

**HVAX TECHNOLOGIES PRIVATE LIMITED**

F-62, 1<sup>ST</sup> FLOOR, DREAMZ THE MALL  
LBS ROAD, BHANDUP (W), MUMBAI – 400 078

**STATUTORY AUDIT REPORT  
FOR THE YEAR ENDED MARCH 31, 2019**

**AUDITORS**

**ALPESH CHANDARIA AND CO**

CHARTERED ACCOUNTANTS

204, AVIOR NIRMAL GALAXY, LBS MARG,  
MULUND (WEST), MUMBAI-400 080

Ref. No. : \_\_\_\_\_

Date : \_\_\_\_\_

**INDEPENDENT AUDITOR'S REPORT**

**TO THE MEMBERS OF**

**M/s HVAX TECHNOLOGIES PRIVATE LIMITED**

**Report on the Audit of the Financial Statements**

**Opinion**

We have audited the financial statements of **HVAX TECHNOLOGIES PRIVATE LIMITED** ("the Company"), which comprise the balance sheet as at 31st March 2019, and the statement of Profit and Loss, 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 financial statements give the information required by the Companies Act 2013 (hereinafter referred to as "The Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, and profit/loss, 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 Act. 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 ("The ICAI") together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, 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.

**Responsibility of Management and those charged with governance for Financial Statements**

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

In preparing the 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.

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



## Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 financial statements.

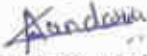
## Report on Other Legal and Regulatory Requirements

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 A" statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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 financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- 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 controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company 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 were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company

Alpesh Chandaria and Co  
Chartered Accountants  
Firm Reg. No. 138067W

  
Alpesh Chandaria  
Proprietor  
Membership No. 125826  
Place: Mumbai  
Dated: September 18, 2019



**Annexure A referred to in Our Report of even date to the members of HVAX TECHNOLOGIES LIMITED on the accounts of the company for the year ended 31st March, 2019**

On the basis of such checks as we considered appropriate and according to the information and explanations given to us during the course of our audit, we report that:

(i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets :

(b) As explained to us, fixed assets have been physically verified by the management at regular intervals; as informed to us no material discrepancies were noticed on such verification;

(c) According to the information and explanations given to us and the records made available to us, the title deeds of immovable properties are held in the name of the Company.

(ii) The inventory has been physically verified at reasonable intervals by the Management. The procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business. On the basis of our examination of the records of inventory, we are of the opinion that the company is maintaining adequate records of inventory properly. The discrepancies noticed on verification between the physical stocks and the book records were not material

(iii) According to information and explanations given to us, the company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Act.

(iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Companies Act, 2013, to the extent applicable in respect of loans, investments, guarantees, and security.

(v) The Company has not accepted any deposits from the public covered under Section 73 to 76 of the Companies Act, 2013. Therefore the provisions of the amended Companies (Auditors Report) Order, 2016, are not applicable to the company

(vi) As informed to us, the Central Government has not prescribed maintenance of cost records under sub-section (1) of Section 148 of the Act

(vii) (a) According to the information and explanations given to us and based on the records of the company examined by us, the company is regular in depositing the undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Goods and Service Tax Act and other material statutory dues, as applicable, with the appropriate authorities in India. No undisputed amounts in respect of the aforesaid statutory dues were outstanding as at the last day of the financial year for a period of more than six months from the date they became payable;

(b) According to the information and explanations given to us and based on the records of the company examined by us, there are no dues of Income Tax, Wealth Tax, Service Tax, Sales Tax, Customs Duty, Excise Duty and Goods and Service Tax Act which have not been deposited on account of any disputes

(viii) Based on our examination and on the information and explanations given by the management, we are of the opinion that the company has not defaulted in repayment of dues to a financial institution or bank.

(ix) In our opinion, and according to the information and explanations given to us, there are was no initial public offer or further public offer including debt instruments or term loans raised during the year and the said clause is not applicable.

(x) During the year, no fraud by the company or on the company by its officer or employees has been noticed or reported.

(xi) According to the information and explanation given by the Management, the provisions of section 197 read with Schedule V of the Act are not applicable to the Company, since the company is a private limited company

(xii) the company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.



(xiii) all transactions with the related parties are in compliance with section 177 and 188 of Companies act 2013 to the extent applicable and the details have been disclosed in the financial statements as required by the applicable accounting standard.

(xiv) the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.

(xv) the company has not entered into non cash transaction with directors or persons connected with them.

(xvi) The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

Alpesh Chandaria and Co  
Chartered Accountants  
Firm Reg. No. 138067W

*Alpesh Chandaria*  
Alpesh Chandaria  
Proprietor  
Membership No. 125826  
Place: Mumbai  
Dated: September 18, 2019



**Annexure B to Auditor' Report (Referred to in paragraph 2(f) of our report of even date)**

**Report on the Internal Financial Controls under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls over financial reporting of **HVAX TECHNOLOGIES PRIVATE LIMITED (hereinafter referred to as "the Company")** as of March 31, 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

**Management's Responsibility for Internal Financial Controls**

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

**Meaning of Internal Financial Controls Over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

**Limitations of Internal Financial Controls Over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become

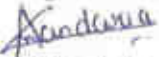


inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Alpesh Chandaria and Co  
Chartered Accountants  
Firm Reg. No. 138067W

  
Alpesh Chandaria  
Proprietor  
Membership No. 125826  
Place: Mumbai  
Dated: September 18, 2019



**HVAX Technologies Private Limited**

**Balance Sheet as at 31st March, 2019**

Particulars	Note	March 31, 2019	March 31, 2018
		Rs.	Rs.
<b>I. EQUITY AND LIABILITIES</b>			
<b>(1) Shareholder's Funds</b>			
(a) Share Capital	3	6,169,010	6,169,010
(b) Reserves and Surplus	4	32,055,166	16,229,631
(c) Money received against share warrants		-	-
<b>(2) Share application money pending allotment</b>			
		-	-
<b>(3) Non-Current Liabilities</b>			
(a) Long-term borrowings	5	31,064,882	-
(b) Deferred tax liabilities (Net)		-	-
(c) Other Long term liabilities		-	-
(d) Long term provisions		-	-
<b>(4) Current Liabilities</b>			
(a) Short-term borrowings	6	60,404,294	40,879,116
(b) Trade payables	7	74,218,738	47,752,224
(c) Other current liabilities	8	24,160,607	51,112,527
(d) Short-term provisions	9	30,000	1,311,449
<b>Total</b>		<b>228,102,697</b>	<b>163,453,957</b>
<b>II. Assets</b>			
<b>(1) Non-current assets</b>			
<b>(a) Fixed assets</b>			
(i) Tangible assets	10	72,797,344	9,730,581
(ii) Intangible assets		200,280	-
(iii) Capital work-in-progress		-	-
(iv) Intangible assets under development		-	-
(b) Non-current investments	11	2,946,611	1,491,611
(c) Deferred tax asset (net)	12	664,437	281,839
(d) Long term loans and advances		-	-
(e) Other non-current assets		-	-
<b>(2) Current assets</b>			
(a) Current investments		-	-
(b) Inventories	13	27,556,745	16,679,880
(c) Trade receivables	14	69,687,531	100,231,525
(d) Cash and cash equivalents	15	33,023,932	2,766,087
(e) Short-term loans and advances	16	21,225,818	32,272,434
(f) Other current assets		-	-
<b>Total</b>		<b>228,102,697</b>	<b>163,453,957</b>

Summary of significant accounting policies

2

The accompanying notes are integral part of the financial statements.

For Alpesh Chandaria and Co  
Firm registration number: 138067W  
Chartered Accountants

On Behalf of HVAX Technologies Private Limited

per Alpesh Chandaria  
Proprietor  
Membership No.: 125826



September 18, 2019  
Mumbai

  
Nirbhaynayan Singh  
Managing Director  
DIN 02709947

  
Prayagdott Mishra  
Director  
DIN 03306298

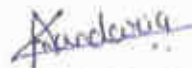
Profit and Loss statement for the year ended 31st March, 2019

Particulars	Note	March 31, 2019	March 31, 2018
		Rs.	Rs.
I. Revenue from operations	17	398,920,323	308,974,875
II. Other Income	18	9,536,032	4,204,415
<b>III. Total Revenue (I +II)</b>		<b>408,456,355</b>	<b>313,179,290</b>
<i>IV. Expenses:</i>			
Cost of materials consumed		-	-
Purchase of Stock-in-Trade	19	304,870,401	234,259,341
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	20	(10,876,865)	2,786,060
Employee benefit expense	21	41,523,776	33,206,167
Other expenses	22	40,919,222	27,319,014
<b>Total Expenses</b>		<b>376,436,534</b>	<b>297,570,581</b>
V. Earnings before interest, tax, depreciation and amortisation (EBITDA) (III - IV)		32,019,821	15,608,708
Less: Financial costs	23	6,261,015	4,938,451
Depreciation and amortization expense	10	3,618,388	1,242,031
VI. Profit before tax		<b>22,140,418</b>	<b>9,428,226</b>
VII. Tax expense:			
(1) Current tax		6,697,481	2,605,829
(2) Deferred tax		(382,598)	(82,425)
VIII. Profit(Loss) from the period from continuing		15,825,535	6,904,822
IX. Profit/(Loss) from discontinuing operations		-	-
X. Tax expense of discounting operations		-	-
XI. Profit/(Loss) from Discontinuing operations (IX - X)		-	-
XII. Profit/(Loss) for the period (XI + XIV)		<b>15,825,535</b>	<b>6,904,822</b>
XIII. Earning per equity share:			
(1) Basic		25.65	11.19
(2) Diluted		25.65	11.19

Summary of significant accounting policies 2  
The accompanying notes are integral part of the financial statements.

For Alpesh Chandaria and Co  
Firm registration number: 138067W  
Chartered Accountants

On Behalf of HVAX Technologies Private Limited

  
per Alpesh Chandaria  
Proprietor  
Membership No.: 125826



September 18, 2019  
Mumbai

  
Nirbhaynarayan Singh  
Managing Director  
DIN 02709947

  
Prayagdatt Mishra  
Director  
DIN 03306298

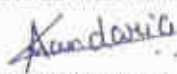
**HVAX Technologies Private Limited**

**Cash flow statement for the year ended 31st March, 2019**

Particulars	March 31, 2019	March 31, 2018
	Rs.	Rs.
<b>A CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net profit/(loss) before tax	22,140,418	9,428,226
Non cash adjustments to reconcile profit before tax to net cash flows		
Interest Income	(1,362,798)	(130,247)
Financial costs	6,261,015	4,938,451
Dividend	(45,000)	(45,000)
Depreciation and amortisation	3,618,388	1,242,031
<b>Operating profit before working capital changes</b>	<b>30,612,023</b>	<b>15,433,461</b>
<u>Movements in working capital</u>		
Increase/(Decrease) in trade payables	26,466,514	(11,901,259)
Increase/(Decrease) in other current liabilities	(26,951,920)	31,047,967
Increase/(Decrease) in short-term provisions	(1,281,449)	1,141,944
Decrease/(Increase) in inventories	(10,876,865)	2,786,060
Decrease/(Increase) in trade receivables	30,543,995	(20,490,446)
Decrease/(Increase) in short-term loans and advances	11,046,617	(17,817,748)
Decrease/(Increase) in other current assets	-	-
<b>Cash generated from / (used in) operations</b>	<b>59,558,914</b>	<b>199,980</b>
Provisions for Income Tax	(6,697,481)	(2,605,829)
<b>NET CASH FROM / (USED IN) OPERATING ACTIVITIES (A)</b>	<b>52,861,433</b>	<b>(2,405,849)</b>
<b>B CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of fixed assets	(66,885,431)	(1,067,632)
Dividend Received	45,000	45,000
Other Investments	(1,455,000)	(1,110,000)
<b>NET CASH FROM / (USED IN) INVESTING ACTIVITIES (B)</b>	<b>(68,295,431)</b>	<b>(2,132,632)</b>
<b>C CASH FLOW FROM FINANCING ACTIVITIES</b>		
Issuance of share capital	-	-
Share Application Money Received	-	-
<u>Long-term borrowings</u>		
Unsecured Loans	5,268,400	(1,700,000)
Repayment of Secured Loan - Car Loan	-	(163,465)
Business Loans	-	(497,960)
Increase in term Loans (Net)	31,064,882	-
<u>Short term borrowings</u>		
Increase in Bank CC	14,256,778	10,816,954
Finance Cost	(4,898,217)	(4,808,204)
<b>NET CASH FROM / (USED IN) INVESTING ACTIVITIES (C)</b>	<b>45,691,843</b>	<b>3,647,324</b>
<b>NET INCREASE IN CASH AND CASH EQUIVALENTS (A + B + C)</b>	<b>30,257,845</b>	<b>(891,157)</b>
ADD: Cash and cash equivalent at beginning of year	2,766,087	3,657,244
<b>Cash and cash equivalent at end of year</b>	<b>33,023,932</b>	<b>2,766,087</b>
<b>Cash and cash equivalents of closing balance comprise of:</b>		
Cash in hand	400,866	419,513
Balance in Current Accounts	2,036,536	49,327
Other Bank Balances	-	-
Fixed Deposits	29,762,855	1,624,085
Recurring Deposits	823,675	673,162
<b>Total Cash and cash equivalents (Note - 13)</b>	<b>33,023,932</b>	<b>2,766,087</b>

Summary of significant accounting policies

For Alpesh Chandaria & Co  
Firm registration number: 138067W  
Chartered Accountants

  
per Alpesh Chandaria  
Proprietor  
Membership No.: 125826

September 18, 2019  
Mumbai



On Behalf of HVAX Technologies Private Limited

  
Nirbhaynarayan Singh  
Managing Director  
DIN 02709947

  
Prayagdev Mishra  
Director  
DIN 03306298

HVAX Technologies Private Limited

## Notes forming part of Balance Sheet

### Note - 1 - Background

M/s. HVAX Technologies Private Limited is incorporated on November 26, 2010 with the main business object of executing HVAC (Heating, Ventilation & Air Conditioning) projects and units with using the equipments like Air Handling Units, ducting, Insulation, piping work, ventilators and air conditioners and other accessories and ancillaries equipments.

### Note - 2 - Significant Accounting Policies

#### 2.1 Basis of Preparation of financial statements

The financials statements of the company have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP). The company has prepared these financial statements to comply in all material respects with the accounting standards notified under the Companies (Accounting Standard) Rules, 2006 (as amended) and relevant provisions of the Companies Act 2013. The financial statements have been on an accrual basis and under the historical cost convention.

The accounting policies adopted in the preparation of financial statements are consistent with those of previous year.

The Company has also reclassified the previous year figures in accordance with the requirements applicable in the current year.

#### 2.2 Use of estimates

The preparation of financial statements in conformity with generally accepted accounting principles (GAAP) in India requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities on the date of the financial statements. Actual results could differ from those estimates. Management believes the assumptions used in the estimates are prudent and reasonable. Any revision to accounting estimates is recognized prospectively in the current and future periods.

During the year company have purchased office which was not put to use. Accordingly, depreciation not claimed during the Financial Year 2018-19 on leasehold Improvements. Interest on Property Loan has been capitalised.

#### 2.3 Fixed assets and depreciation / amortisation

Fixed assets are stated at cost of acquisition less accumulated depreciation / amortization and impairment. Cost includes purchase price and other cost attributable to acquisition and installation of the assets.

Intangible assets are recognised only when it is probable that the future economic benefits that are attributable to the assets will flow to the Company and the cost of such assets can be measured reliably. Intangible assets are stated at cost less accumulated amortisation and impairment loss, if any. All costs relating to the acquisition are capitalised.

Assets individually costing upto Rs. 5,000 are fully depreciated in the year of purchase.

#### 2.4 Revenue recognition

Revenue is recognised only when it can be reliably measured and it is reasonable to expect ultimate collection.



For HVAX TECHNOLOGIES PRIVATE LTD.

*Chief*  
*Director*

## HVAX Technologies Private Limited

### Notes forming part of Balance Sheet

#### 2.5 Foreign Currency Transactions

Foreign currency transactions are recorded at the exchange rates prevailing on the dates of the transactions. Exchange differences arising on foreign currency transactions settled during the period are recognized in the profit and loss account of that period.

#### 2.6 Taxation

Income tax expense comprises current tax (i.e. amount of tax for the period determined in accordance with the income-tax law) and deferred tax charge or credit (reflecting the tax effects of timing differences between accounting income and taxable income for the year). The current charge for income taxes is calculated in accordance with the relevant tax regulations applicable to the Company. The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognised using the tax rates that have been enacted or substantially enacted by the balance sheet date. Deferred tax assets are recognised only to the extent there is reasonable certainty that the assets can be realised in future; however, where there is unabsorbed depreciation or carry forward of losses, deferred tax assets are recognised only if there is a virtual certainty of realisation of such assets. Deferred tax assets are reviewed as at each balance sheet date and written down or written up to reflect the amount that is reasonably/ virtually certain (as the case may be) to be realised.

#### 2.7 Earnings per share (EPS)

Basic EPS is computed using the weighted average number of equity shares outstanding during the year. Diluted EPS is computed using the weighted average number of equity and potential equity shares outstanding during the year except where the results would be anti-dilutive.

#### 2.8 Provision and contingent liabilities

The Company creates a provision when there is a present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may or may not require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Corporate guarantee and collateral security in the form of Office Premises situated at F-62, Dreamz Mall, LBS Marg, Bhandup West, Mumbai 400 078 given to bankers to obtain Overdraft facility amounting to Rs. 1 Crore for M/s. Pharind Pharmaceuticals Private Limited.



FOR HVAX TECHNOLOGIES PRIVATE LTD.

  
DIRECTOR

**HVAX Technologies Private Limited**
**Notes to the financial statements for the period ended 31st March, 2019**

Particulars	March 31, 2019		March 31, 2018	
	Rs.		Rs.	
<b>Note 3: Share Capital</b>				
<i>Authorised Share Capital</i> 1500000 (1500000 on 31/03/2018) Eq Shares of Rs 10 each		<b>15,000,000</b>		<b>15,000,000</b>
<i>Issued, Subscribed and Paid up</i> 616901 (616901 on 31/03/2018) Eq Shares of Rs 10 each		6,169,010		6,169,010
		<b>6,169,010</b>		<b>6,169,010</b>

a. Shares reserved for issue under options - Not Applicable

b. Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

	31-Mar-19		31-Mar-18	
	No. of shares	Amount	No. of shares	Amount
Equity shares				
At the beginning of the period	616,901	6,169,010	616,901	6,169,010
Issued during the period - Fresh Allotment	-	-	-	-
Issued during the period - ESOP	-	-	-	-
Outstanding at the end of the period	616,901	6,169,010	616,901	6,169,010

c. Aggregate number of bonus shares issued, share issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date: Not Applicable

d. Details of shareholders holding more than 5% shares in the company

	% holding in class	No. of Shares	% holding in class	No. of Shares
Equity shares of Rs. 10 each fully paid				
Mr. Nirbhaynarayan Singh	50%	308,451	50%	308,451
Mr. Prayagdatt Mishra	50%	308,450	50%	308,450

**Note 4: Reserves and Surplus**

Share Premium		2,236,040		2,236,040
Balance as per the last financial statements		-		-
Additions during the year		-		-
Less: Appropriations		-		-
		<b>2,236,040</b>		<b>2,236,040</b>
Surplus / (deficit) in profit and loss		13,993,591		7,088,769
Balance as per the last financial statements		15,825,535		6,904,822
Profit for the year		-		-
Less: excess provision pertaining to earlier years		-		-
Less: Appropriations		-		-
		<b>29,819,126</b>		<b>13,993,591</b>

**Note 5: Long Term Borrowings**

Secured Loans				
TJSB Term Loan - Against Director's Car	-	-	164,958	-
Less: Current Maturity	-	-	164,958	-
Kotak Bank FCTL	32,617,870		-	-
Less: Current Maturity	6,885,726	25,732,144	-	-
Kotak Prime Car Loan	3,443,399		-	-
Less: Current Maturity	722,430	2,720,969	-	-
Yes Bank Car Loan	3,324,285		-	-
Less: Current Maturity	712,516	2,611,769	-	-
Unsecured Loans				
Shriram City Union Finance Ltd	-	-	290,718	-
Less: Current Maturity	-	-	290,718	-
Capital First	-	-	203,812	-
Less: Current Maturity	-	-	203,812	-
		<b>31,064,882</b>		<b>-</b>

**Note 6: Short Term Borrowings**

Secured Loans				
Bank Overdraft/ Cash Credits				
From Banks		55,119,294		40,862,516
Unsecured Loans				
From Directors		5,285,000		16,600
		<b>60,404,294</b>		<b>40,879,116</b>



For HVAX TECHNOLOGIES PRIVATE LTD.

*[Signature]*  
DIRECTOR

**HVAX TECHNOLOGIES PRIVATE LIMITED**

**Notes to the financial statements for the period ended 31st March, 2019**

Particulars	March 31, 2019	March 31, 2018
	Rs.	Rs.
<b>Note 7: Trade Payables</b>		
Sundry Creditors	74,218,738	47,752,224
	<b>74,218,738</b>	<b>47,752,224</b>
<b>Note 8: Other Current Liabilities</b>		
Salaries Payable	496,420	178,155
Employee Reimbursements	251,796	126,495
Expenses Payable	533,253	576,499
Current Maturities of Term Loan Payable	8,320,672	659,488
GST Payable	-	25,174
TDS Payable	436,927	657,360
Provident Fund	254,821	146,239
ESIC	19,017	13,858
Profession Tax	10,175	5,550
Advance from Customers	13,837,527	48,723,709
	<b>24,160,607</b>	<b>51,112,527</b>
<b>Note 9: Short-term provisions</b>		
Audit Fees	30,000	30,000
Income Tax / MAT	-	1,281,449
	<b>30,000</b>	<b>1,311,449</b>
<b>Note 11: Non Current Investments</b>		
Shares in TJSB	300,000	300,000
Quoted Investments (Market Value - 13,71,762 Rs /-)	1,365,000	900,000
Other Investments	1,200,000	210,000
Gold Coins	81,611	81,611
	<b>2,946,611</b>	<b>1,491,611</b>
<b>Note 12: Deferred tax asset (net)</b>		
Share Capital Increase Stamp duty & ROC Fees: Impact of difference between allowance under IT Act and charged for the financial reporting	-	-
Fixed Asset: Impact of difference between tax depreciation and depreciation/amortization charged for the financial reporting	664,437	281,839
	<b>664,437</b>	<b>281,839</b>
<b>Note 13: Inventories</b>		
Stock in hand	27,556,745	16,679,880
	<b>27,556,745</b>	<b>16,679,880</b>
<b>Note 14: Trade receivables</b>		
<u>Unsecured, considered good unless stated otherwise</u>		
Outstanding for a period exceeding six months from the date they are due for payment	32,619,896	38,603,570
Other Receivables	37,067,634	61,627,956
	<b>69,687,531</b>	<b>100,231,525</b>



For HVAX TECHNOLOGIES PRIVATE LTD.

*(Signature)*  
DIRECTOR

**HVAX TECHNOLOGIES PRIVATE LIMITED**

**Notes to the financial statements for the period ended 31st March, 2019**

Particulars	March 31, 2019		March 31, 2018	
		Rs.		Rs.
<b>Note 15: Cash &amp; Cash Equivalents</b>				
Cash in hand		400,866		419,513
Balance in Current Accounts		2,036,536		49,327
Other Bank Balances				1,624,085
Fixed Deposits		29,762,855		673,162
Recurring Deposits		823,675		
		<b>33,023,932</b>		<b>2,766,087</b>
<b>Note 16: Short-term loans and advances</b>				
<u>Unsecured, considered good unless stated otherwise</u>				
<b>Advances</b>				
Advance to Employees	449,539		423,751	
Advance to Creditors	3,076,162		2,396,023	
Advance to Others	811,814	4,337,515	13,108,760	15,928,535
<b>Deposits</b>				
Office Deposits	980,000		980,000	
Other Deposits	166,500	1,146,500	66,500	1,046,500
Income Tax Refund		205,404		162,639
Prepaid Expenses		314,857		335,300
TDS Recoverable from Financial Institutions		134,809		105,322
TDS Credit		32,382		35,656
GST - Input Credit		8,834,467		9,970,555
MVAT / GST - Refund		6,219,882		4,687,927
		<b>21,225,818</b>		<b>32,272,434</b>
<b>Note 17: Revenue from Operations</b>				
Gross Sales		198,219,683		126,579,998
Less Sales Return/ Rate Difference		1,891,822		365,390
Less GST Charged		33,464,580		20,161,263
Net Sales		<b>162,863,282</b>		<b>106,053,345</b>
Export Sales/ SEZ sales		199,091,667		184,181,959
		<b>199,091,667</b>		<b>184,181,959</b>
Sale of Services/ Exports of Services		36,965,374		21,930,804
Less GST Charged				3,191,234
Net Sales		<b>36,965,374</b>		<b>18,739,570</b>
		<b>398,920,323</b>		<b>308,974,875</b>
<b>Note 18: Other Income</b>				
Interest on Fixed Deposit		1,362,798		130,247
Dividend Income		45,000		45,000
Sale of License		5,417,630		2,348,109
Duty Drawback		2,710,604		1,681,059
		<b>9,536,032</b>		<b>4,204,415</b>
<b>Note 19: Purchase of Stock-in-Trade</b>				
Gross Purchase		350,378,016		268,244,576
Less: Purchase Return		(2,111,219)		(4,531,412)
Less: GST		(43,367,546)		(28,823,953)
Less: Discount & Difference		(28,849)		(629,871)
Net Purchase		<b>304,870,401</b>		<b>234,259,341</b>
<b>Note 20: Changes in inventories of finished goods, work-in-progress and Stock-in-Trade</b>				
Opening Stock in hand		16,679,880		19,465,940
Closing Stock in hand		27,556,745		16,679,880
		<b>(10,876,865)</b>		<b>2,786,060</b>



For HVAX TECHNOLOGIES PRIVATE LTD.

*Handwritten signature*  
DIRECTOR

**HVAX TECHNOLOGIES PRIVATE LIMITED**

**Notes to the financial statements for the period ended 31st March, 2019**

Particulars	March 31, 2019	March 31, 2018
	Rs.	Rs.
<b>Note 21: Employee benefit expense</b>		
Salaries	29,151,073	23,512,611
Directors Remuneration	9,600,000	7,080,000
Provident Fund Contributions	826,992	902,259
Staff Welfare	1,797,525	1,438,824
ESIC Contributions	148,186	272,473
	<b>41,523,776</b>	<b>33,206,167</b>
<b>Note 22: Other Expenses</b>		
Freight Charges	11,152,781	4,731,989
Sales Promotion and Exhibition Expenses	3,742,748	1,516,141
Site Expenses	63,737	65,190
Conveyance Expenses	197,163	449,683
Professional & Consulting & Legal	6,103,731	3,231,680
Tours and Travelling	6,347,238	6,829,572
Rent	2,969,242	2,412,524
Vehicle Expenses	415,997	319,594
Exchange Gain / Loss	3,090,365	527,833
Telephone & Mobile & Internet	590,154	658,779
Insurance	617,384	569,451
Printing & Stationery	403,723	348,074
Computer Exp.	96,244	19,900
Donations	153,000	-
Office Maintenance & Electricity	419,524	154,789
Repairs and Maintenance	140,600	77,021
Office Expenses	429,321	662,908
Postage & Courier Charges	133,562	89,701
Other Expenses	623,818	791,628
Clearing and Forwarding Expenses	2,699,573	3,168,358
Audit Fees	30,000	30,000
Inspection Charges	55,518	383,824
Commission	200,000	158,375
Advertisement Charges	243,800	122,000
	<b>40,919,222</b>	<b>27,319,014</b>
<b>Note 23: Financial costs</b>		
Interest Expenses	4,719,850	3,990,329
Bank Processing and Other Charges	1,541,165	948,122
	<b>6,261,015</b>	<b>4,938,451</b>



For HVAX TECHNOLOGIES PRIVATE LTD.

*[Signature]*  
*[Signature]*  
 DIRECTOR

**HVAX TECHNOLOGIES PRIVATE LIMITED**

**Notes to the financial statements for the period ended 31st March, 2019**

Particulars		March 31, 2019		March 31, 2018	
			Rs.		Rs.
<b>Note 24: Additional information</b>					
A) Deferred tax					
Deferred tax Liability on account of:					
difference upto Last year			281,839		199,414
difference for the current year			382,598		82,425
Net Deferred Tax Assets			<b>664,437</b>		<b>281,839</b>
B) Financial Notes					
i) Contingent Liabilities					
			-		-
ii) Auditor's Remuneration					
Audit Fees			30,000		30,000
			<b>30,000</b>		<b>30,000</b>
iii) Directors Salary					
			9,600,000		7,080,000
			<b>9,600,000</b>		<b>7,080,000</b>
iv) Imports					
Raw Material	\$0		-	\$0	-
Raw Material	€ 9,320		770,971	€ 0	-
v) Earning in Foreign Exchange					
Export Sale	€ 26,759		2,100,582	\$2,080,243	133,964,258
Export Sale	INR		55,916,849	INR	47,427,366
Export Sale	\$ 2,071,126		141,074,236	\$	-
Export Service	€ 0		-	€ 2,540	190,488
Export Service	INR		3,123,556	INR	-
Export Service	\$242,612		17,365,351	\$24,645	1,828,597
vi) Expenditure in Foreign Currency					
Tour Expenses	\$36,421		2,433,740	\$18,250	1,218,182
Tour Expenses	€ 0		-	€ 4,700	365,895
Staff Welfare	\$4,645		333,000	\$0	-
Exhibition Charges	\$0		-	\$15,621	1,011,019
Exhibition Charges	€ 11,571		966,118	€ 0	-



For HVAX TECHNOLOGIES PRIVATE LTD.

*[Signature]*  
DIRECTOR

**HVAX TECHNOLOGIES PRIVATE LIMITED**

Note 10: Fixed Assets as on 31st March 2019.

Description of assets	Rate of Dep.	Gross Block		Depreciation / Amortisation		Net Block			
		As at 1 April 2018	Additions	Deletions/ Adjustments	As at 31 March 2019	Additions	Deletions/ Adjustments	As at 31 March 2019	As at 31 March 2018
<b>Tangible assets</b>									
Computer, Laptops, Printers		1,437,404	321,997	-	1,759,401	309,087	1,423,002	536,599	522,405
Office Equipments		1,107,365	32,043	-	1,139,408	288,700	778,863	250,545	617,202
Plant and Machinery		104,630	143,875	-	248,505	16,508	63,838	184,670	87,504
Vehicles		-	9,188,749	-	9,188,749	2,444,238	2,444,238	6,724,511	6,093,505
Office Premises		6,891,500	55,815,423	-	62,506,923	-	-	62,506,923	-
Improvement to Land		-	1,540,144	-	1,540,144	-	-	1,540,144	-
Furniture & Fixtures		3,232,102	1,540,144	-	3,232,102	407,770	2,090,950	1,141,152	1,548,922
<b>Sub Total</b>		<b>12,776,201</b>	<b>66,823,031</b>	<b>-</b>	<b>79,599,232</b>	<b>3,465,304</b>	<b>6,880,808</b>	<b>72,787,344</b>	<b>9,439,617</b>
<b>Intangible assets</b>									
Software		398,790	62,400	-	461,190	153,084	268,910	230,280	290,564
<b>Sub Total</b>		<b>398,790</b>	<b>62,400</b>	<b>-</b>	<b>461,190</b>	<b>153,084</b>	<b>268,910</b>	<b>230,280</b>	<b>290,564</b>
<b>Grand Total</b>		<b>13,172,991</b>	<b>66,885,431</b>	<b>-</b>	<b>80,059,422</b>	<b>3,618,388</b>	<b>7,051,798</b>	<b>72,997,624</b>	<b>9,730,581</b>



For HVAX TECHNOLOGIES PRIVATE LTD.

*Chief*

*[Signature]*  
DIRECTOR

**HVAX Technologies Private Limited**

Notes to the financial statements for the period ended 31st March, 2019

Note 25: Disclosures as required by the Accounting Standard - 18 on "Related Party Disclosures"

**List of Related Parties**

Party Name	Relation
Mr. N S Singh	Director
Mr. P V Mishra	Director
Ms. A S Singh	Director's Sister
Mrs. S P Mishra	Director's Wife
Pharind Pharmaceuticals Pvt Ltd	Director's Company
HVAX Engineering	Director' firm

Nature of Transactions	Related Party					
	Mr. N S Singh	Mr. P V Mishra	Ms. A S Singh	Mrs. S P Mishra	Pharind Pharmaceuticals Pvt Ltd	HVAX Engineering
<u>Profit &amp; Loss Account item</u>						
Salaries	4,800,000	4,800,000	1,609,032	1,620,000	-	-
Car Rent	41,286	-	-	-	-	-
Purchases	-	-	-	-	-	104,822,622
Labour Charges	-	-	-	-	-	7,207,048
<u>Balance Sheet Items</u>						
Sundry Creditors	-	-	-	-	-	-
Salaries Payable	72,164	70,352	-	-	-	-
Reimbursement of Expenses Receivable	-	(100,535)	-	-	-	-
Unsecured Loan taken	7,846,000	600,000	-	-	-	-
Repayment of unsecured loans	(3,046,000)	(115,000)	-	-	-	-
					11,814	
						26,753,836

For HVAX TECHNOLOGIES PRIVATE LTD.



Signature of Director

## HVAX Technologies Private Limited

Notes to the financial statements for the period ended 31st March, 2019

### Note 26: EPS

	3/31/2019	3/31/2018
No. of Shares as on	616,901	616,901
No. of Shares Issued on	-	-
<b>Total No. of Shares</b>	<b>616,901</b>	<b>616,901</b>
Net Profit after tax	15,825,535	6,904,822
EPS	25.65	11.19
Face value	10	10

### Note: 27 Micro Small and Medium Enterprises

The Company has not received any intimation from its "suppliers" regarding their status under the Micro Small and Medium Enterprises Development Act, 2006 and hence, the disclosures, if any, relating to the amounts unpaid as at 31 March 2019 together with the interest paid / payable as required under the said Act have not been given.

### Note: 28 Previous year Figures

Previous year's figures have been regrouped wherever necessary to confirm to current year's classification.



For HVAX TECHNOLOGIES PRIVATE LTD.

  
DIRECTOR

**Regd Office:**

F - 62, Dreams The Mall, L. B. S. Road, Bhandup (W), Mumbai - 400 076. Web: www.hvax.in | Email: info@hvax.in

**Corporate office:**

601, Lodha Supremus, iThink Techno Campus, Kharjumbag (E), Mumbai-42, Tel: 022- 48739447 | info@hvax.in

**DIRECTORS' REPORT**

To,  
The Members

The Directors hereby present the Ninth Annual Report of the Company along with the Audited Financial Statements for the year ended as at 31<sup>st</sup> March, 2019.

**Financial Summary & Highlights**

The Company's Financial Summary for the year, along with previous year figures is given hereunder:

(in `)

Particulars	Current Year	Previous Year
Total Revenues	40,84,56,355	31,31,79,290
Profit / (Loss) before Depreciation & Amortization Expenses	2,57,58,806	1,06,70,257
Less : Depreciation & Amortization Expenses	36,18,388	12,42,031
Profit / (Loss) before Tax	2,21,40,418	94,28,226
Less : Tax Expense	63,14,883	25,23,404
Net Profit / (Loss) after Tax	1,58,25,535	69,04,822

**Review of Operational Performance & State of Company's Affairs**

Revenue from Operations and Other Income accrued for the current year amounted to ` 40,84,56,355/- as compared to ` 31,31,79,290/- for the previous year. Net Profit before Tax for the current year is ` 2,21,40,418/- as compared to ` 94,28,226/- in the previous year. Net Profit after Tax for the current year is ` 1,58,25,535/- as compared to ` 69,04,822/- in the previous year. The Company is envisaging improvement in the market conditions in the near future and expecting more positive results in the years to come. Your Directors are

For HVAX TECHNOLOGIES PRIVATE LTD.

  
DIRECTOR

**Regd Office:**

F - 62, Dream The Mall, L. B. S. Road, Bhandup (W), Mumbai - 400 078. Web: www.hvax.in | Email: info@hvax.in

**Corporate office:**

601, Lodha Supremus, I Think Techno Campus, Kanjurmarg (E), Mumbai-42. Tel: 022- 49739447 | info@hvax.in

making efforts to source more business opportunities and the business is expected to increase in future.

**Dividend**

Directors hereby decided to retain the surplus profits for future expansion and hence no dividends have been declared for FY 2018-19.

**Transfer to Reserves**

Directors do not intent to transfer any amount to reserves during the current year.

**Number of Board Meetings**

The Board of Directors met 7 times during the year ended as at 31<sup>st</sup> March, 2019 in accordance with the provisions of the Companies Act, 2013 and rules made thereunder. All the Directors actively participated in the meetings and contributed valuable inputs on the matters brought before the Board of Directors from time to time.

The Board met Seven (7) times during the year on 05<sup>th</sup> April, 2018, 22<sup>nd</sup> June, 2018, 03<sup>rd</sup> August 2018, 04<sup>th</sup> September, 2018, 08<sup>th</sup> November 2018, 27<sup>th</sup> January, 2019 and 20<sup>th</sup> March, 2019 respectively.

**Composition of Directors / Attendance at Meeting / Directorship**

Sr. No.	Name of the Director	Category of Directors	Attendance	
			No. of Board Meetings held during the year	No. of Board Meeting Attended
1	Nirbhaynarayan Singh	Director	7	7
2	Prayagdatt Mishra	Director	7	7

All the directors were physically present at the Board meeting.

**Deposits**

The Company has neither accepted nor renewed any deposits during the year nor does it have any outstanding deposits as at the Balance Sheet date.

**Extract of the Annual Return**

The Extract of the Annual Return pursuant to Section 92 read with Rule 12 of the Companies (Management and Administration) Rules, 2014, is furnished in Annexure I.

For HVAX TECHNOLOGIES PRIVATE LTD.

  
  
DIRECTOR

**Regd Office:**

F - 62, Dreamz The Mall, L. B. S. Road, Bhandup (W), Mumbai - 400 078 Web: www.hvax.in Email: info@hvax.in

**Corporate office:**

601, Lodha Supremus, (Think Techno Campus, Karjurnagar (E), Mumbai-42, Tel: 022- 49736447 | info@hvax.in

**Directors**

There has been no change in the Board of Directors during the year. Mr. Nirbhaynarayan Singh (DIN: 02709947) and Mr. Prayagdatt Mishra (DIN: 03306298) continue to act as Directors of the Company. None of the Directors are disqualified from being appointed as a Director in terms of Section 164(2) of the Act.

**Explanation on Qualifications, etc. of the Auditors and Practicing Company Secretary in their Reports**

There was no qualification, reservation or adverse remark or disclaimer made by the Auditors in their report. The provisions of Section 204 of the Act, relating to submission of Secretarial Audit Report are not applicable to the Company.

**Auditors**

M/s Alpesh Chandaria and Co., Chartered Accountants, Chartered Accountants are to be appointed as Statutory Auditors for a further period of 5 years in the Annual General Meeting to be held on September 30, 2019. Their continuance of appointment and payment of remuneration are to be confirmed and approved in the ensuing Annual General Meeting. The Company has received a certificate from the above Auditors to the effect that if they are reappointed, it would be in accordance with the provisions of Section 141 of the Companies Act, 2013.

**Particulars of Employees pursuant to Rule 5(2) of Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014**

No person was employed throughout the year or part thereof, in respect of which, particulars under Rule 5(3) of Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, are required to be furnished.

**Particulars of Loans, Guarantees or Investments under Section 186 of the Act**

Particulars of loans given and investments made by the Company under Section 186 of the Act, during the year, can be referred from the notes to financial statements of the Company for the year ended as at 31<sup>st</sup> March, 2019.

**Material Changes & Commitment, if any, affecting the Financial Position of the Company**

For HVAX TECHNOLOGIES PRIVATE LTD.

  
DIRECTOR

**Regd Office:**

F - 02, Dreamz The Mall, L. B. S. Road, Shandup (W), Mumbai - 400 078. Web: www.hvax.in | Email: info@hvax.in

**Corporate office:**

601, Lodha Supremus, iThink Techno Campus, Kanjurmarg (E), Mumbai-42, Tel: 022- 49729447 | info@hvax.in

No material changes or commitments affecting the financial position of the Company have occurred between the end of the financial year to which these financial statements relate and the date of this report.

**Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo**

The particulars pertaining to conservation of energy & technology absorption as required to be furnished under Section 134(3)(m) of the Companies Act, 2013, read with Rule 8(3) of the Companies (Accounts) Rules, 2014, are not applicable to the Company. There were no Foreign Exchange Outgo during the year. Details of Foreign Exchange Earnings are as follows:

**Details of foreign exchange earnings**

Particulars	Current Year	Previous Year
Export of Goods and Services	21,95,80,574	13,59,83,343
<b>Total of foreign exchange earning</b>	<b>21,95,80,574</b>	<b>13,59,83,343</b>
Imports and Expenses	45,03,829	25,95,096
<b>Total Foreign Outgo</b>	<b>45,03,829</b>	<b>25,95,096</b>

**Contracts or Arrangements entered into pursuant to Section 188 of the Act**

There were contracts or arrangements made with related parties as defined under Section 188 of the Companies Act, 2013 during the year under review were entered into by the company in its ordinary course of business and are not prejudicial to the interest of the company. Annexure II AOC 2 is attached herewith the report



**Subsidiaries, Joint Ventures & Associate Companies**

As at 31<sup>st</sup> March, 2019, the Company does not have any Subsidiary, Joint Venture or Associate Company neither any company became or ceased to be its Subsidiary, Joint Venture or Associate Company during the year.

**Policy Development & Implementation on Corporate Social Responsibility Initiatives**

The Company has not developed any policy on Corporate Social Responsibility initiative as the provisions of Section 135 of the Act, are not applicable.

For HVAX TECHNOLOGIES PRIVATE LTD.

  
  
DIRECTOR

**Regd Office:**

F - 62, Dreamz The Mall, L- B. S. Road, Bhandup (W), Mumbai - 400 078, Web: www.hvax.in Email: info@hvax.in

**Corporate office:**

601, Lodha Supremus, I Think Techno Campus, Kanjurmarg (E), Mumbai-42, Tel: 022- 49739447 | info@hvax.in

**Policy relating to Directors Appointment and Remuneration**

Since, the provisions of Section 178(1) of the Act, are not applicable to the Company, No policy relating to directors appointment and remuneration, etc. is been developed.

**Declaration of Independent Directors**

The provisions of Section 149 of the Act, pertaining to the appointment of Independent Directors are not applicable to the Company.

**Directors Responsibility Statement**

Pursuant to Section 134(3)(c) of the Act, read with Section 134(5) of the Act, Your Directors state that:

- a. in the preparation of the annual accounts, the applicable accounting standards had been followed and that there are no material departures;
- b. after consulting the Auditors, had selected the accounting policies and applied them consistently and had 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 / loss for that period;
- c. to the best of their knowledge and ability, had taken proper and sufficient care, for the maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. the annual accounts had been prepared on a going concern basis; and
- e. to the best of their knowledge and ability, had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.



Pursuant to Section 134(3)(ca) of the Companies Act, 2013 ("Act"), directors confirm that there are no frauds reported by auditors under Section 143(12) of the Act.

**Development and Implementation of Risk Management Policy**

The Company does not have any Risk Management Policy as the elements of risk threatening the Company's existence are negligible in the opinion of the Board.

**Significant & Material Orders passed impacting the Going Concern Status and Company's Future Operation**

For HVAX TECHNOLOGIES PRIVATE LTD,

  
  
DIRECTOR

**Regd Office:**

F - 62, Dreamz The Mall, L. B. S. Road, Bhandup (W), Mumbai - 400 078. Web: www.hvax.in | Email: info@hvax.in

**Corporate office:**

601, Lodha Supremus, I Think Techno Campus, Karjurmarg (E), Mumbai-42. Tel: 022-49739447 | info@hvax.in

No significant or material orders had been passed by the Regulators / Courts / Tribunals which would impact the going concern status of the Company or its future operations.

**Adequacy of Internal Financial Controls with reference to the Financial Statements**

- a) Your Directors hereby report that, your Company has maintained adequate internal controls commensurate with its size and its nature of the operation. There are suitable monitoring procedures in place to provide reasonable assurance for accuracy and timely reporting of the financial information and compliance with the statutory requirements. There are proper policies, guidelines and delegation of powers issued for the compliance of the same across the Company.
- b) For the purpose of ensuring accuracy in the preparation of the financials, your company has implemented various checks and balances like periodic reconciliation of major accounts, review of accounts, obtaining confirmation of various balances and proper approval mechanism.

Your Company has documented all major processes in the area of expenses, bank transactions, payments, statutory compliances and period end financial accounting process. Your Company is continuously putting its efforts to align the processes and controls with the best practices in the industry.

**Composition of Audit Committee and Establishment of Vigil Mechanism**

Since, the provisions of Section 177 of the Act, read with Rule 6 & 7 of the Companies (Meetings of the Board and its Powers) Rules, 2014, are not applicable to the Company, No audit committee is been constituted and neither vigil mechanism is been established.



**Other Disclosures**

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

- Issue of equity shares with differential rights as to dividend, voting or otherwise.
- Issue of shares (including sweat equity shares) to employees of the Company.

**Acknowledgements**

For HVAX TECHNOLOGIES PRIVATE LTD.

  
  
DIRECTOR

CIN NO: U74999MH2010PTC210329  
GST NO: 27AAGCH5453M1Z9

**HVAX**  
Technologies Private Ltd.

**Regd Office:**

F - 62, Dreamz The Mall, L. B. S. Road, Bhandup (W), Mumbai - 400 078. Web: www.hvax.in | Email: info@hvax.in

**Corporate office:**

801, Lotha Supremus, (Think Techno Campus, Kanjurmarg (E), Mumbai-42. Tel: 022- 49739447 | info@hvax.in

Your Directors place on record their thanks and appreciation to business associates, technology partners, vendors, government authorities and bankers of the Company for the help and co-operation extended to the Company.

The relations between the management and the staff remained cordial during the year.

Your Directors place on record their thanks and appreciation of the work done by the employees. Your Directors appreciate and value the trust reposed upon them by the members of the Company.

Date : 18<sup>th</sup> September 2019

For and on behalf of the board

Place : Mumbai

  
Kirbhaynarayan Singh  
Director  
(DIN: 02709947)

  
Piyadatt Mishra  
Director  
(DIN: 03306298)

**Annexure I - Form No. MGT 9**

**Extract of the 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	U74999MH2010PTC210329
ii	Registration Date	26-Nov-10
iii	Name of the Company	HVAX Technologies Private Limited
iv	Category/Sub-category of the Company	Company limited by shares - Indian Non Government
v	Address of the Registered office & contact details	F62 First Floor, The Dreamz Mall, LBS Marg, Bhandup West, Mumbai - 400078 Email : nirbhay.s@hvax.in, Tel : 9821554956
vi	Whether listed company	No
vii	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Not Applicable

**II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY - NOT APPLICABLE**

All the business activities contributing 10% or more of the total turnover of the company

Sl. No.	Name & Description of main products / services	NIC Code	% to total turnover
1	Heating, Ventilation & Air Conditioning	33200	100%
2			

**III PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES: NIL**

Sl. No.	Name & Address of the Company	CIN/GLN	Holding / Subsidiary / Associate	% of Shares Held	Applicable Section
1					
2					

For HVAX TECHNOLOGIES PRIVATE LTD.

  
  
DIRECTOR

IV. SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)

1. Category-wise Share Holding

	Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A	Promoters									
1	Indian									
a	Individual / HUF	-	616,901	616,901	100.00	-	616,901	616,901	100.00	-
	SUB TOTAL (A) (1)	-	616,901	616,901	100.00	-	616,901	616,901	100.00	-
2	Foreign									
	SUB TOTAL (A) (2)	-	-	-	-	-	-	-	-	-
	Total Shareholding of Promoter (A)=(A)(1)+(A)(2)	-	616,901	616,901	100.00	-	616,901	616,901	100.00	-
B	Public Shareholding									
1	Institutions									
	SUB TOTAL (B)(1)	-	-	-	-	-	-	-	-	-
2	Non Institutions									
	SUB TOTAL (B)(2)	-	-	-	-	-	-	-	-	-
	Total Public Shareholding (B)=(B)(1)+(B)(2)	-	-	-	-	-	-	-	-	-
C	Shares held by Custodian for GDRs & ADRs									
		-	-	-	-	-	-	-	-	-
	Grand Total (A+B+C)	-	616,901	616,901	100.00	-	616,901	616,901	100.00	-

For HVAX TECHNOLOGIES PRIVATE LTD.



  
DIRECTOR

ii Shareholding of Promoters

Sl. No.	Shareholder's 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	Nirbhaynarayan Singh	308,451	50.00	-	308,451	50.00	-	-
2	Prayagdatt Mishra	308,450	50.00	-	308,450	50.00	-	-
3								
4								
	<b>Total</b>	<b>616,901</b>	<b>100.00</b>	<b>-</b>	<b>616,901</b>	<b>100.00</b>	<b>-</b>	<b>-</b>

iii Change in Promoters' Shareholding (please specify, if there is no change)

Sl. No.	Particulars	Date of Increase / (Decrease)	Reason of Increase / (Decrease)	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year						
1	Increase / (Decrease)						
2	Increase / (Decrease)						
3	Increase / (Decrease)						
4	Increase / (Decrease)						
	At the end of the year						

For HVAX TECHNOLOGIES PRIVATE LTD.

*Handwritten signature*  
  
 Director

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

Sl. No.	Particulars	Date of Increase / (Decrease)	Reason of Increase / (Decrease)	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year			-	-	-	-
1	Increase / (Decrease)			-	-	-	-
	At the end of the year (or on the date of separation, if separated during the year)			-	-	-	-

v Shareholding of Directors and Key Managerial Personnel

Sl. No.	Particulars	Date of Increase / (Decrease)	Reason of Increase / (Decrease)	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Name of Managing Director	Nirbhayriyan Singh					
	At the beginning of the year			308,451	50.00	308,451	50.00
1	Increase / (Decrease)			-	-	-	50.00
	At the end of the year			308,451	50.00	308,451	50.00
2	Name of Director	Prayagdatt Mishra					
	At the beginning of the year			308,450	50.00	308,450	50.00
1	Increase / (Decrease)			-	-	-	50.00
	At the end of the year			308,450	50.00	308,450	50.00

For HVAX TECHNOLOGIES PRIVATE LTD.

  
DIRECTOR

(a)	Salary as per provisions contained in section 17(1) of the Income Tax, 1961	4,800,000	4,800,000	-	-	-	9,600,000
(b)	Value of perquisites u/s 17(2) of the Income Tax Act, 1961	-	-	-	-	-	-
(c)	Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-	-	-	-	-
2	Stock option	-	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-	-
4	Commission						
	as % of profit	-	-	-	-	-	-
	others, specify—	-	-	-	-	-	-
5	Others, please specify	-	-	-	-	-	-
	Total (A)	4,800,000	4,800,000	-	-	-	9,600,000
	Ceiling as per the Act			Not Applicable			

For HWAX TECHNOLOGIES PRIVATE LTD.

  
DIRECTOR

B Remuneration to other directors

Sl. No.	Particulars of Remuneration	Name of the Directors				Total Amount
<b>1</b>	<b>Independent Directors</b>					
	Fee for attending board / committee meetings					
	Commission					
	Others, please specify					
	<b>Total (1)</b>					
<b>2</b>	<b>Other Non-Executive Directors</b>					
	Fee for attending board / committee meetings					
	Commission					
	Others, please specify					
	<b>Total (2)</b>					
	<b>Total (B)=(1+2)</b>					
	<b>Total Managerial Remuneration</b>					
	<b>Overall Ceiling as per the Act</b>					

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

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
<b>1</b>	<b>Gross salary</b>				
(a)	Salary as per provisions contained in section 17(1) of the Income Tax, 1961				

For HVAX TECHNOLOGIES PRIVATE LTD.

  
  
 DIRECTOR

(b)	Value of perquisites u/s 17(2) of the Income tax Act, 1961				
(c)	Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961				
2	Stock option				
3	Sweat Equity				
4	Commission as % of profit others, specify:-				
5	Others, please specify				
	Total				

For HYAX TECHNOLOGIES PRIVATE LTD.

  
DIRECTOR

**VII 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.</b>	<b>COMPANY</b>					
	Penalty					
	Punishment					
	Compounding					
<b>B.</b>	<b>DIRECTORS</b>					
	Penalty					
	Punishment					
	Compounding					
<b>C.</b>	<b>OTHER OFFICERS IN DEFAULT</b>					
	Penalty					
	Punishment					
	Compounding					

For HVAX TECHNOLOGIES PRIVATE LTD.

*[Signature]*  
DIRECTOR

**Annexure B - Performance and Financial Position of Subsidiaries, Joint Ventures & Associate Companies**

**Subsidiaries**

Sr. No.	Name of the Subsidiary	Share Capital	Reserves & Surplus	Total Assets	Total Liabilities	Investments	Turnover / Total Income	PBT	Provision for Taxation	PAT	Proposed Dividend	% of Shareholding
		-	-	-	-	-	-	-	-	-	-	

Names of subsidiaries which are yet to commence operations

Names of subsidiaries which have been liquidated or sold during the year



**Associates and Joint Ventures**

Sr. No.	Name of the Associate / Joint Venture	Latest Audited Balance Sheet Date	No. of Shares held at the year end	Amount Invested	Extent of % Holding	Description of Significant Influence	Reason why not Consolidated	Networth attributable to Shareholding as per latest audited Balance Sheet	Profit / Loss for the year Considered in Consolidation	Profit / Loss for the year not Considered in Consolidation
-	-	-	-	-	-	-	-	-	-	-

Names of associates or joint ventures which are yet to commence operations

Names of associates or joint ventures which have been liquidated or sold during the year

For HVAX TECHNOLOGIES PRIVATE LTD.

  
  
 DIRECTOR