
INDEPENDENT AUDITORS' REPORT

**TO THE MEMBERS OF
KONARK NATURAL FOODS PRIVATE LIMITED,
(Formerly known as Konark Solartech Private Limited)**

Report on the Financial Statements

We have audited the accompanying financial statements of Konark Natural Foods Private Limited (formerly known as **Konark Solartech Private Limited**) ('the Company'), which comprise the Balance Sheet as at 31st March 2015, the statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone 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 and presentation of the 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 the Companies (Accounts) Rules, 2014. This responsibility also includes 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 frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on the financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.



We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

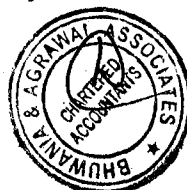
In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2015 and its profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.

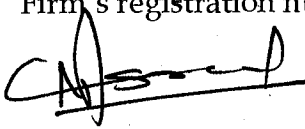
2. As required by Section 143 (3) of the Act, we report that:

- (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 standalone 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 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2015 from being appointed as a director in terms of Section 164 (2) of the Act; and
- (f) 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 and therefore no impact or disclosure in relation to the same has been made in the financial statement;
 - (ii) the Company does not see any foreseeable losses on long-term contracts as on the balance sheet date and the Company has not entered into any derivative contracts, therefore no provision has been made in relation to the same;
 - (iii) the Company has not declared any dividends either in the current year or during any of the previous years and therefore transferring of the amounts in the Investor Education and Protection Fund by the Company does not arise.

For Bhuwania & Agrawal Associates
Chartered Accountants
Firm's registration number: 1014836



Partner **NIRANJANKUMAR AGRAWAL**
Membership number: **M. No:- 34659**
Mumbai
30th May, 2015

KONARK NATURAL FOODS PRIVATE LIMITED
(Formerly known as Konark Solartech Private Limited)
BALANCE SHEET AS AT 31ST MARCH 2015

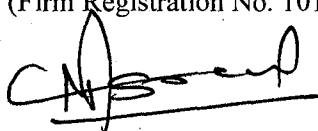
(Amount in Rs.)

Sr. No	Particulars	Note No	As At 31.03.2015	As At 31.03.2014
I.	<u>EQUITY AND LIABILITIES</u>			
1	Shareholders' funds			
a.	Share capital	2	100,000	100,000
b.	Reserves and surplus	3	(128,661)	(85,731)
2	Non-current liabilities		-	-
3	Current liabilities			
a.	Short Term Borrowings	4	5,039,472	180,000
b.	Trade payables	5	706,086	7,684
c.	Other current liabilities	6	473,535	11,236
	TOTAL		6,190,433	213,189
II.	<u>ASSETS</u>			
1	Non-current assets			-
a.	Fixed assets			
i)	Tangible Assets	7	120,693	-
ii)	Intangible Assets		-	-
iii)	Product Development Expenses		2,421,061	
b.	Other Non-current assets	8	172,000	
2	Current assets			
a.	Trade Receivables	9	845,100	139,499
b.	Cash and cash equivalents	10	11,095	58,190
c.	Short Term Loans & Advances	11	2,620,484	15,500
	TOTAL		6,190,433	213,189

(See Accompanying Notes to the Financial Statement)

As per our Report of even date attached

For, **BHUWANIA & AGRAWAL ASSOCIATES**
CHARTERED ACCOUNTANTS
(Firm Registration No. 1014836)




FOR AND BEHALF OF THE BOARD


Shonit P. Dalmia
DIRECTOR


Anup Deshmukh
DIRECTOR

PARTNER
WIRANJANKUMAR AGRAWAL
Membership No. **M. No:- 34659**

Place: **MUMBAI**
Date : **30/05/2015**

KONARK NATURAL FOODS PRIVATE LIMITED
(Formerly known as Konark Solartech Private Limited)
STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED ON 31ST MARCH 2015

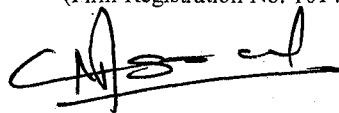
(Amount in Rs.)

Sr. No	Particulars	Note No	FOR THE YEAR	
			ENDED 31st MARCH'15	ENDED 31st MARCH'14
I.	Revenue from operations		-	-
II.	Other income	12	939,620	154,999
III.	Total Revenue (I + II)		939,620	154,999
IV.	<u>Expenses:</u>			
	Employee Benefits	13	496,777	-
	Finance Cost	14	2,892	405
	Other expenses	15	477,798	190,367
	Depreciation	7	5,083	-
	Total expenses		982,550	190,772
V.	Profit before exceptional and extraordinary items and tax (III-IV)		(42,930)	(35,773)
VI.	Exceptional items-Prior Period Exp			
VII.	Profit before extraordinary items and tax (V - VI)		(42,930)	(35,773)
VIII.	Extraordinary Items		-	-
IX.	Profit before tax (VII- VIII)		(42,930)	(35,773)
X	<u>Tax expense:</u>			
	(1) Current tax		-	-
	(2) Deferred tax Liabilities(Assets)		-	-
	Profit (Loss) for the period from continuing operations (VII-VIII)		(42,930)	(35,773)
XII	Profit/(loss) from discontinuing operations		-	-
XIII	Tax expense of discontinuing operations		-	-
	Profit/(loss) from Discontinuing operations (after tax) (XII-XIII)		(42,930)	(35,773)
XV	Profit (Loss) for the period (XI + XIV)		(42,930)	(35,773)
XVI	<u>Earnings per equity share:</u>			
	(1) Basic		(4.29)	(3.58)
	(2) Diluted		(4.29)	(3.58)

(See Accompanying Notes to the Financial Statement)

As per our Report of even date attached

For, BHUWANIA & AGRAWAL ASSOCIATES
CHARTERED ACCOUNTANTS
(Firm Registration No. 10148360)



PARTNER **NIRANJANKUMAR AGRAWAL**
Membership No. **M. No:- 34659**



FOR AND BEHALF OF THE BOARD



Shonit R. Dalmia
DIRECTOR



Anup Deshmukh
DIRECTOR

PLACE : MUMBAI
DATE : 30/05/2015

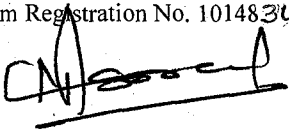
KONARK NATURAL FOODS PRIVATE LIMITED
(Formerly known as Konark Solartech Private Limited)
CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2015

(Amount in Rs.)

Particulars	31st MARCH, 2015		31st MARCH, 2014	
Cash flow from operating activity				
Net Profit before tax & Extra Ordinary Items		(42,930)		(35,773)
Adjustment for : Depreciation	5,083		-	
		5,083		-
Operating Profit before working capital changes		(37,847)		(35,773)
<u>WORKING CAPITAL CHANGES</u>				
(Increase)/Decrease in Receivables	(877,601)		(139,499)	
(Increase)/Decrease in Short Term Loans & Advances	(2,604,984)		(15,500)	
Increase(Decrease) in Trade Payable(Incl. Work'g Cap.Fin)	1,160,702	(2,321,883)	191,336	36,337
Cash Generated From operations		(2,359,730)		564
Interest paid		-		-
Cash Flow Before Prior Period & Extra Ordinary Items		(2,359,730)		564
Prior Period & Extra Ordinary Items		-		-
Net Cash Flow From Operating Activities (I)		(2,359,730)		564
CASH FLOW FROM INVESTING ACTIVITIES				
Purchase of Fixed Assets (Including Pre-Operative Expenses)	2,546,837		-	
Net Cash Outflow for investing Activities (II)		2,546,837		-
Cash flow after investing activities (III) = (I-II)		(4,906,567)		564
CASH FLOW FROM FINANCING ACTIVITIES				
Proceeds from long term borrowing(Net of Repayments)				
Unsecured Loan				
Net Cash Flow from financing activity (IV)		4,859,472		-
Cash flow after financing activity (V)=(III-IV)		(47,095)		564
Opening Balance:				
Cash & Cash Equivalent		58,190		57,626
Cash & Cash equivalent(Closing balance)		11,095		58,190
Increase in cash & cash equivalent (VI)		(47,095)		564


As per our separate report of even date.

For BHUWANIA & AGRAWAL ASSOCIATES,
(Chartered Accountants)
(Firm Registration No. 10148360)




PARTNER
Membership No. NIRANJANKUMAR AGRAWAL
M. No:- 34659

FOR AND ON BEHALF OF THE BOARD



Shona P. Dalmia
DIRECTOR



Anup Deshmukh
DIRECTOR

Place : Mumbai
Date : 30/05/2015

NOTE 1 - SIGNIFICANT ACCOUNTING POLICIES

1.1 Basis of preparation of financial statements

These financial statements are prepared and presented in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on the accrual basis and comply with accounting standards as prescribed under Section 133 of the Companies Act, 2013 ('Act') read with Rule 7 of the Companies (Accounts) Rules, 2014 and guidelines issued by the Securities and Exchange Board of India (SEBI)

1.2 Use of estimates

The preparation of the financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to contingent liabilities as at the date of the financial statements and reported amounts of income and expenses during the period.

1.3 Tangible Assets

Tangible assets are stated at cost, less accumulated depreciation and impairment, if any. All costs, including trial run production and financing cost till commencement of commercial production are capitalized until such assets are ready for use.

1.4 Intangible assets

Intangible assets are recorded at the consideration paid for acquisition of such assets and are carried at cost less accumulated amortisation and impairment

1.5 Depreciation and amortisation

Depreciation on tangible assets is provided on the straight-line method over the useful lives of assets is charged to P&L a/c as per the requirements of Schedule II of Companies Act, 2013. Depreciation for assets purchased / sold during a period is proportionately charged

1.6 Impairment Of Assets

An asset is treated as impaired when the carrying cost of the asset exceeds its recoverable value. An impairment loss, if any, charged to the profit & loss account, in the year in which an asset is identified as impaired. The impairment loss recognized in prior accounting periods is reversed if there has been a change in the estimate of recoverable amount.

1.7 Investments

Investments are either classified as current or long term based on Management's intention. Current investments are carried at lower of cost and market value/NAV, computed individually. Long Term investments are stated at cost of acquisition. Provision for diminution in the value of long-term investments is made only if such decline is other than temporary in the opinion of the management.

1.8 Provision, Contingent Liabilities And Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past event and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognised but are disclosed in the financial statements. Contingent assets are neither recognized nor disclosed in the financial statements.



Konark Natural Foods Private Limited
(Formerly known as Konark Solartech Private Limited)

NOTES TO ACCOUNTS

Note No.	Particulars	No. of shares	As At 31.03.2015	No. of shares	As At 31.03.2014
2	SHARE CAPITAL				
	Authorised Capital	10,000	100,000	10,000	100,000
	Issued, Subscribed and Paid Up	10,000	100,000	10,000	100,000
	TOTAL		100,000		100,000

Reconciliation of Outstanding Shares as on 31.03.2015

Note No.	Particulars	Equity Shares		Preference Shares	
		Number	Rs.	Number	Rs.
	Shares outstanding at the beginning of the year	10,000	100,000	-	-
	Shares Issued during the year	-	-	-	-
	Shares bought back during the year	-	-	-	-
	Shares outstanding at the end of the year	10,000	100,000	-	-

Rights, Preferences and Restrictions attached to Equity Shares

Equity Share Holder is entitled to one vote per share. The Company declares and pays dividend in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of shareholders in the ensuing General Meeting. Dividend is paid to the equity Shareholders, whose name appears in the register of members as on record date.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive any of the remaining assets of the company, after the distribution of all preferential amounts. Distribution will be in the proportion to the number of equity shares held by the shareholders.



Details of Shareholders holding more than 5% of Equity Share Capital as on 31.03.2015

Note No.	Name of the Shareholder	As At 31.03.2015		As At 31.03.2014	
		No. of Shares Held	%age of Shareholding	No. of Shares Held	%age of Shareholding
	Konark Greentech Private Limited	10,000	100%	10,000	100%
	TOTAL	10,000	100%	10,000	100%

Note No.	Particular	As At 31.03.2014	Additions during the year	Deductions during the year	As At 31.03.2015
3	RESERVES AND SURPLUS				
	Surplus in Profit & Loss Account *	(85,731)	(42,930)		(128,661)
	TOTAL	(85,731)	(42,930)		(128,661)
		31.03.2015		31.03.2014	
	* Profit for the period	(42,930)		(35,773)	
	Less: Dividend on Equity Shares	-		-	-
	Less: Dividend Distribution Tax	-		-	-
	Less: Transfer to General Reserve	-		-	-
	TOTAL		(42,930)		(35,773)

Note No.	Particulars	As At 31.03.2015	As At 31.03.2014
4	SHORT TERM BORROWINGS		
	<u>Secured</u>	-	-
	<u>Unsecured (Repayable on Demand)</u>		
	Loans & Advances from Related Parties (Note: None of the Directors has given any Guarantee against the above Loans)	5,039,472	180,000
	TOTAL	5,039,472	180,000
5	TRADE PAYABLES (Sundry Creditors in the ordinary course of business)	706,086	7,684
	TOTAL	706,086	7,684
6	OTHER CURRENT LIABILITIES		
	a) Taxes & duty	77,200	11,236
	b) Payable -ESIC,PF & Prof. Tax etc	1,975	-
	c) Payables -Employee	394,360	-
	TOTAL	473,535	11,236



Konark Natural Foods Private Limited
(Formerly known as Konark Solartech Private Limited)

Fixed Assets: Note No.7

Description	GROSS BLOCK				DEPRECIATION			NET BLOCK	
	Value as on 1st Apr, 14	Addition during the year	Deletion during Year	Total Gross Value as on 31st Mar, 15	Dep upto Mar, 14	Dep for the year	Total Depreciation upto Mar, 15	W.D.V. as at 31st March, 2015	W.D.V. as at 31st March, 2014
Office Equipment	-	18,380	-	18,380	-	415	415	17,965	-
Computer	-	107,396	-	107,396	-	4,668	4,668	102,728	-
Total	-	125,776	-	125,776	-	5,083	5,083	120,693	-
Previous Year	-	-	-	-	-	-	-	-	-
Product Development Expenses	-	2,421,061	-	2,421,061	-	-	-	2,421,061	-



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Note No.	Particulars		As At 31.03.2015		As At 31.03.2014
8	OTHER NON-CURRENT ASSETS				
	Office Security Deposit		144,000		-
	Bar Code Deposit		3,000		-
	Sales Tax Deposit		25,000		-
	TOTAL		172,000		-
	CURRENT ASSETS				
9	Trade Receivables				
	-Over 6 months -Good	-			
	-Doubtful	-			
	-Other Debts - Good	845,100		139,499	
		845,100		139,499	
	Less: Provision for Doubtful debts	-	845,100	-	139,499
			845,100		139,499
10	CASH & CASH EQUIVALENTS				
	-Cash in Hand		2,042		49,196
	-On Current Accounts		9,053		8,994
	TOTAL		11,095		58,190
11	SHORT TERM LOANS & ADVANCES				
	- To Employees		62,000		-
	-Advance Payment of Income Tax (incl TDS)		93,900		15,500
	-Advance to Suppliers		2,437,298		-
	-Other Assets		27,286		-
			2,620,484		15,500

Note No.	PARTICULARS		For the year ended 31.03.2015		For the year ended 31.03.2014
12	REVENUE FROM OPERATION				-
12	OTHER INCOME				
	Commission Income		939,000		154,999
	Misc Income		620		-
	TOTAL		939,620		154,999
13	EMPLOYEE BENEFITS				
	Salary	486243		-	
	Staff Welfare	10,534	496,777	-	
14	FINANCE COST				
	Bank Charges	1,467		405	
	Interest	1,425	2,892	-	405
15	OTHER EXPENSES				
	A. Administrative & general Expenses				
	Courier Charges	10,232		-	
	Freight & Octroi	14,722		-	
	Conveyance Exp	25,251		-	
	Electricity Expenses	12,697		-	
	Filing Exp	1,500		2,104	
	General Exp	31,608		68,319	
	Membership and Subscription	54,877		-	
	Rent-Office	105,170		-	
	Printing and Stationery Expenses	47,248		-	
	Professional Fees	16,854		112,360	
	Repairs and Maintenance	24,391		-	
	Travelling Expenses -Mgmt	70,634		-	
	Business Entertainment Expense	37548		-	
	Other Expenses	8,212		-	
	Auditors Remuneration:				
	- For Statutory Audit	16,854		7,584	
	- For Tax Audit	-		-	
	- For Certification	-		-	
	- Others	-	477,798	-	190,367
	TOTAL		977,467		190,367



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16 CAPITAL COMMITMENTS

Estimated Amount of Contracts remaining to be executed on Capital Account (Net of Advances)
Rs. Nil (Previous year Nil)

17 CONTINGENT LIABILITIES

There is no Contigent Liability ascertained as on the Balance Sheet Date.

18 EXPENDITURE IN FOREIGN COURENCY

For Travelling Expenses Rs. 18127/-

For Others Namely Product Development etc Rs. 202677/-

19 Company has started a business of FMCG Products hence during the year company has incurred a some of Rs. 24,21,061/- on Development of Various FMCG Products and as there is no business during the year the same has been shown as Development Expenditure under the head Non Current Assets. The same will be amortise in the future years as and when business these products started.

20 EARNINGS PER SHARE

	Particulars	For the Year ended 31st Mar'15	For the period ended 31st Mar'14
I	Net Profit as per Profit & Loss A/c available for Equity Shareholders	(42,930)	(35,773)
II	No. of Equity Shares	10000	10000
III	<u>Earnings Per Share (Face Value of Rs. ___/- each)</u>		
	- Basic	(4.29)	(3.58)
	- Diluted	(4.29)	(3.58)

21 RELATED PARTIES TRANSACTIONS

As per the Accounting Standard - 18 as notified by Companies (Accounting Standard) Rules 2006, the disclosure of transactions with related parties as defined in the

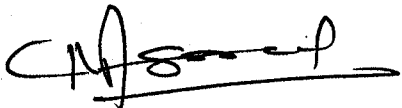
(Amount in Lac)

Name of the Related Party	Nature of Transaction	Op. Bal	Amount	Repaid	Cl. Bal
Konark Synthetic Limited (Ultimate Holding Company)	Loan Taken	1.80	7.59	-	9.39
Shonit Dalmia (Director)	Loan Taken	-	41.00	-	41.00

21 No Provision of Deffered Tax Liability / Assets has been provided as per AS 22 during the year in view of Tax Credit.

22 Previous period figures have been regrouped/rearranged wherever required. Previous Period figures are not comparabile with the Current Period as Previous Period figures were less than twelve months.

**FOR BHUWANIA & AGRAWAL ASSOCIATES
CHARTERED ACCOUNTANTS**



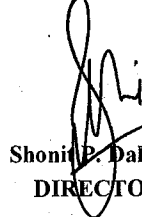

PARTNER

Membership No. **NIRANJANKUMAR AGRAWAL**

M. No:- 34659

Place: MUMBAI

Date : 30/05/2015

FOR AND ON BEHALF OF THE BOARD

Shonit P. Dalmia
DIRECTOR

Anup Deshmukh
DIRECTOR