIADB) Industrial Area, Old NH-4 Chitradurga-577501	11.00.A.M.
26.09.2017	Regd. Office, sanjana, Davangere Road, Chitradurga-577501	11.00.A.M.
10.09.2018	Regd. Office, Sanjana, Davanagere Road, Chitradurga-577501	11.00.A.M.

No Special Resolution was passed through Postal Ballot during the financial year 2018-2019. None of the business proposed to be transacted at the ensuing Annual General Meeting require passing of Special Resolution through Postal Ballot. There was no Extra-Ordinary General Meeting of the shareholders held during the financial year.

**5. DISCLOSURES:** During the year, there were no significant transactions with the directors or the management, their subsidiaries or relatives etc. that have any potential conflict with interest of the company at large. Also, no penalties or strictures have been imposed on the Company in respect of which penalties were imposed on the company by the Stock Exchanges or SEBI or any other Statutory Authority related to capital markets during the last three years.The Company has adopted whistle Blower Policy under which the employees are free to report the violations of applicable law and regulations. It is affirmed that no personnel has been denied access to the Audit Committee.

**ACCOUNTING TREATMENT IN PREPARATION OF FINANCIAL STATEMENTS;**

The guidance/accounting standards laid down by the Institute of Chartered Accountants of India (ICAI) and prescribed under Section 133 of the Companies Act, 2013, have been followed in preparation of the financial statements of the Company.

Company adheres to the compliance of prohibition of insider trading regulations and also compliance of SEBI regulations. Company has well place Audit committee and all accounting disclosures are made to Audit committee for discussion and guidance to the Board.

## 6. GENERAL SHAREHOLDERS' INFORMATION

### a. 28<sup>th</sup> Annual General Meeting

Date : 25th September, 2019

Day : Wednesday

Time : 11.00 a.m.

Venue; "Sanjana", Davangere Road Chitradurga-577501

b. Financial Year : 2018 - 2019

c. Date of Book Closure : 17.09.2019 to 25.09.2019  
(Both days inclusive)

d. Listing : BSE

Presently the Securities of the Company are listed with Bombay Stock Exchange, Mumbai.

### e. Registrar & Share Transfer Agent:

M/S. Integrated Registry Management Services Pvt Ltd.

No 30, Ramanaresidency, Ground Floor, 4th Cross, Sampigi Road, Malleshwaram,  
Bangalore-560003

### g. Distribution of Shareholding as on March 31, 2019

Shareholding pattern as on 31.03.2019		
Category	No of Shares	% of Equity
Indian Promoters	6,36,032	14.20
Clearing Members	708	0.02
Mutual Fund/UTI	39,000	0.87
Banks/Financial Institutions, Insurance companies.(central/state govt)	400,000	8.93
Private Corporate Bodies	3,73,336	8.34
NRI/OCB/FFI	287,200	6.41
Indian Public	2,741,024	61.21
Trust	900	0.02
<b>TOTAL</b>	<b>4,478,200</b>	<b>100</b>

### Dematerialization of Shares and liquidity:

The Company Shares are traded compulsorily in dematerialized form only. The Company has entered into tripartite agreement with NSDL and CDSL for dematerialization of the company's shares. The ISIN allotted to the company's shares is NSE6518FQ01010.

## 7. MEANS OF COMMUNICATION

The Quarterly Results (Provisional) of the Company are published in English newspaper and in the vernacular newspaper.

Annual Report containing, inter alia, Audited Annual Accounts, Directors Report, Auditors Report and other important information is circulated to members and other entitled entities thereto. The Company's website [www.sjlal.com](http://www.sjlal.com) contains separate section 'Investors' where shareholders information is available. The Annual Report of the Company is also available on the website.

## 8. DECLARATION ON CODE OF CONDUCT

The Board of Directors of the Company adopted the Code of Conduct for Directors and senior management personnel. The Code impresses upon the Directors and Senior Management Executives to uphold the interest of the Company and its stakeholders to endeavour to fulfil all the fiduciary obligations towards them.

Another important principle on which code is based is that the Directors and the Senior Management Executives shall act in accordance with the highest standard of honesty, integrity, fairness and ethical conduct and shall exercise utmost good faith, due care and integrity in performing their duties.

In terms of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, it was declared that all the Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct

laid down by the Board of Directors of the Company.

A declaration signed by CEO of the Company is annexed below:

I hereby confirm that the Company has obtained from all the members of the Board, affirmation that they have complied with the code of conduct for Directors and Senior Management Executives for the year ended 31.03.2019

For SreeJayalakshmi Auto Spin Limited

K.V. Prabhakar  
Managing Director  
DIN:-01716813

#### **CEO CERTIFICATION:**

In terms of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, the certification by the CEO on the financial statements and internal controls relating to financial reporting has been presented before Audit Committee for review on quarterly basis and the same is also placed before the Board for information.

#### **Annexure VII**

##### **Board's explanation to the observation made in Secretarial Audit Report:**

1. The management has since taken steps to have all the documents filed and applied to the relevant authorities for condonation/composition of delays.
2. The management has appointed a Company Secretary from second half of financial year.
3. The management will ensure that the references are made accurately.
4. The Company has since taken necessary steps to set aright this anomaly.
5. The amount of fine for the delay happened has been paid by the Company.
6. The management has duly corrected the designations.
7. The discrepancy has since been set aright by the company by taking appropriate action.
8. The discrepancy has since been set aright by the company by taking appropriate action.
9. The fine has since been paid by the Company.
10. Compliance has been made in respect of distinctive number database by the Company.

#### **INDEPENDENT AUDITOR'S REPORT**

##### **To the Members of Sree Jayalakshmi Auto Spin Limited Report on the Ind AS Financial Statements Opinion**

We have audited the accompanying Ind AS financial statements of Sree Jayalakshmi Auto Spin Limited which comprises the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS 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 Ind AS and accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, and profit/loss, total comprehensive income, the changes in equity and its cash flows for the year ended on that date.

##### **Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Ind AS financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

##### **Key Audit Matters**

Key Audit Matters are those matters that, in our professional judgment, were of most significance in our audit of the Ind AS financial statements of the current period. These matters were addressed in the context of our audit of the Ind AS financial statements as a whole, and informing our opinion thereon, and we do not provide a separate opinion on these matters.

##### **Information Other than the Financial Statements and Auditor's Report Thereon**

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the *Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information*, but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our

knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

**Responsibilities of Management and those charged with governance for the Ind AS 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 Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, change in equity and cash flows of the Company in accordance with the Indian Accounting Standards (Ind AS) and accounting principles generally accepted in India, specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of 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 Ind AS financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Ind AS financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the company's financial reporting process.

**Auditor's Responsibilities for the Audit of Ind AS Financial Statement**

Our objectives are to obtain reasonable assurance about whether the Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Ind AS financial statements.

A further description of the auditor's responsibilities for the audit of the Ind AS financial statements is included in Annexure A. This description forms part of our auditor's report.

Our opinion is not modified in respect of these matters.

**Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, we report that:

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b) In our opinion, proper books of account 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, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account

d) In our opinion, the aforesaid Ind AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.

e) On the basis of the written representations received from the directors as on 31st March, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2019 from being appointed as a director in terms of Section 164 (2) of the Act.

f) With respect to the adequacy of the Internal Financial Control with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure C"

g) In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197(16) of the Act.

h) 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 does not have any pending litigations which would impact its financial position.

ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company

Date:24/05/2019  
Place: Chitradurga

For, SumanthAnantharam & Co.,  
Chartered Accountants  
Firm Registration No.016140s  
Sumanth A. Proprietor.  
Member Ship No.237227

## Annexure A

### Responsibilities for Audit of Financial Statement

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- \* Identify and assess the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- \* Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has internal financial controls with reference to Financial Statements in place and the operating effectiveness of such controls.
- \* Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- \* Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- \* Evaluate the overall presentation, structure and content of the Ind AS financial statements, including the disclosures, and whether the Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Ind AS financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Date:24/05/2019  
Place: Chitradurga

For, SumanthAnantharam& Co.,  
Chartered Accountants  
Firm Registration No.016140s  
Sumanth A. Proprietor.  
Member Ship No.237227

## AUDITORS CERTIFICATE ON CORPORATE GOVERNANCE

Auditor's certificate to the members of **Sri JayalakshmiAutospin Ltd.**, on compliance of the condition of corporate governance for the year ended 31<sup>st</sup> March, 2019 under LODR Regulations

We have examined the compliance of the conditions of corporate governance by **Sri JayalakshmiAutospin Ltd.**, for the year ended 31<sup>st</sup> March, 2019 as stipulated in regulation 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D 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 has been limited to the review of the procedures and implementation thereof, adopted by the company for ensuring compliance of the conditions of corporate governance. It is neither an audit nor an express of opinion of the financial statements of the company.

In our opinion and to the best of information and according to the explanation given to us and the representation made by the directors and management, we certify that the company has by 31<sup>st</sup> March, 2019 complied in all material respect with the conditions of corporate governance as stipulated in LODR Regulations.

As required by the guidance note on certification of corporate governance issued by the Institute of Chartered Accountants of India, we state that the registrars of the company have certified that as on 31<sup>st</sup> March, 2019 there were no investors grievances remaining pending for a period exceeding one month, and as explained to us by the management, the registrars have reported to the shareholders, Investors grievance committee regularly on the status of such grievances.

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

Date:24/05/2019  
Place: Chitradurga

For, SumanthAnantharam& Co.,  
Chartered Accountants  
Firm Registration No.016140s  
Sumanth A  
Proprietor.  
Member Ship No.237227



M/s Sree Jayalakshmi AutoSpin Limited  
Registered Office: "Sanjana" Davangere Road, Chitradurga-577501  
Karnataka Telephone (08194) 223040  
**BALANCE SHEET FOR THE YEAR ENDED 31st MARCH 2019**

PARTICULARS	NOTES	As on 31/03/2019 Amount in Rs	As on 31/03/2018 Amount in Rs
<b>I EQUITY &amp; LIABILITY</b>			
Equity			
(A) Equity Share Capital	2	44,782,000	44,782,000
(B) Other Equity	3	(52,641,961)	(56,391,687)
<b>NON CURRENT LIABILITIES</b>			
a) Financial Liabilities	4	32,076,843	30,951,843
(i) Borrowings		-	-
(ii) Trade Payables		-	-
(iii) Other Financial Liabilities		-	-
b) Provisions		-	-
c) Differed Tax Liabilities		-	-
d) Other Non Current Liabilities		-	-
<b>CURRENT LIABILITIES</b>			
(a) Financial Liabilities	5	-	-
(i) Borrowings		-	-
(ii) Trade payables	6	11,162,999	12,823,258
(iii) Other financial liabilities		-	-
(b) Other Current Liabilities	7	1,000,000	1,000,000
d) Short Term Provisions	8	208,250	540,764
<b>TOTAL EQUITY &amp; LIABILITIES</b>		<b>36,588,131</b>	<b>33,706,178</b>
<b>II ASSETS</b>			
<b>NON CURRENT ASSETS</b>			
(a) Property, Plant and Equipment	9	3,629,308	3,892,308
(b) Capital work-in-progress		-	-
(c) Investment Property		-	-
(d) Goodwill		-	-
(e) Other Intangible assets		-	-
(f) Intangible assets under development		-	-
(g) Biological Assets other than bearer plants		-	-
(h) Financial Assets		-	-
(i) Investments		-	-
(ii) Trade receivables		-	-
(iii) Loans	11	1,317,157	1,316,947
(iv) Others		-	-
(i) Deferred tax assets (net)		-	-
(j) Other non-current assets		-	-
<b>CURRENT ASSETS</b>			
(a) Inventories	12	11,910,890	8,052,471
(b) Financial Assets		-	-
(i) Investments		-	-
(ii) Trade receivables	13	11,814,090	16,798,838
(iii) Cash and cash equivalents	14	726,086	87,672
(iv) Bank balances other than (iii) above	14	4,315,514	460,068
(v) Loans	15	2,826,085	3,048,873
(vi) NSC & Co Operative Bank Shares	10	49,000	49,000
(c) Current Tax Assets (Net)		-	-
(d) Other current assets		-	-
<b>TOTAL ASSETS</b>		<b>36,588,131</b>	<b>33,706,178</b>

The accompanying notes are an integral part of this financial Statement .

This is the Balance Sheet referred to our report of even date.

For SREE JAYALAKSHMI AUTO SPIN LTD.,

K.V.Prabhakar

Chairman

DIN NO:01716813

T.Chandrashekhara

Director

DIN NO: 03125409

Read with our Report

For Sumanth Ananthram & Co.,

Firm Registration No. 016140s

Chartered Accountants

(Sumanth.A)

Proprietor.

Membership No.0237227

Place: Chitradurga

Date:24.05.2019

**M/s Sree Jayalakshmi AutoSpin Limited**  
**Registered Office: “Sanjana” Davangere Road, Chitradurga-577501**  
**Karnataka Telephone (08194) 223040**  
**PART II- STATEMENT OF PROFIT AND LOSS ACCOUNT**

PARTICULARS	NOTES	As on 31/03/2019 Amount in Rs	As on 31/03/2018 Amount in Rs
<b>REVENUE</b>			
Revenue from Operation			
Sales of Products (Net)	16	74,450,150	38,033,371
Other Income	17	916,300	2,273,937
<b>Total Revenue</b>		<b>75,366,450</b>	<b>40,307,308</b>
<b>EXPENDITURE</b>			
Cost of Materials consumed	18	65,373,493	31,835,948
Change In Inventories of Finished Goods	19	-1,215,032	1,519,177
Employee Benefit Expenses	20	223,285	282,478
Financial Cost	21	17,242	327,667
Depreciation	9	262,999	291,963
Other Expenses	22	6,954,736	5,669,546
<b>Total Expenses</b>		<b>71,616,723</b>	<b>39,926,778</b>
Profit/(loss) before exceptional items and tax		3,749,726	380,530
Exceptional Items		-	0
Profit/(loss) before Tax		3,749,726	380,530
Tax expense:		-	-
(1) Current tax		-	-
(2) Deferred tax		-	-
<i>Profit (Loss) for the period from continuing operations</i>		3,749,726	380,530
<i>Profit/(loss) from discontinued operations</i>		-	-
<i>Tax expense of discontinued operations</i>		-	-
<i>Profit/(loss) from Discontinued operations (after tax) (X-XI)</i>		-	-
<i>Profit/(loss) for the period (IX+XII)</i>		3,749,726	380,530
Other Comprehensive Income		-	-
A (i) Items that will not be reclassified to profit or loss		-	-
(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
B (i) Items that will be reclassified to profit or loss		-	-
(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
<b>Total Comprehensive Income for the period (XIII+XIV)(Comprising Profit (Loss) and Other Comprehensive Income for the period)</b>		<b>3,749,726</b>	<b>380,530</b>
Paid Up Equity Share Capital(face Value Rs 10/- Per Share)		4,478,200.00	4,478,200.00
Reserves & Surplus Excluding Revaluation Reserve		316,000	316,000
Earnings per equity share (for continuing operation):			
(1) Basic		7.82	0.08
(2) Diluted		7.82	0.08
Earnings per equity share (for discontinued operation):			
(1) Basic		-	-
(2) Diluted		-	-
Earnings per equity share(for discontinued & continuing operations)			
(1) Basic		7.82	0.08
(2) Diluted		7.82	0.08

*The accompanying notes are an integral part of this financial Statement .*

*This is the Statement of Profit and Loss referred to in our report of even date For SREE JAYALAKSHMI AUTO SPIN LTD.,*

*K.V.Prabhakar*

*Chairman*

*DIN NO:01716813*

*T.Chandrashekhkar*

*Director*

*DIN NO: 03125409*

*Read with our Report*

*For Sumanth Ananthram &Co.,*

*Firm Registration No. 016140s*

*Chartered Accountants*

*(Sumanth.A)*

*Proprietor.*

*Membership No.0237227*

*Place: Chitradurga*

*Date:24.05.2019*

## 1. Significant Accounting Policies

1.1 a) The financial Statements have been prepared on accrual basis under the historical cost convention

### 1.2 Fixed Assets:

- a) Fixed Assets are stated at cost less depreciation. All expenses relating to the acquisition and installation of fixed assets are capitalised.
- b) Depreciation on all assets is being provided on straight line method at rates specified in Schedule II to the Companies Act 2013
- c) An asset is treated as impaired when the carrying cost of an asset exceeds its recoverable Value and the Impairment loss is charged to profit and loss account in the year in which asset is impaired

### 1.3 Government Grants:

- a) Grants in the form of capital/investment subsidy are treated as capital reserves.
- b) Grants relating to fixed assets are adjusted in the cost of such assets.

### 1.4 Inventories:

- a) Raw Materials, Stores and spares, are valued at cost,. Finished goods and work in progress are valued at cost or net realisable value whichever is lower.

### 1.5 INVESTMENTS:

Current Investments are carried at lower off cost or fair value whichever is less and non current investments are stated at cost provision for diminution in the value of non current investment is made only if such declaim is other than temporary in nature.

### RETIREMENT BENEFITS :

1.7 Provision for employer's contribution towards P.F & E.S.I has been made during the year.

PARTICULARS	As on 31/03/2019 Amount in Rs	As on 31/03/2018 Amount in Rs
<b>2. SHARE CAPITAL</b>		
<b>Authorised</b>		
50,00,000 Equity Shares of Rs.10 Each	50,000,000.00	50,000,000.00
<b>Issues</b>		
44,78,200 Equity Shares of Rs.10 Each	44,782,000.00	44,782,000.00
<b>Subscribed and paid Up</b>		
44,78,200 Equity Shares of Rs.10 Each	44,782,000.00	44,782,000.00
<b>Total</b>	<b>44,782,000.00</b>	<b>44,782,000.00</b>
<b>Reconciliation of the number of shares</b>	<b>31st Mar 2019</b>	<b>31st Mar 2018</b>
Balance at the beginning of the period	4,478,200.00	4,478,200.00
Issued during the year	-	-
Bought back during the year	-	-
Balance at the end of the per	4,478,200.00	4,478,200.00

Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

Name of Share Holder	As at March 31st 2019		As at March 31st 2018	
	No of Shares Held	%	No of Sh Held	%
Sri K V Prabhakar	636,032	14.20%	636,032	14.20%
Smt U Vijaya Prabhakar	652,762	14.58%	652,762	14.58%
Smt Sanjana Prabhakar	310,900	6.94%	310,900	6.94%

PARTICULARS	As on 31/03/2019 Amount in Rs	As on 31/03/2018 Amount in Rs
<b>3. RESERVES &amp; SURPLUS</b>		
<b>a. Capital Reserve</b>		
Balance at the beginning of the period	316,000.00	316,000.00
Addition /(deletion) during the year	-	-
Balance at the end of the period	316,000.00	316,000.00
<b>b. Profit and Loss Account</b>		
Balance at the beginning of the period	(56,707,687.00)	(57,088,215.00)
Add: Additional Depreciation due to transitional Provisions	-	-
Add: profit/ (loss for the year)	3,749,726.26	380,528.00
Balance at the end of the period	<b>(52,957,960.74)</b>	<b>(56,707,687.00)</b>
<b>Total Reserves and Surplus</b>	<b>(52,641,960.74)</b>	<b>(56,391,687.00)</b>

PARTICULARS	As on 31/03/2019 Amount in Rs	As on 31/03/2018 Amount in Rs
<b>NON CURRENT LIABILITIES</b>		
<b>4. LONG-TERM BORROWINGS</b>		
<b>Secured</b>		
<b>A. Loans From Banks</b>	-	-
<b>B. Unsecured</b>		
Loan From Related parties	32,076,843	30,951,843
<b>TOTAL</b>	<b>32,076,843</b>	<b>30,951,843</b>

a) Loan from related parties are taken from Directors and does not carry any interest

PARTICULARS	As on 31/03/2019 Amount in Rs	As on 31/03/2018 Amount in Rs
<b>CURRENT LIABILITIES</b>		
<b>5. SHORT-TERMBORROWINGS</b>		
<b>Secured- From banks</b>		
<b>Total</b>	-	-

PARTICULARS	As on 31/03/2019 Amount in Rs	As on 31/03/2018 Amount in Rs
<b>6. TRADE PAYABLE</b>		
a) Due to Micro , Small and medium Enterprises*	-	-
b) Sundry Creditors for supplies and others	9,063,121.02	10,161,023.02
c) Due to Related Parties	2,099,877.61	2,662,235.45
<b>Total</b>	<b>11,162,998.63</b>	<b>12,823,258.47</b>

\* refer note 30

PARTICULARS	As on 31/03/2019 Amount in Rs	As on 31/03/2018 Amount in Rs
<b>7. OTHER CURRENT LIABILITIES</b>		
Advance from customers	-	-
Lease Deposit Received	1,000,000.00	1,000,000.00
<b>Total</b>	<b>1,000,000.00</b>	<b>1,000,000.00</b>

PARTICULARS	As on 31/03/2019 Amount in Rs	As on 31/03/2018 Amount in Rs
<b>8. SHORT TERM PROVISIONS</b>		
A. Provision for Employee Benefits	16,039.00	14,738.00
B. Others	192,210.65	526,026.00
<b>Total</b>	<b>208,249.65</b>	<b>540,764.00</b>

PARTICULARS	As on 31/03/2019 Amount in Rs	As on 31/03/2018 Amount in Rs
<b>10. NON -CURRENT INVESTMENTS</b>		
(All unquoted unless otherwise specified)		
N.S.C.	33,000.00	33,000.00
Unquoted & Fully paid up 100 face value Rs 100 Each equity shares in Merchant Co-Op bank	10,000.00	10,000.00
Unquoted & Fully paid up 50 face value Rs 100 Each equity shares in Veerashaiva Co-Op bank	5,000.00	5,000.00
Fixed Deposit in Coroporation Bank	1,000.00	1,000.00
<b>Total</b>	<b>49,000.00</b>	<b>49,000.00</b>

PARTICULARS	As on 31/03/2019 Amount in Rs	As on 31/03/2018 Amount in Rs
<b>NON CURRENT ASSETS</b>		
<b>11. LONG-TERM LOANS AND ADVANCES</b>		
(Unsecured, considered good)		
Security Deposits	1,317,157.00	1,316,947.00
<b>Total</b>	<b>1,317,157.00</b>	<b>1,316,947.00</b>

PARTICULARS	As on 31/03/2019 Amount in Rs	As on 31/03/2018 Amount in Rs
<b>CURRENT ASSETS</b>		
<b>12. INVENTORIES</b>		
(As per Inventory taken, valued and certified by the Mgmt)		
Raw Materials	10,228,415.71	7,585,029.00
Finished Goods	1,332,474.18	117,442.44
Stores and Consumables	350,000.00	350,000.00
<b>Total</b>	<b>11,910,889.89</b>	<b>8,052,471.44</b>

PARTICULARS	As on 31/03/2019 Amount in Rs	As on 31/03/2018 Amount in Rs
<b>13. TRADE RECEIVABLES</b>		
Secured	-	-
Unsecured		
(Unsecured considered good)		
a) Over six months*	-	-
b) Others	11,814,090.44	16,798,838.00
<b>Total</b>	<b>11,814,090.44</b>	<b>16,798,838.00</b>

PARTICULARS	As on 31/03/2019 Amount in Rs	As on 31/03/2018 Amount in Rs
<b>14. CASH AND BANK BALANCES</b>		
<b>Cash &amp; Cash Equivalents</b>		
a) Cash in hand	726,085.00	87,672.00
b) Balance with banks In current Accounts	4,315,514.00	460,068.25
<b>Total</b>	<b>5,041,599.00</b>	<b>547,740.25</b>

PARTICULARS	As on 31/03/2019 Amount in Rs	As on 31/03/2018 Amount in Rs
<b>15. SHORT TERM LOANS AND ADVANCES</b>		
<b>(Advances recoverable in cash or in kind or for value to be received)</b>		
a) Unsecured & Considered good	1,883,531.00	2,088,531.00
b) Balance with revenue authorities	896,830.18	937,040.00
<b>Others</b>		
a) Staff advance	45,724.00	23,302.00
<b>Total</b>	<b>2,826,085.18</b>	<b>3,048,873.00</b>

PARTICULARS	As on 31/03/2019 Amount in Rs	As on 31/03/2018 Amount in Rs
<b>16. REVENUE FROM CONTINUING OPERATION</b>	-	
Cotton Lint	65,612,611.00	30,572,795.00
Cotton Seeds	7,925,937.70	7,460,576.00
Kappa's	911,601.00	-
Cotton waste	-	-
	<b>74,450,149.70</b>	<b>38,033,371.00</b>

PARTICULARS	As on 31/03/2019 Amount in Rs	As on 31/03/2018 Amount in Rs
<b>17. OTHER INCOMES</b>		
Other Income	916,300.00	2,136,517.00
Interest Income	-	137,420.00
<b>Total</b>	<b>916,300.00</b>	<b>2,273,937.00</b>

PARTICULARS	As on 31/03/2019 Amount in Rs	As on 31/03/2018 Amount in Rs
<b>18. COST OF MATERIAL CONSUMED</b>		
Opening Stock	7,585,029.00	6,207,057.00
Purchases	68,016,879.84	33,213,920.00
	<b>75,601,908.84</b>	<b>39,420,977.00</b>
Less : a) closing stock of raw materials	10,228,415.71	7,585,029.00
b) closing stock of WIP	-	-
<b>Total Raw Materials Consumed</b>	<b>65,373,493.13</b>	<b>31,835,948.00</b>

PARTICULARS	As on 31/03/2019 Amount in Rs	As on 31/03/2018 Amount in Rs
<b>19. CHANGES IN INVENTORIES OF FINISHED GOODS WORK- IN-PROGRESS AND STOCK-IN-TRADE</b>		
<b>Increase/Decrease in finished goods:</b>		
Add: Opening stock of finished goods	117,442.44	1,636,619.00
Less: Closing Stock of Finished Goods	1,332,474.18	117,442.44
<b>Total</b>	<b>(1,215,031.74)</b>	<b>1,519,176.56</b>

PARTICULARS	As on 31/03/2019 Amount in Rs	As on 31/03/2018 Amount in Rs
<b>20. EMPLOYEE BENEFITS EXPENSES</b>		
a) Salaries and Wages	180,000.00	180,000.00
b) Contribution to PF & ESI & Other Fund	43,285.00	32,317.00
c) Staff & Labour Welfare & Bonus	-	70,161.00
<b>Total</b>	<b>223,285.00</b>	<b>282,478.00</b>

PARTICULARS	As on 31/03/2019 Amount in Rs	As on 31/03/2018 Amount in Rs
<b>21. FINANCE COST</b>		
Interest on OD A/c	-	272,561.00
Bank Charges & Others	17,241.75	55,106.00
<b>Total</b>	<b>17,241.75</b>	<b>327,667.00</b>

PARTICULARS	As on 31/03/2019 Amount in Rs	As on 31/03/2018 Amount in Rs
<b>22. Other Expenses</b>		
Insurance	63,651.00	51,880.00
Communication		
Expenses	48,828.00	61,475.00
<b>Travelling &amp; conveyance</b>		
Directors		5,195.00
Others	63,573.00	13,636.00
Printing & Stationery	81,298.15	124,603.00
Legal Charges	425,256.00	417,383.00
Payment to Auditors	50,000.00	-
Misscellaneous Expenses	4,774,852.79	2,753,368.00
Brokerage	1,261,716.47	1,207,192.58
Frieght Out Ward A/c	66,830.00	960,197.00
Frieght Outwards	33,900.00	-
Repairs & Maintainence	80,720.00	83,324.00
Charity A/c	4,111.00	14,101.00
<b>Total</b>	<b>6,954,736.41</b>	<b>5,692,354.58</b>

23. Company has appointed company secretary in terms of section 203 of the companies Act of 2013.,from later part of the financial year.

24. The balances in the parties accounts under Sundry Creditors, Sundry Debtors, Advance from Customers, Loans & Advances, Deposits etc., are subject to confirmation./ Reconciliation/ Adjustments if any.

25. Sundry creditors dues to Micro, small and Medium enterprisers development Act,2006, could not be ascertained due to lack of information.

26. Expenditure incurred in foreign currency- Rs. NIL  
 27. C I F Value of imports of raw material Rs NIL.  
 28. Previous years figures have been regrouped and reclassified wherever necessary in order to be in conformity with current years presentation.  
 29. As the company has brought forward taxable losses, no provision for tax has been made. Taking into account the consideration of prudence, no asset or liability is anticipated on account of Deferred tax.

### 30. Related party disclosures

**Related party disclosures as required by AS18" Related party disclosures " are given below**

#### (i) Relationships

##### Related Party

Sri K.V.Prabhakar

Smt.U Vijaya Prabhakar

Sri Ramamurthy

Sri T.Chandrashekhar

##### Relationship

Managing Director (Executive Director)

Executive

Director

Non Executive Director

Non Executive Director

#### Sri K V Prabhakar

K.V.Prabhakar(H.U.F)

Vakratunda Agritech Pvt Ltd

Sree Ganesar Textiles

The Union Theaters (P) Ltd.,

The Margarine Refined Oil Cp Pvt Ltd.,

Sree Vijayalakshmi Oil Mills

Veerabhadreshwara Trading Co

Vijayalakshmi Cotton Enterprises

Sree Srinivasa Industries

Basaveshwara Cotton Commercials

**Smt.U Vijaya Prabhakar**

Vakratunda Agritech Pvt Ltd

Enterprises in which Key Management Personnel/relatives is/are interested

--do--

--do--

--do--

--do--

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--do--

--do--

--do--

*K.V.Prabhakar*  
*Chairman*  
*DIN NO:01716813*

*T.Chandrashekhar*  
*Director*  
*DIN NO: 03125409*

*Read with our Report*  
*For Sumanth Ananthram &Co.,*  
*Firm Registration No. 016140s*  
*Chartered Accountants*  
*(Sumanth.A)*  
*Proprietor.*  
*Membership No.0237227*  
*Place: Chitradurga*  
*Date:24.05.2019*



**M/s.SREE JAYALAKSHMI AUTOSPIN LIMITED**  
**Registered Office: "Sanjana" Davangere Road, Chitradurga-577501 Karnataka**  
**Telephone (08194) 234446/223040, Fax: (08194) 234193**  
**CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2019**

P A R T I C U L A R S	2018-19 Amount In Rs		2017-18 Amount In Rs	
<b>I. CASH FLOW FROM OPERATING ACTIVITIES</b>				
<b>Net Profit before Tax &amp; Extraordinary items</b>		<b>3,749,726</b>		<b>380,530</b>
Add: Non Cash Expenditure- Depreciation	262,999		291,963	
Less: Non Operating Income -Sale of assets	-		-	
Add: Interest Paid On Loans	-		327,667	
Less: Dividend Received	(10,300)		-	
Less: Interest Received	-	252,699	(461,437)	158,193
<b>Cash Flow Before changes in Working Capital</b>		<b>4,002,425</b>		<b>538,723</b>
Adjustment for:				
<b>Add: Decrease in Current Assets</b>				
Decrease in Inventories	(3,858,418)		141,205	
<b>Add: Increase In Current Liabilities</b>				
Increase in Trade Payable	(1,660,260)		113,911	
<b>Less: Increase in Current Assets</b>				
Changes in Trade Receivables	4,984,748		(2,888,859)	
<b>Less: Decrease In Current Liabilities</b>				
Decrease in Current Liabilities	-		(1,861,795)	
Decrease in Short Term Provisions	(332,514)	(866,445)	(542,172)	(5,037,710)
<b>Cash Generated from Operations (A)</b>		<b>3,135,980</b>		<b>(4,498,987)</b>
<b>II. CASH FLOW FROM INVESTING ACTIVITIES</b>				
Interest Received	-		461,437	
Changes in Long term Investments	(208)		(1,000)	
Changes in Short Term Loans	222,788		2,647,380	
Decrease in Short Term Borrowings	-		(9,031,993)	
Changes in Short Term Loans & Advances	-		-	
Prior Period Adjustment	-		-	
Sale of Fixed Asset	-		-	
Dividend Received	10,300		-	
<b>Net Cash used in Investing Activities (B)</b>		<b>232,880</b>		<b>(5,924,176)</b>
<b>III. CASH FLOW FROM FINANCING ACTIVITIES</b>				
Changes in Long Term Loans and advances	1,125,000		9,733,087	
Interest on Loans	-		(327,668)	
<b>Net Cash Flow from Financing Activities (C)</b>		<b>1,125,000</b>		<b>9,405,419</b>
<b>Net Increase or Decrease in Cash and Cash Equivalents(A+B+C)</b>		<b>4,493,860</b>		<b>(1,017,744)</b>
Cash and Cash Equivalents at 1-4-2018		547,740		1,565,483
Closing Balance of Cash and Cash Equivalents		5,041,600		547,739
<b>Cash and Cash Equivalents at 31-3-2019</b>		<b>5,041,600</b>		<b>547,740</b>

**NOTES ON CASH FLOW STATEMENTS**

- Above statement has been prepared following the indirect Methods Except in case of interest Received/Paid, which have been considered on the basis of actual movement of cash with necessary adjustment in corresponding Assets and Liabilities.
- Proceeds from long term and other borrowings are shown net of repayments.
- Cash and Cash equivalents represent Cash and Bank Balances.

**For SREE JAYALAKSHMI AUTO SPIN LTD.,**

**K.V.Prabhakar**  
Chairman

**T.Chandrashekar**  
Director

**Place: Chitradurga**  
**Date:24/05/2019**

**Read with our Report**

**For Sumanth Anantharam & Co.,**  
Firm Registration No. 016140s  
Chartered Accountants

**(Sumanth A)**  
Proprietor.

**Membership No.0237227**

**BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE**

<b>I REGISTRATION DETAILS</b>			
Registration No	11732	State Code	08
Balance Sheet Date	31/03/2019		
<b>II CAPITAL RAISED DURING THE YEAR (Amount In Rs )</b>			
Public Issue	NIL	Rights Issue	NIL
Bonus Issue	NIL	Private Placement	NIL
<b>III POSITION OF MOBILISATION AND DEVELOPMENT OF FUNDS (Amount In Rs.)</b>			
<b>TOTAL LIABILITIES</b>	36,588,131	<b>TOTAL ASSETS</b>	36,588,131
<b>SOURCES OF FUNDS</b>			
Paid Up Capital	44,782,000.00		
Reserves & Surplus	(56,772,216.00)	Share Warrants	NIL
Unsecured Loans	32,076,843.00	Secured Loans	NIL
<b>APPLICATION OF FUNDS</b>			
Net Fixed Assets	3,629,308.10	Investments	49,000.00
Net Current Assets	31,641,665.51	Miscellaneous Expenditure	NIL
Accumulated Losses	(52,641,960.74)	Deferred Taxation	NIL
<b>IV PERFORMANCE OF COMPANY(Amount In Rs )</b>			
Turnover (Total Income)	75,366,449.70	Total Expenditure	71,616,723.44
Profit / ( Loss ) Before Tax	3,749,726.26	Profit / ( Loss ) After Tax	3,749,726.26
Earning Per Share (In Rs.)	7.82	Dividend Rate	NA
<b>V GENERIC NAMES OF TWO PRINCIPAL PRODUCTS/SERVICES OF THE COMPANY</b>			
<b>ITEM CODE NO (ITC Code)</b>		<b>PRODUCT DESCRIPTION</b>	
140420		Cotton Linters	
120720		Cotton Seeds	
5205		Cotton Yarn	
		<b>K.V.Prabhakar</b>	
		<b>Chairman</b>	
<b>Place: Chitradurga</b>		<b>T.Chandrashekhar</b>	
<b>Date:24/05/2019</b>		<b>Director</b>	

**SREE JAYALAKSHMI AUTOSPIN LIMITED**

**31. Details of Segment Reporting**

<b>2018-19</b>				
<b>Information about business segment</b>	<b>Cotton Seeds</b>	<b>Cotton Lint</b>	<b>others</b>	<b>Total</b>
Sales revenue from external customers	-	65,612,611		65,612,611
Other segment revenue		-	8,837,539	8,837,539
<b>Total Revenue</b>				<b>74,450,150</b>
Segment results		71,599,482		71,599,482
Unallocated results	-	-	-	-
Less: Financial expenses	-	-	-	17,242
<b>Profit Before Tax</b>				<b>2,833,427</b>
Provision for Tax	-	-	-	-
Segment assets	-	28,671,445		28,671,445
Unallocated corporate assets	-	-	-	7,916,686
<b>Total Assets</b>	-	-	-	<b>36,588,131</b>
Segment Liabilities	-	32,076,843		32,076,843
Unallocated corporate Liabilities				4,511,288
<b>Total Liabilities</b>				<b>36,588,131</b>

**OTHER DISCLOSURES -**

1. Segments have been identified in line with the accounting standard 17 "Segment Reporting" taking into account the organisation structure as well as the differing risks and returns.

2. Company has disclosed business segment as the primary segment.

3. Composition of business segment.

Name of the segment	Comprises of
a) Cotton Yarns	
b) Cotton Lint	
c) Others	Wastes, Cotton seeds & Kappa's

4. The segment revenue results, assets and liabilities include the respective amounts identifiable to each of the segments and amounts allocated on reasonable basis.

5. The accounting policies of the segments are the same as those described in the significant accounting policy as referred in schedule 18 to the accounts.

**For SREE JAYALAKSHMI AUTO SPIN LTD.,**

**K.V.Prabhakar**

Chairman

**T.Chandrashekhar**

Director

*Read with our Report  
For Sumanth Ananthram & Co.,  
Firm Registration No. 016140s  
Chartered Accountants*

Place: Chitradurga

Date: 24/05/2019

*Sumanth A  
Proprieter  
M No 237227*

**M/s. SREE JAYALAKSHMI AUTOSPIN LIMITED**

**9. FIXED ASSETS**

PARTICULARS	GROSS BLOCK			DEPRECIATION			NET BLOCK				
	BALANCE AS ON 01.04.2018	ADDITIONS	DELETIONS	TOTAL	AS ON 01.04.2019	FOR THE YEAR	Additional Depreciation due to transitional Provision	DELATIONS	TOTAL	AS ON 31.03.2018	AS ON 31.03.2017
Land	889,752	-	-	889,752.00	0	0	-	-	-	889,752.00	889,752.00
Building	9,693,547	-	-	9,693,547.00	67,78,042.00	2,43,736.00	-	-	70,21,778.00	26,71,769.00	29,15,505.00
Furniture & Fittings	424,178	-	-	424,178.00	3,49,776.00	19,263.00	-	-	3,69,039.00	55,139.00	74,402.00
Veehicles	861,437	-	-	861,437.00	8,61,437.00	0	-	-	8,61,435.00	-	-
Other Assets	283,352	-	-	283,352.00	270,704.00	0	-	-	2,70,704.00	12,648.00	12,647.00
<b>TOTAL</b>	<b>12,152,266.00</b>	<b>-</b>	<b>-</b>	<b>12,152,266.00</b>	<b>82,58,957.00</b>	<b>2,62,999.00</b>	<b>-</b>	<b>-</b>	<b>85,22,956.00</b>	<b>3629308.00</b>	<b>38,92,308.00</b>
<b>PREVIOUS YEAR</b>	<b>12,152,226.00</b>	<b>-</b>	<b>3047773.00</b>	<b>12,152,266.00</b>	<b>7,967,994.00</b>	<b>291,963.00</b>	<b>-</b>	<b>2,379,976.00</b>	<b>7,967,994.00</b>	<b>4184272.00</b>	<b>5,309,240.00</b>

**M/s.SREE JAYALAKSHMI AUTOSPIN LIMITED**  
**Registered Office: "Sanjana" Davangere Road, Chitradurga-577501 Karnataka**  
**Telephone (08194) 234446/223040, Fax: (08194) 234193**  
**Statement of Changes in Equity for the Period ended 31/03/2019**

B. Other Equity	A. Equity Share Capital			Balance at the beginning of the reporting period					Changes in equity share capital during the year				Balance at the end of the reporting period		
	Share application money pending allotment	Equity component of compound financial instruments	Reserves and Surplus	Capital Reserve	Securities Premium Reserve	Other Reserves (specify nature)	Retained Earnings	Debt instruments through Other Comprehensive Income	Equity Instruments through Other Comprehensive Income	Effective portion of Cash Flow Hedges	Revaluation Surplus	Exchange differences on translating the financial statements of a foreign operation	Other items of Other Comprehensive Income (specify nature)	Money received against share warrants	Total
Balance at the beginning of the reporting period	-	-	316,000	-	-	(56,707,687)	-	-	-	-	-	-	-	-	(56,391,687)
Changes in accounting policy or prior period errors	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Restated balance at the beginning of the reporting period	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Total Comprehensive Income for the year	-	-	-	-	-	3,749,726	-	-	-	-	-	-	-	-	3,749,726
Dividends	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Any other change (to be specified)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Balance at the end of the reporting period	-	-	316,000	-	-	-	-	-	-	-	-	-	-	-	(52,641,961)

**For: Sumanth Anantharam & Co.,**  
Firm Registration No. 016140s  
Chartered Accountants

**Sumanth A**  
**Proprietor,**  
**Membership No.237227**

**Place: Chitradurga**  
**Date:24/05/2019**

**Sree Jayalakshmi Auto Spin Limited**

Regd. Office :“SANJANA” Davangere Road, Chitradurga-577501

**ATTENDANCE SLIP**

Members or their proxies are requested to present this form for admission, duly signed in accordance with their specimen signatures registered with the company.

Regd. Folio no \_\_\_\_\_

\_\_\_\_\_  
NAME OF ATTENDING PERSON (IN BLOCK LETTERS) \*

\_\_\_\_\_  
NAME OF PROXY (IN BLOCK LETTER)

(To be filled in if the Proxy attends instead of Member)

No. of shares held-----

I, Hereby Record My Presence at the 28th Annual General Meeting of the Company Being Held on Wednesday, 25th September, 2019 at 11.00 A.M. at “sanjana”, Davangere Road, Chitradurga-577501

\_\_\_\_\_  
Member's / Proxy's Signature \*

\*(To be signed at the time of handing over this slip)

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**SreeJayalakshmi Auto Spin Limited**

Regd. Office :“SANJANA” Davangere Road, Chitradurga-577501

**Form No.MGT-11**

**PROXYFORM**

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules,2014]

CIN: L85110KA1991PLC011732

Name of the Company: sreejayalakshmi auto spin ltd

Registered Office: sanjana, Davangere Road, Chitradurga-577501 Karnataka

Name of the Member(s) : Registered Address :

Email ID :

Folio No.

I/We being a Member(s) of \_\_\_\_ shares of SreeJayalakshmi Auto Spin Ltd.hereby appoint:

1. Name : \_\_\_\_\_ Address:

EmailId: \_\_\_\_\_ Signature:

2. Name : \_\_\_\_\_ Address:

EmailId: \_\_\_\_\_ Signature:

as my/our proxy to attend and vote for me/us on my/our behalf at 28<sup>th</sup> Annual General Meeting of the Company at the Registered Office of the Company at sanjana, Davangere Road, Chitradurga. Karnataka on Wednesday, 25.09.2019 at 11:00 A.M. and at any adjournment thereof in respect of such resolutions as are indicated below:

**Resolution No.**

- 1. Signed this \_\_\_ day of
- 2..
- 3. Signed this \_\_\_ day of
- 4..
- 4.. Signed this \_\_\_ day of

Affix Revenue Stamp

**Signature of the shareholder**

**Signature of Proxy holder** Note: This form of proxy in order to be 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.

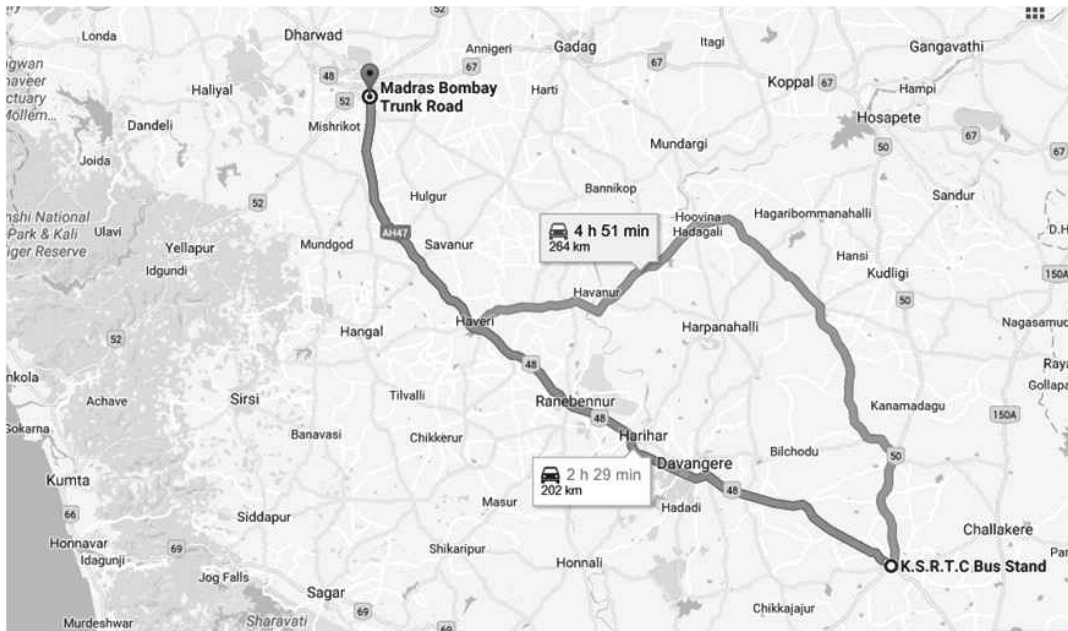
EVEN( Electronic Voting Event No) 190822018

User ID

Password

Note; Please read the instructions printed along with the Notice of Annual General Meeting dated August 25<sup>th</sup> 2019. The Voting period start from 9.00 am on 22<sup>nd</sup> Sunday 2019 and end at 5.00 pm on Tuesday 24<sup>th</sup> September 2019. The Voting module shall be disabled by CDSL for voting thereafter.

**ROUTE MAP OF THE VENUE OF THE MEETING**









Book-Post

To,

If undelivered please return to :

**SREE JAYALAKSHMI AUTO SPIN LIMITED**

"Sanjana", Davanagere Road, CHITRADURGA - 577 501. Karnataka