

GRANDEUR PRODUCTS LIMITED

Regd off: H.No. 10-2-9 & 10-2-249, Flat No. 703, 6th Floor, NASR Apartments, AC Guards, Hyderabad, Telangana. 500004.
CIN : L15500TG1983PLC110115

Date: 13th October, 2016

Corporate Relationship Department,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai-400 001

Dear Sir,

Subject: Submission of Annual Report as per Regulation 34 of SEBI (LODR) Regulations, 2015

Ref: Stock Code-539235/ Stock Symbol- GPL

We hereby submit Annual Report as per Regulation 34 of SEBI (LODR) Regulations, 2015 for the financial year 2015-16 for your records and doing the needful at your end.

Thanking you
For Grandeur Products Limited

Priyanka Kumari
Priyanka Kumari
Company Secretary



GRANDEUR PRODUCTS LIMITED

Annual Report

2015 - 2016

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Company Information

Board of Directors	Designation
Vijay Kumar Deekonda	Whole Time Director and CFO
Poppoppu Lenin Babu	Independent Director
Majeti Venkatesha Sridhar Kumar	Independent Director
Munnangi Jayaramaprasad	Non Executive Director
Jonnada Vaghira Kumari	Independent Director (up to 31.05.2016)
SrideviDasari	Independent Director (from 31.05.2016)

BOARD COMMITTEES

Audit Committee	Designation
Poppoppu Lenin Babu	Chairman
Sridevi Dasari	Member
Munnangi Jayaramaprasad	Member

Stakeholders Relationship Committee	Designation
Majeti Venkatesha Sridhar Kumar	Chairman
Munnangi Jayaramaprasad	Member
Poppoppu Lenin Babu	Member

Nomination and Remuneration Committee	Designation
Poppoppu Lenin Babu	Chairman
Munnangi Jayaramaprasad	Member
Majeti Venkatesha Sridhar Kumar	Member

<p>Registered Office: CIN: L15500TG1983PLC110115</p> <p>10-2-9 & 10-2-249, Flat No 703, 6th Floor, Nasr Apartments, AC Guards Hyderabad Hyderabad, Telangana- 500004 Phone: 040-66513251 Email: cs@grandeurproducts.com</p>	<p>Company Secretary & Compliance Officer Priyanka Kumari</p>
<p>Corporate Office: Flat No. 103, First Floor, 7-1-24/2/D, Greendale, Ameerpet, Hyderabad- 500 016</p>	<p>Auditors: M/s. Ramasamy Koteswara Rao & Co. , Chartered Accountants Plot No 238/A, MLA's Colony, Road No 12, BanjaraHills, Hyderabad-034</p>
<p>Bankers: Axis Bank Ltd Unit -1 Ground Floor H. No. 8-2-273/276 & 277, Road No.2, Banjara Hills Hyderabad – 500 034. Ph. No. 040 – 23553077</p>	<p>Internal Auditors: M/s SVP & Co., Chartered Accountant Flat No. G-2 (102) at H.No. 6-3-1104, Priya Apartments, Somajiguda, Hyderabad - 500 082.</p>
<p>Bankers: Axis Bank Ltd Unit -1 Ground Floor H. No. 8-2-273/276 & 277, Road No.2, Banjara Hills Hyderabad – 500 034. Ph. No. 040 – 23553077</p>	<p>Secretarial Auditors: M /s. P. S. Rao & Associates, Company Secretaries, Flat No.10, 4th Floor, D. No.6-3-347/22/2 Ishwarya Nilayam, Opp: Sai Baba Temple, Dwarakapuri Colony, Punjagutta, Hyderabad– 500 082, T.S., India</p>

NOTICE

Notice is hereby given that the 33rd Annual General Meeting of the Members of GRANDEUR PRODUCTS LIMITED will be held on Friday, the 30th day of September 2016 at 11.00 AM at registered office of the Company Registered Office: 10-2-9 & 10-2-249, Flat No 703, 6th Floor, Nasr Apartments, AC Guards, Hyderabad 500004 to transact the following business:

ORDINARY BUSINESS:**Item No. 1- Adoption of Financial Statements**

To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2016 and the reports of the Board of Directors and Auditors thereon.

Item No. 2- To appoint a Director in place of Mr. Munnangi Jayaramaprasad (DIN: 03034183) who retires by rotation and being eligible offers himself for re-appointment.

Item No. 3 – Ratification of Appointment of Auditors

To ratify the appointment of Statutory Auditor and fix their remuneration, by passing the following resolution with or without modification(s) as an Ordinary Resolution

“RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit & Auditors) Rules, 2014, including any amendment, modification, or variation thereof, and pursuant to the recommendation of audit committee, and pursuant to the resolution passed by the Members at the Annual General Meeting held on 19th June 2014, the appointment of M/s. Ramasamy Koteswara Rao & Co, Chartered Accountants, (Registration No. 010396S) as statutory auditors of the company to hold office from the conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting of the Company to be held in Calendar Year 2019 be and is hereby ratified on such remuneration as may be agreed upon by the Board of Directors and the Auditors, in addition to reimbursement of all out of pocket expenses in connection with the audit of the accounts of the Company for the financial year ending March 31, 2017.”

Special business**Item no. 4-Appointment of Mrs. Sridevi Dasari (DIN 07512095) as an Independent Director**

To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 any other applicable provisions of the Companies Act, 2013 (“Act”) and the Rules made there under read with Schedule IV to the Act, (including any statutory modification(s) or re-enactment thereof for the time being in force), Mrs. Sridevi Dasari (DIN 07512095), who was appointed as an Additional (Independent) Director of the Company by the Board of Directors at its meeting held on May 31, 2016 and whose term of office expires at this Annual General Meeting (‘AGM’) and in respect of whom the Company has received a Notice in writing from a Member along with the deposit of the requisite amount under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director and who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (five) consecutive years commencing from May 31, 2016.”

For and on behalf of the Board
For **Grandeur Products Limited**

Priyanka Kumari
Company Secretary

Place:Hyderabad
Date: 12th August, 2016

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/HERSELF ON A POLL AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. Proxies, in order to be effective, must be received at the Corporate Office of the Company not less than forty-eight hours before the scheduled time of commencement of the meeting.
3. The register of members and Share Transfer Books of the Company will remain closed during the period from **23.09.2016 to 30.09.2016** (both days inclusive).
4. M/s. Venture Capital and Corporate Investments Pvt. Ltd., 12-10-167, Bharat Nagar, Hyderabad-500018 is the Share Transfer Agent (STA) of the Company. All communications in respect of share transfers and change in the address of the members may be communicated to them.
5. Members seeking any information or clarification on the accounts are requested to send queries in writing to the Registered Office of the Company, at least one week before the date of the meeting. Replies will be provided in respect of such written queries at the meeting.
6. Members/Proxies are requested to bring their copies of the Annual Report to the AGM and the Attendance slip duly filled in for attending AGM. Copies of Annual Report will not be provided at the AGM.
7. Members holding shares in identical order of names in more than one folio are requested to write to the Company's Registrar and Transfer Agent enclosing their share certificates to enable consolidation of their shareholdings in one folio.
8. Members holding Shares in physical form may write to the Registrar & Share Transfer Agents (RTA) for any change in their address and bank mandates; members having shares in electronic form may inform the same to their depository participants immediately.
9. As part of the "**Green Initiative**", the Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to members whose e-mail IDs are registered with the Company or the Depository Participants unless the members have registered their request for a hard copy of the same.
10. Process and manner for members opting for e-voting are as under:

The Company is offering e-voting facility to its members enabling them to cast their votes electronically. The Company has signed an agreement with M/s Central Depository Services (India) Limited (CDSL) for facilitating e-voting to enable the shareholders to cast their votes electronically pursuant to Rule 20 of Companies (Management and Administration) Rules, 2014. The instructions for e-voting are as under:

- (i) The voting period begins on **27th September, 2016 at 9.00 A.M. and ends on 29th September, 2016 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 of 25th September, 2016, 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 during the voting period.
- (iii) Click on "Shareholders" tab.
- (iv) Now, select the "Grandeur Products Limited" from the drop down menu and click on "SUBMIT"
- (v) 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.

- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department when prompted by the system while e-voting (applicable for both demat shareholders as well as physical shareholders) 1. 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 folio number in the PAN field 2. In case the folio 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
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.

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) 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.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolution contained in this Notice.
- (xii) Click on the EVSN for the relevant **<Grandeur Products Limited>** on which you choose to vote.
- (xiii) 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.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) 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.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xviii) If Demat account holder has forgotten the password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Note for Institutional Shareholders

1. Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporate.
 2. A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com
 3. After receiving the login details they have to create a compliance user which 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.
 4. The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 5. 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.
- (xx) 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.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.
11. Kindly note that the shareholders can opt only one mode of voting i.e. either by e-voting or physical mode. If you are opting for e-voting, then do not vote by physically also and vice versa. However, in case shareholders cast their vote physically and e-voting, then voting done through e-voting will prevail and voting done physically will be treated as invalid.
 12. The Board of Directors have appointed Mrs. N.Vanitha, a Practicing Company Secretary (CP No. 10573) as a Scrutinizer to process the e-voting and submit a report to the Chairman.
 13. **Priyanka Kumari**, Company Secretary and Compliance Officer of the Company will address all the grievances in relation to this annual general meeting including e-voting. Her contact details are Email: cs@grandeurproducts.com Phone Nos. 040-66513251.
 14. The members may download a copy of the notice of this meeting and the results declared along with the Scrutinizer's Report from the website of the Company (www.grandeurproducts.com) or from www.evotingindia.com.
 15. Brief profile of Directors seeking appointment/re appointment at the 33rd annual general meeting (pursuant to Regulation 36 of SEBI(LODR) Regulations 2015 is attached to this notice as Annexure-A

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**Item No.4**

Mrs. Sridevi Dasari was appointed as an Additional Director of the Company with effect from 31st May, 2016. In terms of the provision of Section 161 of the Act, she holds office till the date of the ensuing AGM and is eligible for re-appointment.

Mrs. Sridevi Dasari is qualified Company Secretary and has over 4 years working experience in Secretarial Finance and administration Division.

In accordance with the provisions of Section 149 read with Schedule IV to the Companies Act, 2013, appointment of an Independent Director requires approval of members. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors have proposed that Mrs. Sridevi Dasari (DIN: 07512095), be appointed as an Independent Director of the Company.

The appointment of Mrs. Sridevi Dasari shall be effective upon approval by the members in the Meeting. The Company has received a notice in writing from a member along with the deposit of requisite amount under Section 160 of the Act proposing the candidature for the office of Director of the Company. Mrs. Sridevi Dasari is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given her consent to act as a Director. The Company has received a declaration from Mrs. Sridevi Dasari that she meets the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under listing regulations.

Except Mrs. Sridevi Dasari being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 4.

For and on behalf of the Board
For **Grandeur Products Limited**

Priyanka Kumari
Company Secretary

Place:Hyderabad
Date: 12th August, 2016

**Details of Directors seeking appointment/re-appointment at the fourthcoming
Annual General Meeting
(Pursuant to regulation 36(3) of the SEBI Listing Regulations)**

Name of Director	Sridevi Dasari	Munnangi Jayaramaprasad
Date of Birth	11.04.1982	03.12.1984
Date of Appointment	31.05.2016	30.10.2015
Qualifications	Company Secretary	Engineering Graduate in Electronics and Instrumentation & Business Administration in Marketing
Relationship between Directors inter-se	NIL	NIL
Expertise in specific functional area	Secretarial, Finance & Administration	Business Administration
Listed entities in which Directorships held	NIL	NIL
Memberships of the Committees of the Board (includes only Audit Committee and Stakeholders Relationship Committee)	NIL	NIL
No. of Shares held in the Company	NIL	1089250

DIRECTORS' REPORT

To the Shareholders,

Your Directors have pleasure in presenting the 33rd Annual Report of Grandeur Products Limited (the Company) together with the Audited accounts for the financial year ended 31st March 2016.

FINANCIAL RESULTS

The performance of your company for the year under review is summarized below:

(₹ in Lakhs)

Particulars	31.03.2016	31.3.2015
Gross revenue and other income	1635.19	1696.32
Profit before tax	20.11	10.76
Tax Expense	8.57	5.11
Profit after Tax	11.54	5.64

OPERATIONS:

The performance of the company should be considered satisfactory for 2015-16. During the financial year 2015-16, turnover stood at Rs. 1635.19 Lakhs compared to Rs. 1696.32 Lakhs in the previous year and profit after tax stood Rs. 11.54 Lakhs compared to previous year Rs. 5.64 Lakhs.

DIVIDEND:

The Board of directors does not recommend any dividend for the year as at 31st March 2016.

LISTING OF EQUITY SHARES:

During the year under review securities of the company got listed on BSE Limited on 21st July, 2015.

INFUSION OF CAPITAL:

During the year under review company has issued 54,60,000 shares on preferential basis to promoters and non-promoters group.

The Paid-up Equity Share Capital as on 31st March, 2016 was Rs. 10.00 Crores comprising of 1,00,00,000 Shares of Rs 10 each.

STATUTORY AUDITORS:

The shareholders in their meeting held on 19th June 2014 approved the appointment of M/s Ramasamy Koteswara Rao & Co, Chartered Accountants, (Firm Registration Number 010396S) as the Statutory Auditors of the Company to hold office till the conclusion of 36th Annual General Meeting subject to ratification of shareholders in every Annual General Meeting. Accordingly, a resolution seeking Members' ratification on appointment of M/s Ramasamy Koteswara Rao & Co, as the Statutory Auditors of the Company for the financial year 2016-17 is included at Item No.3 of the Notice convening the Annual General Meeting.

The Audit Report issued by the Statutory Auditors for the financial year ended 31st March, 2016 forms part of this Report. There are no qualifications, reservations or adverse remarks made by the Statutory Auditors which requires explanation or comments from the Board.

SECRETARIAL AUDIT:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the rules made there under, the Company had appointed M/s P.S. Rao & Associates, Practicing Company Secretaries, to undertake the Secretarial Audit of the Company for the year ended 31st March, 2016. The Secretarial Audit Report issued in this regard is annexed as Annexure A.

The Auditors' Report and the Secretarial Audit Report for the Financial Year ended 31st March, 2016 do not contain any qualification, reservation, adverse remark or disclaimer.

Directors & Key Managerial Personnel

Mrs. Sridevi Dasari (DIN 07512095) was appointed as an Additional Director of the Company who holds office till the ensuing Annual General Meeting. The Board, based on the recommendation of Nomination and Remuneration Committee considered the appointment of Mrs. Sridevi Dasari (DIN 07512095) as an Independent Director subject to approval of shareholders. Accordingly a resolution seeking approval of shareholders for his appointment as an Independent Director for a period of five years is included at Item No.4 of the Notice convening the Annual General Meeting.

Munnangi Jayaramaprasad (DIN: 03034183), who retires by rotation and being eligible, seeks re-appointment.

All the Independent Directors have given declarations stating that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and SEBI Listing Regulations. In the opinion of the Board, they fulfill the conditions of independence as specified in the Act and Rules made thereunder and are independent of the Management.

During the year under review Vijay Kumar Deekonda who is whole time director of the Company appointed as Chief Financial Officer of the Company w.e.f 30th October, 2015.

During the year under review Ms. Sujani Vassireddi resigned from the services of the Company and Priyanka Kumari appointed as Company Secretary of the Company w.e.f 23rd November, 2015.

Subsidiaries and Associates

The Company does not have any Subsidiaries, Associate or Joint Venture Companies.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS: N.A.**RELATED PARTY TRANSACTIONS**

During the Financial Year 2015-16 Company has not entered any significant related party transaction which will fall under the scope of related parties of section 188(1) of the Companies Act, 2013. Information on transactions with related parties pursuant to section 134(3)(h) of the Act read with rule 8(2) of the Companies (Accounts) Rules, 2014 are given in Annexure C in Form AOC-2 and forms part of this report.

FIXED DEPOSITS:

Your Company has not accepted any fixed deposits and as such no principal or interest was outstanding as on the date of the Balance sheet.

DISCLOSURE AS PER SEXUAL HARRASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The Company has zero tolerance for sexual harassment at workplace and has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules framed thereunder.

CORPORATE SOCIAL RESPONSIBILITY (CSR):

During the financial year 2015-16, the provisions of Section 135 of the Companies Act, 2013 read with applicable rules related to Corporate Social Responsibility was not applicable to Company.

VIGIL MECHANISM / WHISTLE BLOWER POLICY:

The Company has a Whistle Blower Policy framed to deal with instance of fraud and mismanagement, if any in the Group. The details of the Policy are explained in the Corporate Governance Report and also posted on the website of the Company i.e is <http://grandeurproducts.com/index.html>.

RISK MANAGEMENT:

The Risk Management is overseen by the Audit Committee of the Company on a continuous basis. The Committee oversees Company's process and policies for determining risk tolerance and review management's measurement and comparison of overall risk tolerance to established levels. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuous basis. For details, please refer to the Management Discussion and Analysis report which form part of the Board Report. <http://grandeurproducts.com/index.html>

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 134 (5) of the Companies Act, 2013, your Directors confirm that to the best of their knowledge and belief and according to the information and explanation obtained by them,

- i) In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- ii) Such accounting policies as mentioned in the notes to the financial statements have been selected and applied consistently and judgments and estimates that are reasonable and prudent made so as to give a true and fair view of the state of affairs of the Company at the end of the financial year 2015-16 and of the profit or loss of the Company for that period;
- iii) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- iv) The annual accounts for the year 2015-16 have been prepared on a going concern basis.
- v) That proper internal financial controls were in place and that the financial controls were adequate and were operating effectively.
- vi) That systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

BOARD EVALUATION:

Pursuant to the applicable provisions of the Companies Act, 2013 and SEBI Listing Regulations, the Board has carried out an Annual Evaluation of its own performance, performance of the Directors and the working of its Committees on the evaluation criteria defined by Nomination and Remuneration Committee (NRC) for performance evaluation process of the Board, its Committees and Directors.

A separate meeting of the independent directors was convened on 26th March, 2016, which reviewed the performance of the Board (as a whole), the non-independent directors and the Chairman. Post the Independent

directors meeting, the collective feedback of each of the Independent Directors was discussed by the Chairman of the NRC with the Board's Chairman covering performance of the Board as a whole performance of the non-independent directors and performance of the Board Chairman.

Some of the key criteria for performance evaluation are as follows –

Performance evaluation of Directors:

- Attendance at Board or Committee meetings.
- Contribution at Board or Committee meetings.
- Guidance/Support to management outside Board or Committee meetings.

Performance evaluation of Board and Committees:

- Degree of fulfillment of key responsibilities.
- Board structure and composition.
- Establishment and delineation of responsibilities to Committees.
- Effectiveness of Board processes, Information and functioning.
- Board culture and dynamics.
- Quality of relationship between Board and Management.
- Efficiency of Communication with external stakeholders.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:

The particulars as prescribed under Rule 8(3) of the Companies (Accounts) Rules, 2014, are set out in an "Annexure-D" to this Report.

EXTRACT OF ANNUAL RETURN:

Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014, the extract of the Annual Return in Form MGT-9 is annexed herewith as **Annexure B**.

MANAGEMENT DISCUSSION & ANALYSIS:

The Management Discussion and Analysis Report for the year under review is presented in a separate section and forms a part of the Directors' Report.

CORPORATE GOVERNANCE:

The provisions of Corporate Governance were not applicable on your company during the Financial year 2015-16.

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 statement relates and the date of the report

- The Company has increased the Authorised share Capital of the Company from Rs 12.00 Crore to Rs 15.00 Crore.
- The Company issued and allotted 20,00,000 (Twenty Lakhs) Equity Shares at a Price of Rs. 20 each (including Premium of Rs.10 each) on a Preferential basis to Promoter and Non Promoter group.
- The Company issued and allotted 6,00,000 (Six Lakhs) Secured Redeemable Unlisted Non-Convertible Debentures to Non Promoter group at a price of Rs. 100 each on Private Placement basis.

HUMAN RESOURCES:

Your Company considers its Human Resources as the key to achieve its objectives. Keeping this in view, your Company takes utmost care to attract and retain quality employees. The employees are sufficiently empowered and such work environment propels them to achieve higher levels of performance. The unflinching commitment of the employees is the driving force behind the Company's vision. Your Company appreciates the spirit of its dedicated employees.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS:

There are no significant material orders passed by the Regulators / Courts which would impact the going concern status of the Company and its future operations.

Particulars of Employees and Remuneration:

Statement containing information as required under Section 197(12) of the Companies Act, 2013, read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed as Annexure E.

ACKNOWLEDGEMENTS:

Your Directors wish to express their gratitude to the central and state government, investors, analysts, financial institutions, banks, business associates and customers, the medical profession, distributors and suppliers for their whole-hearted support. Your directors commend all the employees of your company for their continued dedication, significant contributions, hard work and commitment.

For and on behalf of the board

Date: 12.08.2016
Place: Hyderabad

Sd/-
Vijay Kumar Deekonda
Whole Time Director
DIN: 06991267

Sd/-
Munnangi Jayaramaprasad
Non Executive Director
DIN: 03034183

Annexure - A

**SECRETARIAL AUDIT REPORT
For the Financial year ended 31st March, 2016****(Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies
(Appointment and Remuneration Personnel)**

To,
The Members,
Grandeur Products Limited
10-2-9 & 10-2-249, Flat No 703,
6th Floor, Nasr Apartments,
AC Guards, Hyderabad -500004

We have conducted the Secretarial Audit of the compliances of applicable statutory provisions and the adherence to good corporate practices by Grandeur Products Limited (herein after called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the Grandeur Products Limited 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, we hereby report that in our opinion, the Company has during the audit period covering the financial year ended on 31st March, 2016 complied with the statutory provisions listed hereunder and also that the Company has proper Board process and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and return field and other records maintained by Grandeur Products Limited for the Financial Year ended on 31st March, 2016 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made there under;
- ii. The Securities Contract (Regulation) Act, 1956 (SCRA) and the rules made there under;
- iii. The Depositories Act, 1996 and Regulations and Bye Laws framed there under;
- iv. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- v. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.
- vi. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009.
- vii. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act) were not applicable to the Company in the financial year under report:-
 - a. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999.
 - b. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - c. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - d. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009
 - e. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998

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

- a. Secretarial Standards SS-1 and SS-2 with respect to meetings of the board of directors and general meetings respectively issued and notified by The Institute of Company Secretaries of

India which came into force w.e.f. 1st July, 2015 under the provisions of section 118(10) of the Act.

- b. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Effective from 01.12.2015) and The Listing Agreements entered into by the Company with BSE Limited (since repealed).

During the period under review the company has complied with the provisions of the Act, Rules, Regulations, Guidelines, and Standards etc. mentioned above.

We further report that

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

During the year under review Vijay Kumar Deekonda who is whole time director of the Company is appointed as Chief Financial Officer of the Company w.e.f 30th October, 2015.

During the year under review Ms. Sujani Vassireddi resigned from the services of the Company as Company Secretary & Compliance Officer and Ms. Priyanka Kumari appointed as Company Secretary & Compliance Officer of the Company w.e.f 23rd November, 2015.

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

All the decisions at the board meetings and committee meetings have been carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

We 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.

We further report that during the year under review

- The equity shares of the Company got listed and admitted to dealing on the BSE Limited effective from July 21, 2015.
- The Authorised Share Capital of the Company increased from Rs. 5.00 Crores to Rs 12 Crores by way of creation of additional 70,00,000 (Seventy Lac only) equity shares of Rs.10 (Rupees ten only) each, aggregating to Rs.7,00,00,000 (Rupees Seven Crores only).
- The Registered Office of the Company shifted from State of West Bengal to State of Telangana.
- Company has issued 54,60,000 equity shares of face value of Rs. 10/- each on preferential basis.

**For P.S. Rao & Associates
Company Secretaries**

Sd/-

N. Vanitha

M.No. 26859

C.P. No.10573

Place: Hyderabad

Date: 12/08/2016

Note: This report is to be read with our letter of even date which is annexed as 'Annexure A1' and forms an integral part of this report.

To
The Members,
Grandeur Products Limited
10-2-9 & 10-2-249, Flat No 703,
6th Floor, Nasr Apartments,
AC Guards, Hyderabad -500004

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We 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. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, we 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. Our 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.

For P.S. Rao & Associates
Company Secretaries

Sd/-
N. Vanitha
M.No. 26859
C.P. No.10573

Place: Hyderabad
Date: 12.08.2016

FORM NO. MGT-9

EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2016

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

I. REGISTRATION & OTHER DETAILS:

1. CIN	L15500TG1983PLC110115
2. Registration Date	03/01/1983
3. Name of the Company	Grandeur Products Limited
4. Category/Sub-category of the Company	Company Limited by Shares/ Indian Non-Government Company.
5. Address of the Registered office & contact details	10-2-9 & 10-2-249, Flat No 703, 6th Floor, Nasr Apartments, AC Guards, Hyderabad, Telangana -500004 Contact no.040-66513251 Email: cs@grandeurproducts.com
6. Whether listed company	Yes.
7. Name, Address & contact details of the Registrar & Transfer Agent, if any.	Venture Capital And Corporate Investments Private Limited 12-10-167, Bharat Nagar, Hyderabad, Telangana 500018 Contact no.-040-23818475, Fax No.-040-23868024 Email id: info@vccilindia.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the products / services	% to total turnover of the company
1	Wholesale trade services on a fee or contract basis	99612270	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

Company is not having any Holding, Subsidiary and Associate Companies.

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**A. Category-wise Share Holding**

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2015]				No. of Shares held at the end of the year [As on 31-March-2016]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	1089250	88850	1178100	25.95	2595000	0	2595000	25.95	0
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	0	0	0	0	0	0	0	0	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any other	0	0	0	0	0	0	0	0	0
Sub Total (A) (1)	1089250	88850	1178100	25.95	2595000	0	2595000	25.95	0
(2) Foreign									
(a) Individuals (Non-Resident Individuals/ Foreign Individuals)	0	0	0	0	0	0	0	0	0
(a) Bodies Corporate	0	0	0	0	0	0	0	0	0
(b) Institutions	0	0	0	0	0	0	0	0	0
(c) Qualified Foreign Investors	0	0	0	0	0	0	0	0	0
Sub Total (A) (2)	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter and Promoter Group (A) = (A)(1)+(A)(2).	1089250	88850	1178100	25.95	2595000	0	2595000	25.95	0
B. Public Shareholding									
1. Institutions	0	0	0	0	0	0	0	0	0
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	0	0	0	0	0	0	0	0	0
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total (B)(1):-	0	0	0	0	0	0	0	0	0
2. Non-Institutions									
a) Bodies Corp.	0	0	0	0	0	0	0	0	0
i) Indian	0	0	0	0	0	0	0	0	0
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals	0	0	0	0	0	0	0	0	0
i) Individual shareholders holding nominal share capital up to Rs. 1 lakh	0	6000	0	0.13	0	244820	244820	2.45	2.28
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	0	3355900	0	73.92	1714450	1397200	3111650	31.11	(42.81)

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2015]				No. of Shares held at the end of the year [As on 31-March-2016]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
c) Others (specify)	0	0	0	0	0	0	0	0	0
Bodies Corporate	0	0	0	0	4043100	5430	4048530	40.49	40.49
Sub-total (B)(2):-	0	3361900	3361900	74.05	5757550	1647450	7405000	74.05	-
Total Public Shareholding (B)=(B)(1)+ (B)(2)	0	3361900	3361900	74.05	5757550	1647450	7405000	74.05	-
C. Shares held by Custodian for GDRs & ADRs	0	0	0		0	0	0	0	0
Grand Total (A+B+C)	1089250	3450750	4540000	100.00	8352550	1647450	10000000	100.00	-

B) Shareholding of Promoter

Sl No.	Shareholders Name	Shares held at the beginning of the year			Shares held at the end of the year			% Change in shareholding the year during
		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 Pledge/ encumbered to total shares	
1	Visweswara Rao	88850	1.96	0	1405750	14.05	0	12.09
2	Jayaram Munnangi	1089250	23.99	0	1089250	10.89	0	(13.10)
3	Sai Charan N	0	0	0	100000	10.00	0	10.00
	Total	1178100	25.95	0	2595000	25.95	0	-

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

SN	Particulars	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	Visweswara Rao K				
	At the beginning of the year	88850	1.96		
	Allotment on 16.11.2015	1316900	13.16		
	At the end of the year	1405750	14.05	1405750	14.05
2	Jayaram Munnangi				
	At the beginning of the year	1089250	23.99		
	At the end of the year	1089250	10.89	1089250	10.89
3	Sai Charan N				
	At the beginning of the year	-	-		
	Allotment on 16.11.2015	100000	10.00		
	At the end of the year	100000	10.00	100000	10.00

D) Shareholding Pattern of top ten Shareholders:**(Other than Directors, Promoters and Holders of GDRs and ADRs):**

SN	Name of Shareholder	Shareholding at the beginning of the year 01.04.2015		Cumulative Shareholding End of the year 31.03.2016	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Adhbutham Business Solutions Private Limited (previously known as Kensium Business Solutions Private Limited)				
	At the beginning of the year	0	0	0	0
	Allotment on 16.11.2015	2300000	23.00	2300000	23.00
	At the end of the year			2300000	23.00
2	Task People Food And Services Private Limited				
	At the beginning of the year	0	0	0	0
	Allotment on 16.11.2015	1743100	17.43	1743100	17.43
	At the end of the year			1743100	17.43
3	Mohan Krishna B				
	At the beginning of the year At the end of the year	1000000	22.00	1000000	10.00
4	Satish Kumar Tondapu				
	At the beginning of the year At the end of the year	500000	11.00	500000 500000	5.00 5.00
5	N.V.V.Lakshmi				
	At the beginning of the year At the end of the year	204300	4.5	204300 204300	2.14 2.14
6	Sai Kiran K				
	At the beginning of the year At the end of the year	200000	4.4	200000 200000	2.00 2.00

7	S Narasimha Prasad At the beginning of the year At the end of the year	42300	0.9	42300 42300	0.42 0.42
8	B. Srinivas At the beginning of the year At the end of the year	42000	0.9	42000 42000	0.42 0.42
9	K Radhakrishnan At the beginning of the year At the end of the year	41400	0.9	41400 41400	0.41 0.41
10	Ch.Janaki Ratnam At the beginning of the year At the end of the year	41000	0.9	41000 41000	0.41 0.41

E) Shareholding of Directors and Key Managerial Personnel:

SN	Name of the	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding End of the year	
				No. of shares	% of total shares of the company	No. of shares	% of total company of the company
1	Jayaram Prasad M	N.A.	N.A.	1089250	23.00	0	0
		N.A.	N.A.	1089250	23.00	1089250	23.00

V) INDEBTEDNESS -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	0	0	0	0
i) Principal Amount	0	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	0	0	0
Change in Indebtedness during the financial year				
* Addition	0	0	0	0
* Reduction	0	0	0	0
Net Change	0	0	0	0
Indebtedness at the end of the financial year				
i) Principal Amount	0	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	0	0	0

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

S. No.	Particulars of Remuneration	Whole Time Director	Total Amount
		Vijay Kumar Deekonda	
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	480000	480000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961		
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961		
2	Stock Option	0	0
3	Sweat Equity	0	0
4	Commission - as % of profit - others, specify...	0	0
5	Others, please specify	0	0
	Total (A)	480000	480000
	Ceiling as per the Act	5%	

B. Remuneration to other directors:

SN.	Particulars of Remuneration	Name of Directors				Total Amount
		Poppoppu Lenin Babu	Majeti Venkatesha Sridhar Kumar	Jonnada Vaghira Kumari	Jayaram Prasad Munnagi	
1	Independent Directors	0	0	0	0	0
	Fee for attending board committee meetings	55000	45000	47000	41000	188000
	Commission	0	0	0	0	0
	Others, please specify	0	0	0	0	0
	Total (1)	0	0	0	0	0
2	Other Non-Executive Directors	0	0	0		0
	Fee for attending board committee meetings	0	0	0	0	0
	Commission	0	0	0	0	0
	Others, please specify	0	0	0	0	0
	Total (2)	0	0	0	0	0
	Total (B)=(1+2)	0	0	0	0	0
	Total Managerial					
	Remuneration	55000	45000	47000	41000	188000
	Ceiling limit as per the Act, 2013	Within the Ceiling limit as per the Companies Act, 2013				

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

S. No.	Particulars of Remuneration	Key Managerial Personnel		
		Company Secretary	Chief Financial Officer (CFO)	Total
1	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	225333	0	225333
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0	0	0
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0	0
2	Stock Option	0	0	0
3	Sweat Equity	0	0	0
4	Commission	0	0	0
	- as % of profit	0	0	0
	Others, specify...	0	0	0
5	Others, please specify	0	0	0
	Total	225333	0	225333

VI. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There were no penalties, punishment or compounding of offences during the year ended March 31, 2016.

For and on behalf of the board

Date: 12.08.2016
Place: Hyderabad

Sd/-
Vijay Kumar Deekonda
Whole Time Director
DIN: 06991267

Sd/-
Munnangi Jayaramaprasad
Non Executive Director
DIN: 03034183

Annexure - C

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 arm's length transactions under third proviso thereto

1. Details of contracts or arrangements or transactions not at arm's length basis: The Company has not entered into any contract/arrangement/transaction with its related parties which are not in ordinary course of business or at arm's length during FY 2015-16.

- (a) Name(s) of the related party and nature of relationship: **Not Applicable**
- (b) Nature of contracts/arrangements/transactions: **Not Applicable**
- (c) Duration of the contracts / arrangements/transactions: **Not Applicable**
- (d) Salient terms of the contracts or arrangements or transactions including the value, if any: **Not Applicable**
- (e) Justification for entering into such contracts or arrangements or transactions: **Not Applicable**
- (f) Date(s) of approval by the Board: **Not Applicable**
- (g) Amount paid as advances, if any: **Not Applicable**
- (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188: Not Applicable

2. Details of material contracts or arrangement or transactions at arm's length basis:

- (a) Name(s) of the related party and nature of relationship: **Not Applicable**
- (b) Nature of contracts/arrangements/transactions: **Not Applicable**
- (c) Duration of the contracts / arrangements/transactions: **Not Applicable**
- (d) Salient terms of the contracts or arrangements or transactions including the value, if any: **Not Applicable**
- (e) Justification for entering into such contracts or arrangements or transactions: **Not Applicable**
- (f) Date(s) of approval by the Board: **Not Applicable**
- (g) Amount paid as advances, if any: **Not Applicable**
- (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188: **Not Applicable**

For and on behalf of the board

Date: 12.08.2016
Place: Hyderabad

Sd/-
Vijay Kumar Deekonda
Whole Time Director
DIN: 06991267

Sd/-
Munnangi Jayaramaprasad
Non Executive Director
DIN: 03034183

**Conservation of energy, research and development, technology absorption,
foreign exchange earnings and outgo**

(Particulars pursuant to the Companies (Accounts) Rules, 2014)

A. Conservation of Energy:

Energy Conservation measure taken – “N.A.”

Impact of the clause (1) and (2) above for reduction of energy consumption and consequent impact on the production of goods - “N.A.”

B. Technology Absorption:

1. Efforts, in brief, made towards technology absorption, adoption and innovation : **Nil**
2. Benefits derived as a result of the above efforts, Ex; product improvement, cost reduction, product development, import substitution etc. : **Nil**
3. Import of technology : **Nil**

C. Research and Development:

1. Specific areas in which R& D carried out by the Company : Nil
2. Benefits derived as a result of the above R& D : Nil
3. Future plan of action : Nil
4. Expenditure on R & D
- a) Capital : Nil
- b) Recurring : Nil
- c) Total : Nil
- d) Total Expenditure on R & D as a percentage of total turnover : Nil

D. Foreign Exchange Earnings and out go.

Foreign Exchange earnings during the year is Rs. 15,87,44,422 & Outflow is Rs.0 (ZERO).

For and on behalf of the board

Date: 12.08.2016
Place: Hyderabad

Sd/-
Vijay Kumar Deekonda
Whole Time Director
DIN: 06991267

Sd/-
Munnangi Jayaramaprasad
Non Executive Director
DIN: 03034183

PARTICULARS OF EMPLOYEES

[Pursuant to Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

- a. **The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the Financial Year:**

Name of Director/KMP	Designation	Ratio to median remuneration
Vijay Kumar Deekonda	Whole Time Director and CFO	145.45 %
Priyanka Kumari	Company Secretary and Compliance Officer	72.72%

“The Company has not paid any remuneration to the non-executive directors of the Company for the Financial Year 2015-16.”

- b. The percentage increase in remuneration of each director, Chief Executive Officer, Chief Financial Officer, Company Secretary in the Financial Year: NIL

“During the Financial Year 2015-16, there is no increase in the remuneration of each director, chief executive officer, chief financial officer, company secretary of the Company.”

- c. **The Percentage increase in the median remuneration of employees in the Financial Year: NIL**

- d. **The number of permanent employees on the rolls of Company:** Other than Whole Time Director and Company secretary, no permanent Employees working in the Company and Company does doing business on contractual basis.

- e. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration: N.A.

- f. **Affirmation that the remuneration is as per the remuneration policy of the Company:**

The Company affirms remuneration is as per the remuneration policy of the Company.

For and on behalf of the board

Date: 12.08.2016
Place: Hyderabad

Sd/-
Vijay Kumar Deekonda
Whole Time Director
DIN: 06991267

Sd/-
Munnangi Jayaramaprasad
Non Executive Director
DIN: 03034183

**Information as per Rule 5(2) of Chapter XIII, the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014**

S.No	Name	Designation & Nature of employment	Educational qualification	Age	Experience	Date of Joining	Gross remuneration paid (Rs. in Lacs)	Previous employment and designation, if any	No. Shares held, if any	Remarks
1	Vijay Kumar Deekonda	Whole Time Director	B.Com(Hon's) LL B	53	26 Years	01.10.2014	4.80	Chief Manager (F&A)	-	-
2	Priyanka Kumari	Company Secretary	ACS	27	1 Year	23.11.2015	0.85	-	-	-

MANAGEMENT DISCUSSION AND ANALYSIS**INDUSTRY STRUCTURE AND DEVELOPMENT :**

The global coffee industry is at a crossroads, enjoying unprecedented growth, yet facing a complex competitive environment. Developed markets offer competition, commoditization and demand for more premium offerings. In emerging markets, coffee culture expands apace, yet meeting demand among lower-income consumers remains challenging. At the centre of it all is the coffee shop, the axis around which the entire industry turns, and an emerging presence in the global luxury market.

The global production of Coffee for the year 2015 is estimated at 144.7 million bags and consumption at 152.1 million bags as per International Coffee Organization. Due to higher production of Robusta in Vietnam and weakening emerging market currencies, coffee prices hit a downward spiral in 2015-16. The year under review has been challenging due to a global dip in the coffee prices.

B. OPPORTUNITIES:

Recently, entrepreneurial opportunities abound in almost all the sectors in India, but the agriculture sector, in particular, offers unprecedented opportunities for budding entrepreneurs. In order for the closer and more strategic integration of farming within wider local and regional economic growth and development initiatives, and to enter into global market on a leveled field, Indian agriculture will increasingly need to adapt to changed market demands.

C. RISKS, CONCERNS AND THREATS:

Volatility in the demand for Coffee and its prices in the International Commodity Market and Currency Exchange movements are some of the major risks to which the Company is exposed to. The Company has robust currency hedging policies and business marketing practices to mitigate these risks. The Currency hedging strategy is monitored by Risk Management Committee on a regular basis.

The Company operates in highly competitive Instant Coffee markets which are price sensitive and has substantial dependence on certain geographies and customers. This challenge is being mitigated and de-risked by diversifying sales into other geographies and building long term Customer relationships. The Company is required to maintain its cost competitive edge by timely sourcing of green coffee – the primary raw material, whose prices are highly volatile in the International markets. Constant efforts are required to create and innovate new blends to cater to the constantly changing needs of the Customers taste in different markets.

D. SEGMENT-WISE OR PRODUCT-WISE PERFORMANCE:

Major Product Wise Turnover:

During the year under review the Company was engaged exclusively in to trading of goods (i.e Coffee) and has generated a Revenue of Rs. 15,87,44,422 from the same.

E. OUTLOOK:

The modern times have witnessed evolution of coffee drinking from an everyday habit to a healthy lifestyle choice. Coffee has gained the status of being the most preferred beverage worldwide. Coffee is the second most traded commodity in the world.

The convenience, versatility of flavor and format, and branded experience provided by instant coffee enable it to be positioned as a premium hot drink option, particularly for new coffee drinkers in predominantly lower income tea-drinking markets.

The demand for the Supermarket brands has been consistently increasing across Europe. The Company is able to cater the needs of the Supermarkets and has a considerably good market share across Supermarket Private labels across Europe. The Coffee consumers are preferring premium products such as Freeze Dried Coffee and thereby creating a huge market for the premium products.

In terms of the coffee sector itself, the Russian market shows a strong preference for instant coffee over fresh and ground. This is often the case for traditionally tea-drinking countries; the act of making instant coffee is similar enough to that of tea (i.e. simply adding hot water) that it provides an easy gateway from tea consumption to coffee.

The Instant coffee market in India is growing at a rate of 20% year on year with South India accounting for 70-80% of the coffee consumption.

A positive consumer outlook towards new experiences such as premium coffee, higher disposable incomes and the growing number of young professionals were some of the important factors that promoted growth in coffee consumption in India. Additionally, increased access to coffee machines in offices and institutions triggered interest in coffee among consumers, which indirectly drove sales in households, as people began to acquire a taste and in turn consumed coffee at home as well.

The instant coffee sector outlook is bright as consumers increasingly value instant coffee's simplicity of preparation.

F. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has aligned its current systems of Internal Financial Control with the requirement of Companies Act 2013. The Company's Internal Controls are commensurate with its size and the nature of its operations. These have been designed to provide reasonable assurance with regard to recording and providing reliable Financial and Operational information, complying with applicable statutes, safeguarding assets from unauthorised use, executing transactions with proper authorisation and ensuring compliance of Corporate Policies.

The Company has a well-defined delegation of power with authority limits for approving revenue as well as expenditure. Processes for formulating and reviewing Annual and Long term Business Plans have been laid down. The Company uses a State-of-the-Art Enterprise Resource Planning (ERP) system to record data for Accounting, Consolidation and Management Information purposes and connects to different locations for efficient exchange of information. It has continued its efforts to align all its processes and controls with global best practices.

G. FINANCIAL AND OPERATIONAL PERFORMANCE:

The Income from Operations showed a healthy improvement with the top line at Rs.1635.19 Lacs. The Profit before tax Rs. 20.11 Lacs was higher than the previous year's profit of Rs. 10.76 Lacs. The Profit after tax is Rs. 11.54 Lacs vis-à-vis Rs. 5.64 Lacs in the previous year.

H. MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/INDUSTRIAL RELATIONS FRONT AND NUMBER OF PEOPLE EMPLOYED:

The Manpower strength of the Company basically includes the temporary and contractual workers. Harmonious Industrial Relations prevailed in the Company during the Financial Year 2015-16.

Your company recognizes that the human resources are the most crucial factor for achieving sustained growth over the years. The management considers it's highly motivated and passion driven work force as it 's partner in the growth of the company

I. CAUTIONARY STATEMENT:

Certain statements made in the Management Discussion and Analysis Report relating to the Company's Objectives, Projections, Outlook, Expectations, Estimates and Others may constitute 'forward looking statements' within the meaning of applicable laws and regulations. Actual results may differ from such expectations whether expressed or implied. Several factors could make significant difference to the Company's Operations. These include Climatic and Economic Conditions affecting Demand and Supply, Government Regulations and Taxation, Natural Calamities over which the Company does not have any direct control.

INDEPENDENT AUDITOR'S REPORT

To the Members,
GRANDEUR PRODUCTS LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of M/s. Grandeur Products Limited ("the Company") which comprise the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss, Cash Flow Statement for the year then ended and 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 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 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 these 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 Standalone 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 March 31, 2016, and its Profit and its Cash Flow for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), as amended, 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" a statement on the matters specified in paragraphs 3 and 4 of the Order.
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 purpose 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 written representations received from the directors as on March 31, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016 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.

For Ramasamy Koteswara Rao & Co,
Chartered Accountants
Firm Registration Number: 010396S

(C V Koteswara Rao)
Partner
Membership No.028353

Place: Hyderabad
Date: 27-05-2016

Annexure-A to the Auditors' Report (referred to in paragraph 1 of our Report of even date to the Members of "GRANDEUR PRODUCTS LIMITED" for the year ended March 31, 2016)

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

- i. The Company doesn't have Fixed Assets; hence the reporting under this Clause is not applicable.
- ii. The Company doesn't have Inventory; hence the reporting under this Clause are not applicable.
- iii. The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (C) of the Order is not applicable to the Company and hence not commented upon.
- 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 In respect of loans, investments, guarantees, and security.
- v. The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- vi. The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Companies Act 2013, hence the Disclosure Requirements under this Clause are not applicable.
- vii. (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Income-Tax, Sales tax, Value added Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2016 for a period of more than six months from the date on when they become payable.
(b) According to the information and explanation given to us, there are no dues of income tax, sales tax, and value added tax outstanding on account of any dispute.
- viii. Based on our audit procedures and on the information and explanation given to us, we are of the opinion the company has not taken any loans from bank or financial institutions. Accordingly clause 3(ix) of the order is not applicable to the company. Hence the reporting under this Clause is not applicable.
- ix. Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.
- x. Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
- xi. Based upon the audit procedures performed and the information and explanations given by the management, the provisions of section 197 read with Schedule V to the Companies Act 2013 are complied. Hence the reporting under this Clause is not applicable.

- xii. In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company. Hence the reporting under this Clause is not applicable.
- xiii. In our opinion, compliance Requirements under Section 177 and 188 of Companies Act, 2013 are not applicable to the Company and disclosure requirements in the financial statements as required by the applicable accounting standards are complied.
- xiv. Based upon the audit procedures performed and the information and explanations given by the management, the company has made private placement of shares during the year under review. The requirement of section 42 of Companies Act 2013 has been complied with and the amount raised has been used for the purpose for which the funds were raised.
- xv. Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- xvi. In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 .Thus paragraph 3(iv) of the order is not applicable to the company.

For Ramasamy Koteswara Rao & Co,
Chartered Accountants
Firm Registration Number: 010396S

(C V Koteswara Rao)

Partner

Membership No.028353

Place: Hyderabad
Date: 27-05-2016

“Annexure B” to the Independent Auditor’s Report**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 Grandeur Products Limited (“the Company”) as of March 31, 2016 in conjunction with our audit of the standalone 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. 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 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements.

Inherent 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, 2016, 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.

For Ramasamy Koteswara Rao & Co,
Chartered Accountants
Firm Registration Number: 010396S

(C V Koteswara Rao)
Partner
Membership No.028353

Place: Hyderabad
Date: 27-05-2016

BALANCE SHEET AS AT MARCH 31, 2016

(Amount In ₹)

Particulars	Note No	As at March 31, 2016	As at March 31, 2015
EQUITY AND LIABILITIES			
Shareholder's Funds			
Share Capital	1	10,00,00,000	4,54,00,000
Reserves and Surplus	2	23,92,049	12,38,667
Current Liabilities			
Trade Payables	3	1,25,92,135	9,24,02,861
Other Current Liabilities	4	9,66,064	6,26,227
Total		11,59,50,249	13,96,67,755
ASSETS			
Current assets			
Investments		78,720	-
Trade receivables	5	1,27,34,063	9,49,39,917
Cash and cash equivalents	6	6,20,45,578	1,38,37,851
Short-term loans and advances	7	4,02,65,000	3,07,15,397
Other current Assets	8	8,26,888	1,74,590
Total		11,59,50,249	13,96,67,755

Significant Accounting policies and notes to accounts

As per our report of even date

For **RAMASAMY KOTESWARA RAO & CO.**,
Chartered Accountants
FRN NO.010396S

For and on behalf of the Board

Vijay Kumar Deekonda
Director
DIN:06991627

Munnangi Jayaram Prasad
Director
DIN:03034183

C V Koteswara Rao
Partner
M.No: 028353

Priyanka Kumari
Company Secretary

Place:Hyderabad
Date: 27-05-2016

PROFIT & LOSS STATEMENT FOR THE YEAR ENDED 31st MARCH, 2016

(Amount In ₹)

Particulars	Note No	As on March 31, 2016	As on March 31, 2015
INCOME			
Revenue from operations	9	15,87,44,422	16,92,00,850
Other Income	10	47,74,528	4,30,685
Total Revenue		16,35,18,950	16,96,31,535
EXPENSES			
Purchase of Stock-in Trade	11	15,44,66,973	16,60,53,038
Salaries and Wages	12	48,54,650	3,80,000
Other expenses	13	21,86,744	21,22,770
Total Expenses		16,15,08,367	16,85,55,808
Profit before tax , prior period items		20,10,582	10,75,728
prior period items		-	-
Profit before tax		20,10,582	10,75,728
Tax expense:			
(1) Current tax		8,57,200	5,11,460
(2) Deferred tax			-
Profit/(Loss) for the period		11,53,382	5,64,268
Earning per equity share:			
Basic and Diluted		0.02	0.12

Significant Accounting policies and notes to accounts

As per our report of even date

For **RAMASAMY KOTESWARA RAO & CO.,**
Chartered Accountants
FRN NO.010396S

For and on behalf of the Board

Vijay Kumar Deekonda
Director
DIN:06991627

Munnangi Jayaram Prasad
Director
DIN:03034183

C V Koteswara Rao
Partner
M.No: 028353

Priyanka Kumari
Company Secretary

Place:Hyderabad
Date: 27-05-2016

CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2016

(Amount In ₹)

Particulars	For the year ended 31.03.2016	For the year ended 31.03.2015
A Cash flow from operating Activities		
Net Profit/(Loss) Before Tax	20,10,582	10,75,728
Adjustments for :-		
Depreciation	-	-
Preliminary Expenses	-	-
Operating profit before working Capital Changes	20,10,582	10,75,728
(Decrease)/increase in Current Liabilities	-7,94,70,888	9,23,42,123
Decrease/(increase) in Current Assets	7,20,03,953	(7,94,81,588)
Cash flows from operating activities	(54,56,353)	1,39,36,264
Taxes paid	8,57,200	1,48,316
Net Cash flows from operating activities	(63,13,553)	1,37,87,948
B Cash flow from investing Activities		
Purchase of fixed Assets		
Purchase of shares	-78,720	
Net Cash flows from Investing activities	(78,720)	-
C Cash flow from Financing Activities		
Increase of Share Capital	5,46,00,000	0
Increase in Long term Borrowings	0	-
Net Cash flows from Financing activities	5,46,00,000	0
Net Increase/(Decrease) in Cash and Cash equivalents	4,82,07,727	1,37,87,948
Cash and cash equivalents at the beginning of the year	1,38,37,852	49,904
Cash and cash equivalents at the end of the year	6,20,45,578	1,38,37,852
Cash & Cash equivalents	6,20,45,578	

As per our report of even date
For **RAMASAMY KOTESWARA RAO & CO.**,
Chartered Accountants
FRN NO.010396S

For and on behalf of the Board

Vijay Kumar Deekonda
Director
DIN:06991627

Munnangi Jayaram Prasad
Director
DIN:03034183

C V Koteswara Rao
Partner
M.No: 028353

Priyanka Kumari
Company Secretary

Place:Hyderabad
Date: 27-05-2016

Notes Forming Part of Balance Sheet & Profit and Loss Statement.

Particulars	As at 31st, March 2016	As at 31st, March 2016	As at 31st, March 2015	As at 31st, March 2015
Note 1	No. of Shares	Amount	No. of Shares	Amount
SHARE CAPITAL AUTHORISED CAPITAL Equity Shares of Rs. 10/- each	1,20,00,000	12,00,00,000.00	50,00,000	5,00,00,000
		12,00,00,000		5,00,00,000
ISSUED, SUBSCRIBED & PAID UP CAPITAL Equity Shares of Rs. 10/- each fully paid up	1,00,00,000	10,00,00,000.00	45,40,000	4,54,00,000 0
	1,00,00,000	10,00,00,000	4,54,00,000	4,54,00,000
A) Reconciliation of number of shares Equity Shares As at beginning of the year Add: Issue of shares As at end of the year	45,40,000 54,60,000 1,00,00,000	4,54,00,000 5,46,00,000 10,00,00,000	2,40,000 43,00,000 45,40,000	24,00,000 4,30,00,000 4,54,00,000 0
B) Shareholders holding more than 5% equity shares	No of Shares	%	No of Shares	%
Jayaram Munnangi	10,89,050	10.89%	10,89,050	23.99%
B. Mohan Krishna	10,00,000	10.00%	10,00,000	22.03%
T. Satish	5,00,000	5.00%	5,00,000	11.01%
Task People Food & Services Pvt Ltd	17,43,100	17.43%		
Vishwehwar Rao.K	14,05,750	14.06%		
Kensium Business Solutions Pvt Ltd	23,00,000	23.00%		
	80,37,900	80.38%	25,89,050	57.03%

Note 2

Particulars	As at 31st, March 2016	As at 31st, March 2015
RESERVES & SURPLUS		
(a) Surplus in Statement of Profit & Loss		
Opening Balance	12,38,667	6,74,399
Add: Profit for the year	11,53,382	5,64,268
Less: Miscellaneous Expenditure not written-off	-	-
At the end of the year	23,92,049	12,38,667

Note 3

Particulars	As at 31st, March 2016	As at 31st, March 2015
Trade Payables		
Sundry creditors	1,25,92,135	9,23,50,861
More than 6 months	-	52,000
Total	1,25,92,135	9,24,02,861

Notes Forming Part of Balance Sheet & Profit and Loss Statement.

Note 4

Particulars	As at 31st, March 2016	As at 31st, March 2015
OTHER CURRENT LIABILITIES		
Audit Fee Payable	71,392	78,767
Rent Payable	-	36,000
Income Tax Payable	8,57,200	5,11,460
Professional Tax Payable	23,200	-
TDS Payable	14,272	-
Total	9,66,064	6,26,227

Note 5

Particulars	As at 31st, March 2016	As at 31st, March 2015
Trade receivables		
Sundry debtors	1,27,34,063	9,49,39,917
Total	1,27,34,063	9,49,39,917

Note 6

Particulars	As at 31st, March 2016	As at 31st, March 2015
CASH & BANK BALANCES		
Cash in hand	5,576	24,904
Balance with Banks	6,20,40,002	1,38,12,947
Total	6,20,45,578	1,38,37,851

Note 7

Particulars	As at 31st, March 2016	As at 31st, March 2015
SHORT-TERM LOAN & ADVANCES		
Advances Receivable	32,35,000	32,00,000
Capital Advances	3,70,00,000	2,71,15,397
Other Loans and advances	30,000	4,00,000
Total	4,02,65,000	3,07,15,397

Note 8

Particulars	As at 31st, March 2016	As at 31st, March 2015
Other current Assets		
Advance Tax	7,00,000	75,000
Prepaid Insurance	3,743	26,274
TDS Receivables	1,23,145	73,316
Total	8,26,888	1,74,590

Notes Forming Part of Balance Sheet & Profit and Loss Statement.

Note 9

Particulars	As at 31st, March 2016	As at 31st, March 2015
REVENUE FROM OPERATION		
Sale of Goods	15,87,44,422	16,92,00,850
Total	15,87,44,422	16,92,00,850

Note 10

Particulars	As at 31st, March 2016	As at 31st, March 2015
OTHER INCOME		
Interest Income	12,31,439	
Other income	35,43,089	4,30,685
Total	47,74,528	4,30,685

Note 11

Particulars	As at 31st, March 2016	As at 31st, March 2015
Purchase Stock in trade		
Purchase of goods	15,44,66,973	16,60,53,038
	15,44,66,973	16,60,53,038

Note 12

Particulars	As at 31st, March 2016	As at 31st, March 2015
Salaries and wages		
Salaries and wages	43,74,650	1,40,000
Directors Remuneration	4,80,000	2,40,000
	48,54,650	3,80,000

Note 13

Particulars	As at 31st, March 2016	As at 31st, March 2015
OPERATION AND OTHER EXPENSES		
Accounting Expenses	3,600	16,500
Advertisement Expenses	15,606	-
Bank Charges	3,95,132	1,77,934
Certification Charges	17,723	47,742
Director Sitting Fee	1,88,000	-
Donations	4,000	-
Foreign Exchange Loss	-	44,115
Transportation Expenses	2,988	-

Notes Forming Part of Balance Sheet & Profit and Loss Statement.

Expenditure on increased authorised share capital	7,00,000	5,70,583
Expenditure incurred for shifting registered office	20,000	-
Insurance Charges	27,531	8,726
Interest on Income Tax	39,528	8,898
Internal Audit Fee	15,000	15,000
Listing Expenses	3,64,800	10,44,130
Printing & Stationery	14,973	22,017
Processing Charges	89,198	41,610
Professional Charges	8,500	35,417
Professional Tax	5,000	12,500
Rates and Taxes	79,790	16,598
Rent	72,000	36,000
Travelling Expenses	74,220	-
Telephone Expenses	2,340	-
Other Expenses	18,190	-
Payment to Auditors a) Audit Fee	28,625	25,000
Total	21,86,744	21,22,770

Notes to financial statements.**1. Basis of preparation of financial Statements:**

The Financial statements have been prepared under the historical cost convention on accrual basis. The mandatory applicable accounting standards in India and the provisions of the companies Act, 2013 have been followed in preparation of these financial statements.

All assets and liabilities have been classified as current or non-current as per the operating cycle criteria set out in the Revised Schedule III to the Companies Act, 2013.

2. Summary of significant accounting policies**a. Use of Estimates:**

The preparation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known/ materialized.

b. Revenue recognition:

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and revenue can be reliably measured.

Sale of Products:

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

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable rates.

c. Taxation:

Current Tax: provision for current income tax is made on the taxable income using the applicable tax rates and tax laws.

d. Provisions and Contingent Liabilities

Provisions: Provisions are recognized when there is a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance Sheet date and are not discounted to its present value.

e) Foreign Currency Transactions:

The Company translates all foreign currency transactions at Exchange rates prevailing on the date of transactions. Exchange rate differences resulting from foreign exchange transactions settled during the year are recognized as income or expenses in the period in which they arise.

Monetary current assets and current liabilities that are denominated in foreign currency are translated at the exchange rate prevalent at the date of the balance sheet. The resulting difference is also recorded in the statement of Profit and loss.

Notes to Financial Statements

a) Related Party Disclosures:

List of Transactions with key management personnel during the year:

Amount (Rs.)

Particulars	Nature of Relation	Nature Of Transactions	2015-16	2014-15
Vijay Kumar Deekonda	Whole time-director	Managerial Remuneration	480000	240000

b) Contingent Liabilities and Capital Commitments:

	For the FY 2015-16	For the FY 2014-15
(i) Outstanding Guarantee given by the company	Nil	Nil
(ii) Claims against company not acknowledge as debt	Nil	Nil
(iii) Claims made by the company not acknowledge as debt	Nil	Nil
c) Foreign Exchange earnings and outgo	For the FY 2015-16	For the FY 2014-15
Earnings in foreign exchange (On accrual basis)		
Income from Exports of Goods	15,87,44,422	13,94,70,923
Expenditure in Foreign exchange (on accrual basis)		
Cost of Imports	(0)	(9,91,14,404)
Net Earnings in foreign exchange	15,87,44,422	4,03,56,519

d) Earnings Per Share (EPS)

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

Amount (Rs.)

S. No	Particulars	2015-16	2014-15
I	Net Profits Attributable to Equity Shareholders	11,53,382	5,64,268
II	Weighted Average No of Equity Shares Outstanding during the Year	66,404,110	45,40,000
	Earnings per Share (I/II)	0.02	0.12

For **RAMASAMY KOTESWARA RAO & CO.,**
Chartered Accountants
FRN NO.010396S

For and on behalf of the Board
Grandeur Products Limited

Vijay Kumar Deekonda
Director
DIN - 06991267

Munnangi Jayaram Prasad
Director
DIN- 03034183

C V Koteswara Rao
Partner
M.No: 028353

Priyanka Kumari
Company Secretary

Place:Hyderabad
Date: 27-05-2016

GRANDEUR PRODUCTS LIMITED

(CIN: L15500TG1983PLC110115)

Regd Office :10-2-9 &10-2-249, Flat No 703, 6th Floor, Nasr Apartments,
AC Guards Hyderabad ,Telangana- 500004**ATTENDANCE SLIPS**

(To be presented at the entrance)

33rd ANNUAL GENERAL MEETING ON 30th day of September,2016, AT 11.00 A.M

Folio No. _____ DP ID No. _____ Client ID No. _____

Name of the Member: _____ Signature : _____

Name of the Proxy holder: _____ Signature : _____

ELECTRONIC VOTING

Electronic voting(e-voting) facility is being provided in respect of the Resolutions proposed at the 33rd AGM, in accordance with Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014. Please see Note No.15 to the Notice dated 12th August, 2016 your e-voting user ID and password are provided below:

Electronic Voting Event Number(EVEN)	User ID	Password
		Use your existing password

GRANDEUR PRODUCTS LIMITED

CIN: L15500TG1983PLC1101157

Registered Office: 10-2-9 & 10-2-249, Flat No 703, 6th Floor, Nasr Apartments, AC Guards, Hyderabad 500004

Corporate office: Flat No. 103, First Floor, 7-1-24/2/D, Greendale, Ameerpet, Hyderabad- 500 016

Phone: 040-66513251, Email: cs@grandeurproducts.com,

Website: www.grandeurproducts.com

Proxy Form

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

Name of the Member(s) : _____
 Registered address : _____
 E-mail Id : _____
 Folio No./Client ID No. : _____
 DP ID No. : _____

I/We, being the member(s) of Shares of Grandeur Products Limited, hereby appoint

1. Name: _____ E-mail Id: _____
 Address: _____
 _____ Signature: _____
 or failing him
2. Name: _____ E-mail Id: _____
 Address: _____
 _____ Signature: _____
 or failing him
3. Name: _____ E-mail Id: _____
 Address: _____
 _____ Signature: _____
 or failing him

As my/our proxy to attend and vote (on a poll) form e/us and on my/our behalf at the 33rd Annual General Meeting of the Company to be held on 10-2-9 & 10-2-249, Flat No 703, 6th Floor, Nasr Apartments, AC Guards Hyderabad Hyderabad- 500004, at 11.00 A.M. and any adjournment thereof in respect of such resolutions as are indicated below:

S. No	Resolutions	For	Against
1	Consider and adopt Audited Financial Statement, Reports of the Board of Directors and Auditors		
2	To appoint a Director in place of Mr. Munnangi Jayaramaprasad (DIN: 03034183) who retires by rotation and being eligible offers himself for re-appointment.		
3	Ratification of appointment of Auditors		
4	Appointment of Mrs. Sridevi Dasari (DIN 07512095) as an Independent Director		

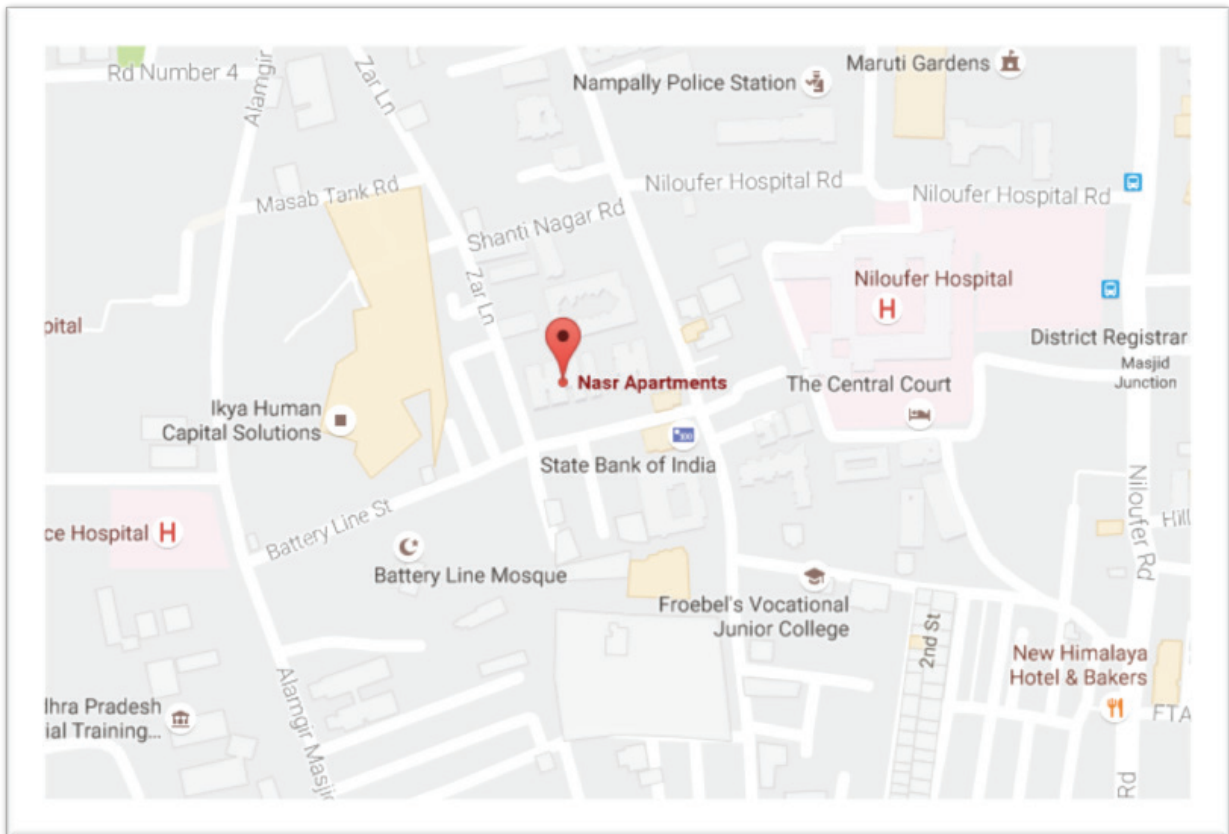
Signed this _____ day of _____ 2016

Affix
Revenue
Stamp

Signature of Shareholder

1. This form of Proxy, in order to be effective, should be duly completed and deposited at the Registered Office of the Company, at 10-2-9 & 10-2-249, Flat No 703, 6th Floor, Nasr Apartments, AC Guards Hyderabad Hyderabad- 500004 not less than Forty-Eight (48) hours before the commencement of the meeting.

2. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the Annual General Meeting.



Route Map to reach the AGM Venue
Grandeur Products Limited
Registered Office: 10-2-9 & 10-2-249, Flat No 703, 6th Floor,
Nasr Apartments, AC Guards Hyderabad
Hyderabad, Telangana- 500004

GRANDEUR PRODUCTS LIMITED

10-2-9 & 10-2-249, Flat No 703, 6th Floor,
Nasr Apartments, AC Guards Hyderabad
Hyderabad, Telangana- 500004