

Annual Report of

Trombo Extractions Limited

For The Year

2017-2018

Trombo Extractions Limited

BOARD OF DIRECTORS

Name of Director	Category of Director
Mr. Jawahar K. Rajani	Chairman & Managing Director
Mr. Jagdish K Rajani	Director
Mr. Munna Lal Shivnarayan	Director
Mr. Jai Kumar Pandey	Director
Mr. Jagdish Pandya	Director
Ms. Meena Rajani	Director

AUDITORS

M/S S.N. Kabra & Company
Chartered Accountants
207, 'C' Block Silver Mall,
R.N.T. Marg,
Indore-452 001

REGISTERED OFFICE

18-C Tejpur Bridge,
A.B.Road, Indore,
Madhya Pradesh- 452001
E-mail Id: rajaniexltd@gmail.com
Website: www.rajaniextractionsltd.com

Trombo Extractions Limited

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of the members of TROMBO EXTRactions LIMITED will be held on Wednesday, 19th September, 2018 at 11:00 A.M. at the Registered Office of the Company i.e. 18-C Tejpur Bridge, A.B.Road, Indore, Madhya Pradesh- 452001 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Profit and Loss Account for the year ended on 31st March, 2018, balance sheet as on that date, Director's Report and the Auditor's report thereon.
2. To appoint Director in place of Mr. Jagdish K Rajani who retires by rotation and being eligible offers himself for reappointment.
3. To Ratify the Appointment of Auditor M/s. S. N. Kabra & Co, Chartered Accountants, Indore who were appointed in the Annual General Meeting in the year 2016 for a block of 5 year until the conclusion of the Annual General Meeting to be held in 2021 and fix his remuneration.

**By Order of the Board of Directors
For Trombo Extractions Limited**

**Place: Indore
Date: 10/08/2018**

**Sd/-
(Jawahar Rajani)
Managing Director
DIN: 03208989**

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS / HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution / authority, as applicable.

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2. The Register of Members and Share Transfer Books of the Company will remain closed from 12th September, 2018 to 19th September, 2018 (both days inclusive). The book closure dates have been fixed in consultation with the Stock Exchanges.
3. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made there under, Companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail address either with the Company or with the Depository. Members holding shares in demat form are requested to register their e-mail address with their Depository Participant(s) only. Members of the Company, who have registered their e-mail address, are entitled to receive such communication in physical form upon request.
4. 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 Participant(s) unless the Members have registered their request for a hard copy of the same. Physical copy of the Notice of AGM, Annual Report and Attendance Slip are being sent to those Members who have not registered their e-mail IDs with the Company or Depository Participant(s). Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip and submit a duly filled in Attendance Slip at the registration counter to attend the AGM
5. Voting through Electronic means:

Pursuant to Section 108 of the Companies Act, 2013, read with the Rule 20 and Rule 21 of Companies (Management and Administration) Rules, 2014 in pursuance with the directions issued by SEBI vide Circular No. CIR/CFD/DIL/6/2012 dated 13th July, 2014, the Company is pleased to provide the facility to Members to exercise their right at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting services provided by Central Depository Services Limited (CDSL).

A. The instructions for members for voting electronically are as under:-

- (i) The remote e-voting period begins on 15th September, 2018 (11:00 A.M.) and ends on 18th September, 2018 (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 12th September, 2018, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Log on to the e-voting website www.evotingindia.com
- (iii) Click on "Shareholders" tab.
- (iv) 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.

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- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) 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.
- (vii) If Demat account holder has forgotten his/ her existing password then enter the User ID and the image verification code and click on 'Forgot Password' and enter the details as prompted by the system.
- (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 (Applicable for both demat shareholders as well as physical shareholders)
	Members who have not updated their PAN with the Company/ their Depository Participant are requested to use the first two letters of their name and the last 8 digits of the demat account/ folio number in the PAN field.
	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 folio number 100 then enter RA00000100 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. Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or Company please enter member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then reach directly 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 resolutions contained in this Notice.
- (xii) Click on the EVSN for "**TROMBO EXTRactions LIMITED**".
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the

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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) Note for Non-Individual Shareholders & Custodians:
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves as Corporate and Custodians respectively.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com
 - After receiving the login details they should create compliance user using the admin login and password. The Compliance user would be able to link the depository account(s) / folio numbers on which they wish to vote.
 - 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.
 - 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.
- (xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com

- B. The voting rights of the members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 12th September, 2018.
- C. A copy of this notice has been/ shall be placed on the website of the Company and the website of CDSL.
- D. Ms. Rupal Patel, Practicing Company Secretary (Membership No. FCS 6275) has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- E. The Scrutinizer shall, immediately after the conclusion of voting at the general meeting, first count the votes cast at the meeting, thereafter unblock the votes

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cast through remote e-voting in the presence of at least two witnesses not in the employment of the company and make not later than three days of conclusion of the meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman of the Company or a person authorized by him in writing who shall countersign the same.

- F. In terms of Regulation 31 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in order to enable its members, who do not have access to e-voting facility, to send their assent or dissent in writing in respect of the resolutions as set out in this Notice, a Ballot Form is sent along with this Notice.

A member desiring to exercise vote by Ballot shall complete the said Ballot Form with assent (for) or dissent (against) and send it to Ms. Rupal Patel, Scrutinizer, having office address at 303, Prasad Apt., Opp. Jain Derasar, S.M. Road, Nehrunagar Cross Road, Ahmedabad-380015, Tel. No: 279-26420603, E-mail: roopalcs2001@gmail.com so as to reach her on or before 18th September, 2018 by 5.00 p.m. Any Ballot Form received after the said date and time shall be treated as if the reply from the Members has not been received.

- G. The facility for voting through ballot shall also be made available at the meeting and members attending the meeting who have not already cast their vote by remote e-voting/ ballot shall be able to exercise their voting right at the meeting.
- H. The members who have casted their votes by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.

The Results shall be declared on or after the Annual General Meeting of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.rajanextractions.com within 3 (three) days of conclusion of the annual general meeting and will be communicated to BSE Limited, who are required to place them on their website. The same shall also be placed on the website of CDSL.

6. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013, will be available for inspection at the AGM.
7. Members holding shares in demat form are hereby informed that bank particulars registered with their respective Depository Participant(s), with whom they maintain their demat accounts; will be used by the Company for payment of dividend. The Company or its Registrar cannot act on any request received directly from the Members holding shares in demat form for any change in bank particulars. Members holding shares in demat form are requested to intimate any change in their address and / or bank mandate to their Depository Participants immediately.
8. Corporate members intending to send their authorized representative to attend the meeting pursuant to the section 113 of the Companies Act, 2013 are requested to

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send to the company a certified true copy of the relevant board resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the meeting.

9. Members holding shares in physical form are requested to intimate any change of address and / or bank mandate to M/s. MCS Share Transfer Agent Limited, Registrar and Share Transfer agent of the Company immediately.
10. Members are requested to note that as per Section 205A of the Companies Act, 1956, dividends not encashed / claimed within seven years from the date of declaration will be transferred to the Investor Education and Protection Fund (IEPF). After transfer of the said amount to IEPF, no claims in this respect shall lie against IEPF or the Company.
11. The Securities and Exchange Board of India has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their PAN details to M/s. MCS Share Transfer Agent Limited, Registrar and Share Transfer agent of the Company.
12. For convenience of the Members and proper conduct of the meeting, entry to the meeting venue will be regulated by Attendance Slip. Members are requested to sign at the place provided on the Attendance Slip and hand it over at the registration counter.
13. Members desiring any information relating to the accounts are requested to write to the Company well in advance so as to enable the management to keep the information ready.

**By Order of the Board of Directors
For Trombo Extractions Limited**

**Place: Indore
Date: 10/08/2018**

**Sd/-
(Jawahar Rajani)
Managing Director
DIN: 03208989**

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Annexure to Notice

Notes on directors seeking appointment/re-appointment as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 entered into with Stock Exchanges:

Item No. 2

Name	Mr. Jagdish K Rajani
Date of birth	25/03/1965
Director of the Company since	30/03/1996
Directorship in other public limited companies	Nil
Membership of Committees of other public limited companies	Nil
No. of Shares held in the Company	1,60,400

**By Order of the Board of Directors
For Trombo Extractions Limited**

**Place: Indore
Date: 10/08/2018**

**Sd/-
(Jawahar Rajani)
Managing Director
DIN: 03208989**

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DIRECTORS' REPORT

To
The Members
TROMBO EXTRACTIONS LIMITED

The Directors' present the Annual report on the business and operations of your Company for the year 2017-2018.

1. FINANCIAL RESULTS AND OPERATIONAL REVIEW:

Particulars	Year Ended 31.03.2018 (Rs.)	Year Ended 31.03.2017 (Rs.)
Gross Sales/Income	5,05,250	5,84,950
Less Depreciation	-----	-----
Profit/(Loss) before Tax	61,166	1,450
Taxes/Deferred Taxes	-----	(252)
Profit/(Loss) After Taxes	61,166	1,198
P& L Balance B/F	(13,03,89,103)	(130,390,301)
Profit/ (Loss) carried to Balance Sheet	(13,03,27,937)	(13,03,89,103)

2. BRIEF DESCRIPTION OF THE COMPANY'S WORKING DURING THE YEAR

During the year under review the total income was Rs. 5,05,250/- as compared to Rs. 5,84,950/- of that of the previous Year. After making all necessary provisions for current year and after taking into account the current year net profit and total provisions for taxation, the surplus carried to Balance Sheet is Rs. 61,166/-.

3. CHANGE IN THE NATURE OF BUSINESS

The Company has not changed its main object during the year under review.

4. DIVIDEND

Since the Company has not made sufficient profit, the directors are unable to recommend any dividend during the year under review.

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RESERVES

The Board of Directors of the company has carried Rs. 61,166/- to Reserve & surplus.

5. SHARE CAPITAL

ISSUE OF SHARES WITH DIFFERENTIAL RIGHTS

The company has not issued any shares with differential rights during the year under review.

ISSUE OF SWEAT EQUITY SHARE

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

6. DIRECTORS AND KEY MANAGERIAL PERSONNEL

Mr. Jagdish K Rajani, Director retire by rotation at the forthcoming Annual General Meeting and being eligible, offer themselves for reappointment.

7. PARTICULARS OF EMPLOYEES

None of the employees of the Company drew remuneration of Rs. 1,02,00,000/- or more per annum Rs. 8,50,000/- or more per month during the year. Hence, no information is required to be furnished as required under Rule, 5(2) and 5(3) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Other Relevant details of Directors:

Name of the Director	Designation	Category	No. of Directorship(s) held in Indian public & private Limited Companies	Committee(s) position	
				Member (Excluding This Company)	Chairman (Excluding This Company)
Jawahar Rajani	Managing Director	Executive Non Independent	NIL	NIL	NIL
Jagdish Rajani	Director	Executive Non	NIL	NIL	NIL

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		Independent			
Munna Lal Shivnarayan	Director	Non Executive Independent	NIL	NIL	NIL
Jagdish Pandya	Director	Non Executive Independent	NIL	NIL	NIL
Jai Kumar Pandey	Director	Non Executive Independent	NIL	NIL	NIL
Meena Rajani	Director	Non Executive Independent Director	One	NIL	NIL

8. MEETINGS

A calendar of Meetings is prepared and circulated in advance to the Directors. During the year, **Four (04) Board Meetings and four (4) Audit Committee Meetings** were convened and held. The details of which are given as under. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

Board Meetings held during the year:

25/05/2017

14/08/2017

18/11/2017

07/02/2018

Name of the Director	Designation	Category	No. of Board meetings attended	Attendance at last AGM
Jawahar Rajani	Managing Director	Executive Non Independent	4	Yes
Jagdish Rajani	Director	Executive Non Independent	4	Yes
Munna Lal Shivnarayan	Director	Non Executive Independent	4	Yes
Jagdish Pandya	Director	Non Executive Independent	4	Yes
Jai Kumar Pandey	Director	Non Executive Independent	4	Yes
Meena Rajani	Director	Non-Executive Independent	4	Yes

General Body Meetings

Particulars of last three Annual general meetings

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Meeting	Year	Venue of AGM	Date	Time	Whether Special resolution passed
Annual General Meeting	2017	18-C Tejpur Bridge, A. B. Road, Indore , Madhya Pradesh-452001	15 th September, 2017	11:00 A.M.	No
Annual General Meeting	2016	18-C Tejpur Bridge, A. B. Road, Indore , Madhya Pradesh-452001	30 th September, 2016	12:30 P.M.	Yes
Annual General Meeting	2015	18-C Tejpur Bridge, A.B.Road, Indore , Madhya Pradesh-452001	30 th September, 2015	11:00 A.M.	Yes

Below mentioned special resolution was passed at Annual General Meeting held on 30th September, 2015:

- Appointment of Mr. Munna Lal Shivnarayan (DIN: 03209564), as an Independent Director of the Company
- Appointment of Mr. Jai Kumar Pandey (DIN: 06364078), as an Independent Director of the Company
- Appointment of Mr. Jagdish Pandya (DIN: 06364078), as an Independent Director of the Company

Below mentioned special resolution was passed at Annual General Meeting held on 30th September, 2016:

- Appointment of Ms. Meena Rajani (DIN: 01211788), as an Independent Director of the Company
- Adoption of new articles of association of the company containing regulation in conformity with Companies Act, 2013

Extraordinary General Meeting (EGM)

No Extra Ordinary General Meeting of the Company was held during the financial year 2017-18

During the year under review, no resolution has been passed through the exercise of postal ballot.

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RESPONSIBILITIES OF THE BOARD:

The responsibility such as policy formulation, performance review and analysis and control, direction and management of the affairs of the company is vested in the Board of Directors presided over by the Chairman. The Board has delegated some of its powers to the executives of the company. The Board reviews from time to time such delegated powers and their utilization for effective functioning of the Company.

INDEPENDENT DIRECTORS' MEETING

During the year under review, the Independent Directors met on 19th March, 2018, inter alia, to discuss:

- Evaluation of the performance of Non Independent Directors and the Board of Directors as a whole;
- Evaluation of the performance of Chairman of the Company, taking into account the views of the Executive and Non Executive Directors.
- Evaluation of the quality, content and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the Independent Directors were present at the Meeting.

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS:

On appointment of an individual as Independent Director, the Company issues a formal Letter of Appointment to the concerned director, setting out in detail, the terms of appointment, duties and responsibilities. Each newly appointed Independent Director is taken through a formal familiarization program. The Programme also provides awareness of the Independent Directors on their roles, rights, responsibilities towards the Company. Further, the Familiarization Programme also provides information relating to the financial performance of the Company and budget and control process of the Company.

9. COMMITTEES OF THE BOARD

The Company had Three Board Committees. These are

1. Audit Committee
2. Remuneration Committee
3. Share Transfer & Shareholders/Investor Grievance Committee

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Moving with various committees formed and reported in the previous Annual Report and in line with the requirements of SEBI and Stock Exchanges, the Board has formally constituted the following committees of Directors.

1. AUDIT COMMITTEE:

The Audit committee constituted by the Board of directors as per the Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as well as in Section 177 of the Companies Act, 2013, comprises of three members viz. Mr. Munna Lal Shivnarayan, Director (Non Executive) who is appointed as Chairman, Mr. Jagdish Pandya, (Non Executive- Independent Director) and Mr. Jai Kumar Pandey (Non Executive- Independent Director) who are aware with finance, accounts, management and corporate affairs. Three independent members constitute the quorum of the said Audit Committee Meeting.

The Audit Committee of the Board of Directors of the Company, Inter-alia, provides assurance to the Board on the adequacy of the internal control systems and financial disclosures.

BRIEF DESCRIPTION OF TERMS OF REFERENCE:

A. Overseeing the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.

B. Recommending the appointment and removal of external auditor, fixation of audit fees and also approval for payment of any other Consultancy services provided by the statutory auditor.

C. Reviewing with management the annual financial statements before submission to the Board, focusing primarily on:

- ✱ Review the financial reporting process and disclosure of its financial information
- ✱ Review with the management, Annual financial statements before submission to the Board
- ✱ Review with the management, statutory Auditors and Internal Auditors and adequacy of internal control systems
- ✱ Review the company's accounting and risk management policies
- ✱ Review the company's accounting and management reporting systems and updates the same from time to time recommend the appointment and removal of statutory and Internal Auditors and fixation of fees for the same.
- ✱ Review quarterly financial statement.

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- ✳ Review internal investigations made statutory/ Internal Auditors.
- ✳ Scope of Statutory/ Internal Audit
- ✳ Review fixed deposits/repayment systems etc.
- ✳ Any other applicable functions as described in Corporate Governance.
- ✳ Review related party transactions.

Executive summary of the Audit Committee Meetings are placed before the immediate next Board Meetings held after the Audit Committee for deliberations and the full minutes of the same are placed before the following Board Meeting for recode. The Board of Directors, regularly appraised on the recommendations for the Audit Committee, further, at the beginning of the financial year, the Committee discuss the plan for the internal audit and statutory audit.

Dates of the Audit Committee Meetings are fixed in advance and agenda is circulated to the Directors at least seven days before the meeting.

As required under Regulation 18(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Audit Committee had reviewed the following information:

- Management Discussion and analysis of financial condition and results of operations.
- Statement of significant related party transactions submitted by management
- Management letters/letters of internal controls, weaknesses issued by the Statutory Auditors.
- Internal Auditors Reports relating to internal control weaknesses.
- Appointment, removal and terms of remuneration of the internal auditors.

During the year under review, the 4 Audit Committees were held during Financial Year 2017-2018. The dates on which the said meetings were held as follows:

25/05/2017

14/08/2017

18/11/2017

07/02/2018

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2. REMUNERATION COMMITTEE:

The Remuneration Committee reviewing the overall compensation policy, service agreements and other employments and other employment conditions of Managing / Whole time Directors and Managing Director:

During the year under review, the one meeting of Remuneration Committees was held on 25/05/2017 during Financial Year 2017-2018.

Non- Executive Director

The Company has not paid **any sitting fees to the Directors of the Company for the year ended March, 2018.**

Remuneration Policy

Payment of remuneration to the Managing/Whole Time Director is governed by the respective Agreements executed between them and the company. These agreements were approved by the Board and the Shareholders. Their Remuneration structure comprises salary, perquisites and allowances.

Terms of reference of the Committee inter alia, include the following: Nomination of Directors / Key Managerial Personnel / Senior Management*

1. To evaluate and recommend the composition of the Board of Directors;
2. To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down by the Committee;
3. Consider and recommend to the Board appointment and removal of directors, other persons in senior management and key managerial personnel (KMP);
4. Determining processes for evaluating the effectiveness of individual directors and the Board as a whole and evaluating the performance of individual Directors;
5. To administer and supervise Employee Stock Options Schemes (ESOS) including framing of policies related to ESOS and reviewing grant of ESOS;
6. Formulate the criteria for determining qualifications, positive attributes and independence of a Director;
7. To review HR Policies and Initiatives.

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Remuneration of Directors / Key Managerial Personnel / Senior Management* / other Employees

1. Evolve the principles, criteria and basis of Remuneration policy and recommend to the Board a policy relating to the remuneration for all the Directors, KMP, Senior Management and other employees of the Company and to review the same from time to time.
2. The Committee shall, while formulating the policy, ensure the following :
 - (a) The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully;
 - (b) Relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
 - (c) Remuneration to Directors, KMP and Senior Management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.

* Senior Management for the above purpose shall mean personnel of the Company who are members of its core management team excluding Board of Directors comprising all members of management one level below the executive directors, including the functional heads.

NOMINATION & REMUNERATION POLICY:

Purpose of this Policy:

The company has adopted this Policy on appointment and remuneration of the Directors, Key Managerial Personnel and Senior Management (the "Policy") as required by the provisions of Section 178 of the Companies Act, 2013 (the "Act") and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The purpose of this Policy is to establish and govern the procedure applicable:

- a) To evaluate the performance of the members of the Board.
- b) To ensure that remuneration to Directors, KMP and Senior Management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals.
- c) To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage.

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The Committee should ensure that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully and the relationship of remuneration to performance is clear and meets appropriate performance benchmarks.

Definitions:

Independent Director means a director referred to in Section 149(6) of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

Key Managerial Personnel (the “KMP”) shall mean “Key Managerial Personnel” as defined in Section 2(51) of the Act.

Nomination and Remuneration Committee, by whatever name called, shall mean a Committee of Board of Directors of the Company, constituted in accordance with the provisions of Section 178 of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Remuneration means any money or its equivalent given or passed to any person for services rendered by him and includes perquisites as defined under the Income-tax Act, 1961.

Senior Management means personnel of the Company who are members of its core management team excluding Board of Directors. This would include all members of management one level below the Executive Directors, including all functional heads.

Words and expressions used and not defined in this Policy, but defined in the Act or any rules framed under the Act or the Securities and Exchange Board of India Act, 1992 and Rules and Regulations framed there under or in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 or the Accounting Standards shall have the meanings assigned to them in these regulations.

Composition of the Committee:

The composition of the Committee is / shall be in compliance with the Act, Rules made there under and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

Munna Lal Shivnarayan	Chairman & Non Executive Director
Jai Kumar Pandey	Non Executive- Independent Director

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Jagdish Pandya	Non Executive- Independent Director
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Role of the Committee:

The Committee shall:

- a) Formulate the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
- b) Identify persons who are qualified to become Director and persons who may be appointed in Key Managerial and Senior Management positions in accordance with the criteria laid down in this Policy;
- c) Lay down the evaluation criteria for performance evaluation of Independent Director and the Board;
- d) Recommend to the Board, appointment, remuneration and removal of Director, KMP and Senior Management;
- e) To devise a Policy on Board diversity.
- f) Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

Criteria for Determining the following:-

1 Qualifications for appointment of Directors (including Independent Directors)

- a) Persons of eminence, standing and knowledge with significant achievements in business, professions and/or public service;
- b) Their financial or business literacy/skills;
- c) Other appropriate qualification/experience to meet the objectives of the Company;
- d) As per the applicable provisions of Companies Act, 2013, Rules made there under and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Nomination and Remuneration Committee shall have discretion to consider and fix any other criteria or norms for selection of the most suitable candidate/s.

2 Positive attributes of Directors (including Independent Directors):

- Directors are to demonstrate integrity, credibility, trustworthiness, ability to handle conflict constructively and the willingness to address issues proactively;
- Actively update their knowledge and skills with the latest developments in the railway/heavy engineering/infrastructure industry, market conditions and applicable legal provisions;

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- Willingness to devote sufficient time and attention to the Company's business and discharge their responsibilities;
- To assist in bringing independent judgment to bear on the Board's deliberations especially on issues of strategy, performance, risk management, resources, key appointments and standards of conduct;
- Ability to develop a good working relationship with other Board members and contribute to the Board's working relationship with the senior management of the Company;
- To act within their authority, assist in protecting the legitimate interests of the Company, its shareholders and employees;
- Independent Directors to meet the requirements of the Companies Act, 2013 read with the Rules made there under and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.

3 Independence Standards

The following would be the independence review procedure and criteria to assist the Committee to evaluate the independence of Directors for recommending to the Board for appointment. A Director is independent if the Board affirmatively determines that the Director does not have a direct or indirect material relationship with the Company, including its affiliates or any member of senior management. "Affiliate" shall mean any company or other entity that controls, is controlled by, or is under common control with the Company.

Also, the candidate shall be evaluated based on the criteria provided under the applicable laws including Companies Act, 2013 read with Rules thereon and the Listing Agreement with the Stock Exchanges. In addition to applying these guidelines, the Board will consider all relevant facts and circumstances in making its determination relating to a director's independence.

Independence Review Procedures

1. Annual Review

The director's independence for the independent director will be determined by the Board on an annual basis upon the declaration made by such Director as per the provisions of the Companies Act, 2013 read with Rules thereon and the Listing Agreement.

2. Individual Director's Independence Determinations

If a director nominee is considered for appointment to the Board between Annual General Meetings, a determination of independence, upon the

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recommendation of the Committee, shall be made by the Board prior to such appointment.

All determinations of independence shall be made on a case-by-case basis for each director after consideration of all the relevant facts and circumstances and the standards set forth herein. The Board reserves the right to determine that any director is not independent even if he or she satisfies the criteria set forth by the provisions of the Companies Act, 2013 read with Rules thereon and the Listing Agreement.

4. Notice of Change of Independent Status

Each director has an affirmative obligation to inform the Board of any change in circumstances that may put his or her independence at issue.

5.1 Criteria for appointment of KMP/Senior Management

- To possess the required qualifications, experience, skills & expertise to effectively discharge their duties and responsibilities;
- To practice and encourage professionalism and transparent working environment;
- To build teams and carry the team members along for achieving the goals/objectives and corporate mission;
- To adhere strictly to code of conduct

5.2 Term

The Term of the Directors including Managing /Whole time Director /Independent Director shall be governed as per the provisions of the Act and Rules made there under and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

Whereas the term of the KMP (other than the Managing /Whole time Director) and Senior Management shall be governed by the prevailing HR policies of the Company.

5.3 Evaluation

The Committee shall carry out evaluation of performance of every Director.

The Committee shall identify evaluation criteria which will evaluate Directors based on knowledge to perform the role, time and level of participation, performance of duties, level of oversight, professional conduct and

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independence. The appointment / re-appointment / continuation of Directors on the Board shall be subject to the outcome of the yearly evaluation process.

5.4 Removal

Due to reasons for any disqualification mentioned in the Act or under any other applicable Act, Rules and Regulations there under and / or for any disciplinary reasons and subject to such applicable Acts, Rules and Regulations and the Company's prevailing HR policies, the Committee may recommend, to the Board, with reasons recorded in writing, removal of a Director, KMP or Senior Management.

6. Remuneration of Managing / Whole-time Director, KMP and Senior Management

The remuneration / compensation / commission, etc., as the case may be, to the Managing / Whole time Director will be governed by the relevant provisions of the Companies Act, 2013 and applicable Rules and Regulations and will be determined by the Committee and recommended to the Board for approval. The remuneration / compensation / commission, etc., as the case may be, shall be subject to the prior / post approval of the shareholders of the Company and Central Government, wherever required. Further, the Chairman & Managing Director of the Company is authorized to decide the remuneration of KMP (other than Managing / Whole time Director) and Senior Management based on the standard market practice and prevailing HR policies of the Company.

7. Remuneration to Non-executive / Independent Director

The remuneration / commission / sitting fees, as the case may be, to the Non-Executive / Independent Director, shall be in accordance with the provisions of the Act and the Rules made there under for the time being in force or as may be decided by the Committee / Board / shareholders.

An Independent Director shall not be entitled to any stock option of the Company unless otherwise permitted in terms of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

3. Share Transfer & Shareholders'/Investor Grievance Committee:

The Share Transfer & Shareholders'/Investor Grievance committee comprises as under:

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Jagdish Pandya	Chairman, Non Executive- Independent Director
Jai Kumar Pandey	Non Executive- Independent Director
Jawahar Rajani	Executive Director
Munna Lal Shivnarayan	Non Executive Director

The committee is responsible for approving and monitoring transfers, transmission, splitting and consolidation of shares issued by the Company. In addition to that, the committee also monitors redressal of complaints from shareholders relating to transfer of shares, non-receipt of balance sheet etc., No sitting fees is paid to the committee members. The Committee reviewed redressal of investors Grievances pertaining to share transfer, dematerialization of shares, replacement of lost, mutilated and old share certificates, change of address etc. The committee has also taken steps to strengthening investors relations.

During the year under review, the 4 Share Transfer & Shareholders'/Investor Grievance Committee were held during Financial Year 2017-2018. The dates on which the said meetings were held as follows:

12/04/2017 18/07/2017 13/10/2017 17/01/2018

The status of shareholders' complaints received so far/number not solved to the satisfaction of shareholders/number of pending share transfer transactions (as on 31st March, 2018 is given below:-

Complaints Status: 01.04.2017 to 31.03.2018

- Number of Complaints pending at beginning : 1
- Number of complaints received so far : 0
- Number of complaints solved : 0
- Number of pending complaints : 1

10. BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration and Compliance Committees.

During the year, the Board adopted a formal mechanism for evaluating its performance and as well as that of its Committees and individual Directors, including the Chairman of the Board. The exercise was carried out through a structured evaluation process covering various aspects of the Boards functioning

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such as composition of the Board & committees, experience & competencies, performance of specific duties & obligations, governance issues etc. Separate exercise was carried out to evaluate the performance of individual Directors including the Board Chairman who were evaluated on parameters such as attendance, contribution at the meetings and otherwise, independent judgment, safeguarding of minority shareholders interest etc.

The evaluation of the Independent Directors was carried out by the entire Board and that of the Chairman and the Non-Independent Directors were carried out by the Independent Directors.

The Directors were satisfied with the evaluation results, which reflected the overall engagement of the Board and its Committees with the Company.

CODE OF CONDUCT FOR DIRECTORS AND SENIOR MANAGEMENT PERSONNEL

In terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors of the Company has laid down a Code of Conduct for all Board Members and Senior Management Personnel of the Company. The said Code of Conduct has been posted on the website of the Company. The Board Members and Senior Management Personnel of the Company have affirmed compliance with the Code. The Chairman & Managing Director of the Company has given a declaration to the Company that all the Board Members and Senior Management Personnel of the Company have affirmed compliance with the Code.

PREVENTION OF INSIDER TRADING

The Securities and Exchange Board of India (SEBI) has promulgated the SEBI (Prohibition of Insider Trading) Regulation, 2015 (“The PIT Regulations”). The PIT regulations has come into effect from May 15, 2015 and replaced the earlier Regulations. The object of the PIT Regulation is to curb the practice of insider trading in the securities of a listed company.

The company has adopted an ‘Internal Code of Conduct for Regulating, Monitoring and Reporting of Trades by insiders’ (“the code”) in accordance with the requirements of the PIT regulations.

The Code is applicable to promoters and Promoter’s Group, all Directors and such Designated Employees who are expected to have access to unpublished price sensitive information relating to the Company. The Company Secretary is the Compliance Officer for monitoring adherence to the said Regulations.

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The company has also formulated 'The Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI)' in compliance with SEBI (Prohibition of Insider Trading) Regulation, 2015. This Code is displayed on the Company's website viz. <http://www.rajaniextractions.com>

11. DECLARATION BY AN INDEPENDENT DIRECTOR(S) AND RE-APPOINTMENT, IF ANY

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

12. REMUNERATION POLICY

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration. The Remuneration Policy is stated under the head of nomination and remuneration committee.

13. DETAILS OF SUBSIDIARY / JOINT VENTURES / ASSOCIATE COMPANIES

The Company has no any Subsidiary/Joint Ventures/Associate Companies during the year under review. Hence, details for the same are not required to mention.

14. DETAIL OF FRAUD AS PER AUDITORS REPORT:

There is no fraud in the Company during the Financial Year ended 31st March, 2018. This is also being supported by the report of the auditors of the Company as no fraud has been reported in their audit report for the financial year ended 31st March, 2018.

15. BOARD'S COMMENT ON THE AUDITORS' REPORT:

There were no qualifications, reservations or adverse remarks made by Auditors in their respective reports. Observation made by the Statutory Auditors in their Report are self explanatory and therefore, do not call for any further comments under section 134(3)(f) of the Companies Act, 2013.

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16. AUDITORS

The company has appointed M/s. S. N. Kabra & Co, Chartered Accountants., Chartered Accountant, Indore, as a statutory Auditor of the company in Annual General Meeting of the Company held on 30th September, 2016 for a period of five year from the Conclusion of this Annual General Meeting until the conclusion of Annual General Meeting to be held in the year 2021, subject to ratification at every Annual General Meeting and to fix their remuneration. The board of directors of the company has recommended his ratification.

17. AUDITORS' REPORT

The Auditors' Report does not contain any qualification. Notes to Accounts and Auditors remarks in their report are self-explanatory and do not call for any further comments.

18. SECRETARIAL AUDIT REPORT

In terms of Section 204 of the Act and Rules made there under, M/s. Rupal Patel, Practicing Company Secretary have been appointed Secretarial Auditors of the Company. The report of the Secretarial Auditors is enclosed as ANNEXURE – I to this report.

Reply to the qualification Remarks in Secretarial Audit Report:

1. The company has informed to the promoters about the requirement of their respecting holding in dematerialized mode only.
2. Though the Company has not published notice for Financial Result, the company has uploaded the same on Website of the company and submitted to BSE Limited.
3. The Company is in process of appointment of Company Secretary. In absence of the same, the Company has appointed Mr. Jawahar Rajani, Managing Director of the Company as a Compliance officer of the Company.
4. The quantum of the day to day transactions as well as turnover is of small size and hence, internal auditor has not been appointed.
5. Company has fewer turnovers, hence not filed Return under MP Value Added Tax Act/ Goods and Service Tax Act.

19. INTERNAL AUDIT & CONTROLS

Though the Company has not appointed any chartered accountant as internal auditor, the accounting and other system have been designed in such a manner that review of entire process for safeguarding the assets of the company, its

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operational efficiency, effectiveness of the systems are taken care of properly. Moreover, it is to be noted that the quantum of the day to day transactions as well as turnover are of small size and hence, internal auditor have not been appointed.

20. ISSUE OF EMPLOYEE STOCK OPTIONS

The company has not issued any employee stock options during the year under review.

21. VIGIL MECHANISM:

In pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013 and Regulation 22 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a Vigil Mechanism for directors and employees to report genuine concerns has been established. The Vigil Mechanism Policy has been uploaded on the website of the Company <http://www.rajanitraxtractions.com/Whistle%20Blower%20Policy.pdf>

22. RISK MANAGEMENT POLICY

Risk management is embedded in your company's operating framework. Your company believes that managing risk helps in maximizing returns. The company's approach to addressing business risk is comprehensive and includes periodic review of such risks and a framework for mitigating controls and reporting mechanism of such risks. The risk management framework is reviewed periodically by the Board and the Audit Committee. Some of the risks that the company is exposed to are:

Commodity Price Risks

The Company is exposed to the risk of price fluctuation of raw material as well as finished goods. The company proactively manages these risks through forward booking, Inventory management and proactive vendor development practices. The Company's reputation for quality, product differentiation and service, coupled with existence of powerful brand image with robust marketing network mitigation the impact the impact of price risk on finished goods.

Regulatory Risks

The company is exposed to risks attached to various statues and regulations including the company Act. The company is mitigating these risks through

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regular review of legal compliances carried out through internal as well as external compliance audits.

Human Resources Risks

Retaining the existing talent pool and attracting new talent are major risks. The company has initiated various measures including rolling out strategic talent management system, training and integration of learning and development activities.

Strategic Risks

Emerging businesses, capital expenditure for capacity expansion, etc., are normal strategic risk faced by the company. However, the company has well-defined processes and procedures for obtaining approvals for investments in new business and capacity expansion etc.

23. EXTRACT OF ANNUAL RETURN

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of annual return in **MGT- 9** as a part of this Annual Report as **Annexure II**.

24. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

There is no Material changes occurred subsequent to the close of the financial year of the Company to which the balance sheet relates and the date of the report.

25. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future during the year under review.

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26. DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

The Company has adequate of internal financial controls with reference to the Financial Statements during the year under review.

27. DEPOSITS

Your Company has not accepted / renewed any deposits from the public during the year under review.

28. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 have been complied with.

29. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

There were no significant or material related party transactions that have taken place during the year which have any potential conflict with the interest of the company at large. The detailed related party information and transactions have been provided in Notes to Accounts of the Auditors Report for the financial year 2017-18.

30. CORPORATE GOVERNANCE CERTIFICATE

The paid up share capital and net worth is below the prescribed limit for mandatory applicability of Corporate Governance Report so the Company has decided not to opt for the time being.

31. MANAGEMENT DISCUSSION AND ANALYSIS

The Management Discussion and Analysis forms part of this Annual Report for the year ended 31st March, 2018.

32. OBLIGATION OF COMPANY UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

Company has adopted a policy for prevention of Sexual Harassment of Women at workplace and has set up Committee for implementation of said policy. During the year Company has not received any complaint of harassment.

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33. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The Particulars regarding Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo, pursuant to Section 134 of the Companies Act 2013 read with the Companies (Accounts) Rules, 2014 are NIL.

34. CORPORATE SOCIAL RESPONSIBILITY (CSR): Not Applicable

35. HUMAN RESOURCES

Your Company treats its “human resources” as one of its most important assets.

Your Company continuously invests in attraction, retention and development of talent on an ongoing basis. A number of programs that provide focused people attention are currently underway. Your Company thrust is on the promotion of talent internally through job rotation and job enlargement.

36. DIRECTORS' RESPONSIBILITY STATEMENT

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

- (a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) The directors had prepared the annual accounts on a going concern basis; and

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- (e) The Directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- (f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

37. TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND

The Company does not have any funds lying as unpaid or unclaimed for a period of seven years. Therefore there were no funds which were required to be transferred to Investor Education and Protection Fund (IEPF).

38. LISTING WITH STOCK EXCHANGES

The Company confirms that it has paid the **Annual Listing Fees for the year 2018-2019** to BSE where the Company's Shares are listed.

39. DISCLOSURES:

During the last three Years, there were no penalties, strictures imposed by either SEBI or stock Exchange or any statutory authority for Non- Compliance of any matter related to the capital market.

40. MEANS OF COMMUNICATIONS:

The Quarterly Unaudited Financial Results and other presentation as to the Company's Performance etc. are made available to the institutional investors/Financial Analysts as and when felt expedient.

WHISTLE BLOWER POLICY:

Recently, the Security & Exchange Board of India has also prescribed the adoption by all listed companies, of a Whistle Blower Policy as a non-mandatory requirement. The company has adopted a Whistle Blower Policy, which affords protection and confidentiality to Whistle blowers.

The Audit Committee Chairman is authorized to receive Protected Disclosures under this Policy. The Audit Committee is also authorized to supervise the

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conduct of investigations of any disclosures made whistle blowers in accordance with policy.

No personnel have been denied access to the Audit Committee. As of March 31, 2018, no Protected Disclosures have been received under this policy.

In pursuance of Regulation 22 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 The Vigil Mechanism/ Whistle Blower Policy has been uploaded on the website of the Company at <http://www.rajaniextractions.com/Whistle%20Blower%20Policy.pdf>

41. GENERAL SHAREHOLDER INFORMATION:

- a. Annual General Meeting: Date, Time and venue: 19th September, 2018 at 11:00 A.M. at the Registered Office of the Company.
- b. Financial Year: 1st April, 2017 to 31st March, 2018.
- c. Financial Calendar: (Tentative Dates)
 - i. 1st quarterly results – Last week of May, 2018,
 - ii. 2nd quarterly results – Second week of August, 2018.
 - iii. 3rd quarter results – Second week of November, 2018,
 - iv. 4th quarter results – First week of February, 2019.
- d. Date of Book Closure: 12th September, 2018 to 19th September, 2018
- e. Dividend Payment Date: N.A.
- f. Listing of Equity Shares on Stock Exchanges:

The Company has paid Annual Listing Fees to the Stock Exchanges where the Company's shares are listed for the financial Year up to 31-03-2019

- g. Stock Code: **BSE- 519303**
- h. Demat ISIN number: **INE850O01011**
- i. High / Low of Monthly Market Price of the Companies Equity Shares traded on Stock Exchange during the financial year 2017-18:

The Company has no data to report in this segment.

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- j. Performance of the Company's shares in comparison with broad-based indices as SE's Sensex:

The Company has no data to report in this segment.

- k. Registrar & Share Transfer Agent:

Name	:	MCS Share Transfer Agent Limited
Address	:	Add: 1. 12/1/5, Manoharpukur Road, Kolkata-700026 Add: 2. 201, Shatdal Complex, Opp. Bata Show Room, Ashram Road, Ahmedabad - 380 009
Tel	:	033-40724051/52 079-2658 2878, 2879, 2880
Email	:	mcssta@rediffmail.com mcsahmd@gmail.com

- l. Share Transfer System: Valid Share transfer in physical form and complete in all respects were approved and registered within the stipulated period

- m. Distribution of Shareholding as on Dated 31.03.2018

Share Holding of Nominal Value		Share Holders		Share Amount	
Rs.	Rs.	No.	% to total	In Rs.	% to total
Up to	5,000	1135	81.77	1925000	4.64
5,001 to	10,000	86	6.20	777000	1.87
10,001 to	20,000	92	6.63	1515000	3.65
20,001 to	30,000	4	0.29	110000	0.27
30,001 to	40,000	5	0.36	187000	0.45
40,001 to	50,000	4	0.29	187000	0.45
50,001 to	1,00,000	5	0.36	375000	0.90
1,00,001 &	above	57	4.11	36424000	87.77
Total		1388	100.00	41500000	100.00

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n. Shareholding pattern as on 31.03.2018

Category	No of Shares held	% of Shareholding
a. Promoters and persons who may be deemed to be acting in concert including promoter/directors group		
Companies	2200200	53.02
b. Mutual Fund/Trust	0	0
c. Financial Institution/Banks		
d. Bodies Corporate	637100	15.35
e. Indian public	1312700	31.63
TOTAL	4150000	100

o. Dematerialization of shares: As on 31-03-2018 Demat shares accounted for 1583400 Equity Shares (38.15%) of total equity.

p. Outstanding GDR / ADR / Warrants: Not Applicable

q. **Address for communication:**

Trombo Extractions Limited
18-C Tejpur Bridge, A.B.Road, Indore
Madhya Pradesh- 452001
Email Id: rajaniexltd@gmail.com
Website: www.rajaniextractionsltd.com

MCS Share Transfer Agent Limited
Add: 1. 12/1/5, Manoharpukur Road, Kolkata-700026
Contact No.: 033-40724051/52

Add: 2. 201, Shatdal Complex, Opp. Bata Show Room,
Ashram Road, Ahmedabad – 380 009
Contact No.: 079-2658 2878, 2879, 2880
E-mail id: mcssta@rediffmail.com
mcsahmd@gmail.com

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42. SECRETARIAL STANDARDS:

The Directors State that applicable Secretarial Standards i.e. SS-1 and SS-2 relating to 'Meetings of the Board of Directors' and General Meetings', respectively, have been duly followed by the Company.

43. ACKNOWLEDGEMENTS

The management is grateful to the government authorities, Bankers, Vendors, farmers for their continued assistance and co-operation. The directors also wish to place on record the confidence of members in the company.

**By Order of the Board of Directors
For, Trombo Extractions Ltd**

**Place: Indore
Date: 10/08/2018**

**Sd/-
Jawahar Rajani
Managing Director
DIN: 03208989**

**Sd/-
Jagdish Rajani
Director
DIN: 03209076**

**Sd/-
Munnalal Shivnarayan
Director
DIN: 03209564**

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DECLARATION

Compliance with the Code of Business Conduct and Ethics

As provided under Regulation 26(3) of the SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015, all Board Members and Senior Management Personnel have affirmed compliance with TROMBO EXTRactions LIMITED Code of Business Conduct and Ethics for the year ended March 31, 2018.

For Trombo Extractions Limited

Place: Indore

Date: 10/08/2018

**Sd/-
(Jawahar Rajani)
Managing Director
DIN: 03208989**

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March, 2018

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

To,
The Members,
Trombo Extractions Limited (CIN: L15147MP1992PLC007183)
18-C Tejpur Bridge,
A. B. Road, Indore- 370001

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Trombo Extractions Limited**. (hereinafter called “the company”) for the audit period covering the financial year ended on 31st March, 2018. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

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

1. We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company, for the financial year ended on 31st March, 2018, according to the provisions of:
 - (i) The Companies Act, 2013 (the Act) and the rules made there under and the Companies Act, 1956, to the extent it is applicable.
 - (ii) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made there under;
 - (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
 - (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) 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;
 - (e) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 (effective from 1st December, 2015)

We have also examined compliance of the following to the extent applicable:

- (i). Secretarial Standards with regard to Meeting of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India (effective from 1st July, 2015); under the provisions of Companies Act, 2013;

We have relied upon the representation made by the Company and its Officers for systems and mechanism formed by the Company for compliances under applicable Acts, Laws and Regulations to the Company, as identified and confirmed by the management of the company and listed below:

1. MP Value Added Tax Act /Goods and Service Tax Act

On the basis of our examination and representation made by the Company we report that during the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines etc. mentioned above and there are no material non-compliances that have come to our knowledge except non compliance in respect of:

- a) 100% promoter holding is not in demat form as required under Regulation 31(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- b) The Company has not published notice of meeting of the board of directors where financial results shall be discussed and financial results, as required

under Regulation 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- c) During the year under review, the Company has not appointed Company Secretary as required under section 203 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.
- d) The Company has not appointed any Internal Auditor during the year under review.
- e) The Company has not filed return under MP Value Added Tax Act/ Goods and Service Tax Act.

We Further Report that, there were no actions/ events in pursuance of:

- a) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- b) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
- c) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 notified on 28 October 2014

Requiring compliance thereof by the Company during the period under review

We further report that the compliance by the company of applicable financial laws like direct and indirect tax laws and maintenance of financial records and books of account has not been reviewed in this Audit since the same have been subject to review by statutory financial audit and other designated professional.

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

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

Decisions at the meetings of the Board of Directors of the Company were carried through on the basis of majority. There were no dissenting views by any member of the Board of Directors during the period under review.

We further report that the compliance by the company of applicable financial laws like direct and indirect tax laws and maintenance of financial records and books of account has not been reviewed in this Audit since the same have been subject to review by statutory financial audit and other designated professional .

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 audit period there were no specific events / actions having a major bearing on the company's affairs except the following:

(a) Below mentioned cases were filed against the company, against which no updation was received from the management of the company:

S. No	Name of the Officer in Default	Court Name	Prosecution Section	Date Of Order	Status
1	RAJANI EXTRACTIONS LIMITED,JAWAHAR RAJANI	Chief Judicial Magistrate court, GWALIOR	162(1)	2008-03-13	Case Filed
2	RAJANI EXTRACTIONS LIMITED,JAWAHAR RAJANI	Chief Judicial Magistrate court, GWALIOR	220(3)	2008-03-13	Case Filed
3	RAJANI EXTRACTIONS LIMITED,JAWAHAR RAJANI,DARSAN LAL RAJANI,JAGDISH RAJANI	Chief Judicial Magistrate court, GWALIOR	162(1)	2005-07-19	Case Filed
4	RAJANI EXTRACTIONS LIMITED,JAWAHAR RAJANI,DARSAN LAL RAJANI,JAGDISH RAJANI	Chief Judicial Magistrate court, GWALIOR	220(3)	2005-07-19	Case Filed
5	RAJANI EXTRACTIONS LIMITED,JAWAHAR RAJANI,DARSAN RAJANI,JAGDISH RAJANI	Chief Judicial Magistrate court, GWALIOR	629A	2006-05-05	Case Filed
6	RAJANI EXTRACTIONS LIMITED,JAWAHAR RAJANI,DARSAN RAJANI,JAGDISH RAJANI	Chief Judicial Magistrate court, GWALIOR	217(5), 217(6)	2006-05-05	Case Filed
7	RAJANI EXTRACTIONS LIMITED,JAWAHAR RAJANI,DARSAN RAJANI,JAGDISH RAJANI	Chief Judicial Magistrate court, GWALIOR	217(5), 217(6)	2006-05-05	Case Filed
8	RAJANI EXTRACTIONS LIMITED,JAWAHAR RAJANI,DARSAN RAJANI,JAGDISH RAJANI	Chief Judicial Magistrate court, GWALIOR	211(7), 211(8)	2006-05-05	Case Filed
9	RAJANI EXTRACTIONS LIMITED,JAWAHAR RAJANI,DARSAN RAJANI,JAGDISH RAJANI	Chief Judicial Magistrate court, GWALIOR	211(7), 211(8)	2006-05-05	Case Filed
10	RAJANI EXTRACTIONS LIMITED,JAWAHAR RAJANI,DARSAN RAJANI,JAGDISH RAJANI	Special CBI and economic offence court, INDORE	217(5), 217(6)	2006-05-05	Case Filed
11	RAJANI EXTRACTIONS LIMITED,JAWAHAR RAJANI	Special CBI and economic offence court,INDORE	209(5) or 209(7)	2002-03-28	Case Filed

12	RAJANI EXTRACTIONS LIMITED,JAWAHAR RAJANI	Special CBI and economic offence court, INDORE	211(7), 211(8)	2002-03-28	Case Filed
13	RAJANI EXTRACTIONS LIMITED,JAWAHAR RAJANI	Special CBI and economic offence court, INDORE	300(4)	2001-09-28	Case Filed
14	RAJANI EXTRACTIONS LIMITED,JAWAHAR RAJANI	Special CBI and economic offence court, INDORE	383A(1A)	2001-09-28	Case Filed
15	RAJANI EXTRACTIONS LIMITED,JAWAHAR RAJANI,JAGDISH RAJANI ,TUSHAR JAISINGHANI	Chief Judicial Magistrate court,GWALIOR	220(3)	2009-05-13	Case Filed
16	RAJANI EXTRACTIONS LIMITED,JAWAHAR RAJANI,JAGDISH RAJANI ,TUSHAR JAISINGHANI	Chief Judicial Magistrate court, GWALIOR	162(1)	2009-05-13	Case Filed
17	RAJANI EXTRACTIONS LIMITED,JAWAHAR RAJANI,DARSHAN LAL RAJANI,JAGDISH RAJANI	Chief Judicial Magistrate court, GWALIOR	63(1)	2007-10-24	Case Filed
18	RAJANI EXTRACTIONS LIMITED,JAWAHAR RAJANI,DARSHAN LAL RAJANI,JAGDISH RAJANI	Chief Judicial Magistrate court, GWALIOR	295(4)	2007-10-24	Case Filed
19	RAJANI EXTRACTIONS LIMITED	Chief Judicial Magistrate court, GWALIOR	383A(1A)	2007-10-24	Case Filed

Date: 10/08/2018

Place: Ahmedabad

Signature: Sd/-

Name of Practicing Company Secretary: Rupal Patel

C. P. No.: 3803

FCS No.: 6275

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

Annexure A

To,
The Members,
Trombo Extractions Limited (CIN: L15147MP1992PLC007183)
18-C Tejpur Bridge,
A. B. Road, Indore- 370001

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, I 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. Wherever 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.

Date: 10/08/2018
Place: Ahmedabad

Signature: Sd/-
Name of Practicing Company Secretary: Rupal Patel
C. P. No.: 3803
FCS No.: 6275

Trombo Extractions Limited

Annexure II.

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2018

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

I. REGISTRATION & OTHER DETAILS:

1.	CIN	L15147MP1992PLC007183
2.	Registration Date	25/06/1992
3.	Name of the Company	Trombo Extractions Limited
4.	Category/Sub-category of the Company	Public Company
5.	Address of the Registered office & contact details	18-C Tejpur Bridge, A.B.Road, Indore, Madhya Pradesh - 452001
6.	Whether listed company	Yes.
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	MCS Share Transfer Agent Ltd Add: 1. 12/1/5, Manoharpukur Road, Kolkata-70 026, 2. 201, Shatdal Complex, Opp. Bata Show Room, Ashram Road, Ahmedabad – 380 009 Contact No.: 033-40724051/52/5 079-2658 2878, 2879, 2880 E-mail ID: mcssta@rediffmail.com mcsahmd@gmail.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

S. No.	Name and Description of main products / services	NIC Code of the Product/Service	% to total turnover of the company
1	Trading of various vegetable oils in raw form, from domestic/ international market and sells them either directly or through brokers	99622110	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

(No. of Companies for which information is being filled)

S. No	Name and Address of the company	CIN/GLN	Holding/ Subsidiary / Associate	% of Shares held	Applicable Section
1					
2	Not Applicable				
3					

Trombo Extractions Limited

* FINANCIAL INSTITUTIONS	0	0	0	0	0	0	0	0	0	0
* I.D.B.I.	0	0	0	0	0	0	0	0	0	0
* I.C.I.C.I.	0	0	0	0	0	0	0	0	0	0
* GOVERNMENT COMPANIES	0	0	0	0	0	0	0	0	0	0
* STATE FINANCIAL CORPORATION	0	0	0	0	0	0	0	0	0	0
* QUALIFIED FOREIGN INVESTOR	0	0	0	0	0	0	0	0	0	0
* ANY OTHER	0	0	0	0	0	0	0	0	0	0
* OTC DEALERS (BODIES CORPORATE)	0	0	0	0	0	0	0	0	0	0
* PRIVATE SECTOR BANKS	0	0	0	0	0	0	0	0	0	0
Sub-total (B)(1):-	0	0	0	0	0	0	0	0	0	0
(2) Non-Institutions										
(a) Bodies Corp.										
(i) Indian	0	637100	637100	15.35	0	637100	637100	15.35	0	0
(ii) Overseas	0	0	0	0	0	0	0	0	0	0
(b) Individuals										
(i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	4700	490700	495400	11.94	4700	490700	495400	11.94	0	0
(ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	0	817300	817300	19.69	0	817300	817300	19.69	0	0
(c) Others (specify)										
* N.R.I. (NON-REPAT)	0	0	0	0	0	0	0	0	0	0
* N.R.I. (REPAT)	0	0	0	0	0	0	0	0	0	0
* FOREIGN CORPORATE BODIES	0	0	0	0	0	0	0	0	0	0
* TRUST	0	0	0	0	0	0	0	0	0	0
* HINDU UNDIVIDED FAMILY	0	0	0	0	0	0	0	0	0	0
* EMPLOYEE	0	0	0	0	0	0	0	0	0	0
* CLEARING MEMBERS	0	0	0	0	0	0	0	0	0	0
* DEPOSITORY RECEIPTS	0	0	0	0	0	0	0	0	0	0
* OTHER DIRECTORS & RELATIVES	0	0	0	0	0	0	0	0	0	0
Sub-total (B)(2):-	4700	1945100	1949800	46.98	4700	1945100	1949800	46.98	0	0
Total Public Shareholding (B) =	4700	1945100	1949800	46.98	4700	1945100	1949800	46.98	0	0

Trombo Extractions Limited

(B)(1)+(B)(2)									
C. TOTSHR held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
GrandTotal(A + B + C)	4700	4145300	4150000	100	1583400	2566600	4150000	100	0
Other	0	0	0	0	0	0	0	0	0

B) Shareholding of Promoter-

SN	Share holder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	
1	Jawahar Rajani	282300	6.80	0.00	282300	6.80	0.00	0.00
2	Jagdish Rajani	160400	3.87	0.00	160400	3.87	0.00	0.00
3	Darshan Rajani	88100	2.12	0.00	88100	2.12	0.00	0.00
4	Santosh Rajani	189500	4.57	0.00	189500	4.57	0.00	0.00
5	Amit Rajani	172300	4.15	0.00	172300	4.15	0.00	0.00
6	Neelam Rajani	148200	3.57	0.00	148200	3.57	0.00	0.00
7	Meena Rajani	152300	3.67	0.00	152300	3.67	0.00	0.00
8	Kanaiyalal Rajani	142850	3.44	0.00	142850	3.44	0.00	0.00
9	Puribai Rajani	171500	4.13	0.00	171500	4.13	0.00	0.00
10	Divya Rajani	194700	4.69	0.00	194700	4.69	0.00	0.00
11	Manoj Rajani	211000	5.08	0.00	211000	5.08	0.00	0.00
12	Reeta Rajani	18250	0.44	0.00	18250	0.44	0.00	0.00
13	Indira Rajani	137300	3.31	0.00	137300	3.31	0.00	0.00
14	Mukesh Rajani	1800	0.04	0.00	1800	0.04	0.00	0.00
15	Raju Rajani	1800	0.04	0.00	1800	0.04	0.00	0.00
16	Harshita Rajani	60000	1.45	0.00	60000	1.45	0.00	0.00
17	K.J.Rajani	59800	1.44	0.00	59800	1.44	0.00	0.00
18	Rajani Sukhija	100	0.00	0.00	100	0.00	0.00	0.00
19	Urmila Rajani	8000	0.19	0.00	8000	0.19	0.00	0.00

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	Jawahar Rajani				
	At the beginning of the year	282300	6.80	282300	6.80
	Date wise Increase / Decrease in Promoters	-	-	-	-

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	Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):				
	At the end of the year	282300	6.80	282300	6.80
2	Jagdish Rajani				
	At the beginning of the year	160400	3.87	160400	3.87
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	-	-	-	-
	At the end of the year	160400	3.87	160400	3.87
3	Darshan Rajani				
	At the beginning of the year	88100	2.12	88100	2.12
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	-	-	-	-
	At the end of the year	88100	2.12	88100	2.12
4	Santosh Rajani				
	At the beginning of the year	189500	4.57	189500	4.57
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	-	-	-	-
	At the end of the year	189500	4.57	189500	4.57
5	Amit Rajani				
	At the beginning of the year	172300	4.15	172300	4.15
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	-	-	-	-
	At the end of the year	172300	4.15	172300	4.15
6	Neelam Rajani				
	At the beginning of the year	148200	3.57	148200	3.57
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	-	-	-	-
	At the end of the year	148200	3.57	148200	3.57
7	Meena Rajani				
	At the beginning of the year	152300	3.67	152300	3.67
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	-	-	-	-
	At the end of the year	152300	3.67	152300	3.67
8	Kanaiyalal Rajani				
	At the beginning of the year	142850	3.44	142850	3.44
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the	-	-	-	-

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	reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):				
	At the end of the year	142850	3.44	142850	3.44
9	Puribai Rajani				
	At the beginning of the year	171500	4.13	171500	4.13
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	-	-	-	-
	At the end of the year	171500	4.13	171500	4.13
10	Divya Rajani				
	At the beginning of the year	194700	4.69	194700	4.69
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	-	-	-	-
	At the end of the year	194700	4.69	194700	4.69
11	Manoj Rajani				
	At the beginning of the year	211000	5.08	211000	5.08
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	-	-	-	-
	At the end of the year	211000	5.08	211000	5.08
12	Reeta Rajani				
	At the beginning of the year	18250	0.44	18250	0.44
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):				
	At the end of the year	18250	0.44	18250	0.44
13	Indira Rajani				
	At the beginning of the year	137300	3.31	137300	3.31
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):				
	At the end of the year	137300	3.31	137300	3.31
14	Mukesh Rajani				
	At the beginning of the year	1800	0.04	1800	0.04
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):				
	At the end of the year	1800	0.04	1800	0.04
15	Raju Rajani				
	At the beginning of the year	1800	0.04	1800	0.04
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g.				

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	allotment /transfer / bonus/ sweat equity etc.):				
	At the end of the year	1800	0.04	1800	0.04
16	Harshita Rajani				
	At the beginning of the year	60000	1.45	60000	1.45
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):				
	At the end of the year	60000	1.45	60000	1.45
17	K.J.Rajani				
	At the beginning of the year	59800	1.44	59800	1.44
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):				
	At the end of the year	59800	1.44	59800	1.44
18	Rajani Sukhija				
	At the beginning of the year	100	0.00	100	0.00
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):				
	At the end of the year	100	0.00	100	0.00
19	Urmila Rajani	8000	0.19	8000	0.19
	At the beginning of the year				
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):				
	At the end of the year	8000	0.19	8000	0.19

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

SI No.		Shareholding at the beginning of the year 31-03-17		Cumulative Shareholding during the year 31-03-18		Type
		No. of Shares	% of Total Shares of the company	No. of Shares	% change in share holding during the year	
1	IMMENSE FINANCE & INVESTMENT P LTD	488600	11.77			
	31-Mar-18			488600	11.77	
2	IMMENSE FINANCE & INVESTMENT P LTD	107000	2.58			
	31-Mar-18			107000	2.58	
3	PRAKASH JAYANTILAL JHAVERI	80200	1.93			
	31-Mar-18			80200	1.93	

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4	K J RAJANI	58600	1.44		
	31-Mar-18			58600	1.41
5	MEDI CAPS LTD	41000	0.99		
	31-Mar-18			41000	0.99
6	C R ASHA	20000	0.48		
	31-Mar-18			20000	0.48
7	VYAPARIMAL JESARAM	20000	0.48		
	31-Mar-18			20000	0.48
8	SUNITA GURALDAS	20000	0.48		
	31-Mar-18			20000	0.48
9	MOHAN VYAPARIMAL	20000	0.48		
	31-Mar-18			20000	0.48
10	INDIRA TALREJA	20000	0.48		
	31-Mar-18			20000	0.48

E) Shareholding of Directors and Key Managerial Personnel:

SI No.		ShareHolding at the beginning of the year		Cumulative Shareholding during the year		Type
		31-03-2017		31-03-2018		
		No. of Shares	% of Total Shares of the company	No. of Shares	% change in share holding during the year	
1	JAVAHAR RAJANI	282300	6.8			
	31-Mar-18			282300	6.8	
2	MANOJ RAJANI	211000	5.08			
	31-Mar-18			211000	5.08	
3	DIVYA RAJANI	194700	4.69			
	31-Mar-18			194700	4.69	
4	AMIT RAJANI	172300	4.15			
	31-Mar-18			172300	4.15	
5	PURIBAI RAJANI	171500	4.13			
	31-Mar-18			171500	4.13	
6	JAGDISH RAJANI	160400	3.87			
	31-Mar-18			160400	3.87	
7	MEENA RAJANI	152300	3.67			
	31-Mar-18			152300	3.67	
8	SANTOSH RAJANI	189500	4.57			
	31-Mar-18			189500	4.57	
9	KANAIYALAL RAJA	142850	3.44			
	31-Mar-18			142850	3.44	
10	NEELAM RAJANI	148200	3.57			
	31-Mar-18			148200	3.57	
11	INDIRA RAJANI	137300	3.31			
	31-Mar-18			137300	3.31	
12	DARSHAN RAJANI	88100	2.12			

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	31-Mar-18			88100	2.12	
13	K.J.RAJANI	59800	1.44			
	31-Mar-18			59800	1.44	
14	HARSHITA RAJANI	60000	1.45			
	31-Mar-18			60000	1.45	
15	REETA RAJANI	18250	0.44			
	31-Mar-18			18250	0.44	
16	URMILA RAJANI	8000	0.19			
	31-Mar-18			0	0	
17	MUKESH RAJANI	1800	0.04			
	31-Mar-18			1800	0.04	
18	RAJU RAJANI	1800	0.04			
	31-Mar-18			1800	0.04	
19	RAJANI SUKHIIJA	100	0			
	31-Mar-18			100	0	

F) 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				
i) Principal Amount	Nil	6,98,750	Nil	6,98,750
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i+ii+iii)	Nil	6,98,750	Nil	6,98,750
Change in Indebtedness during the financial year	Nil	Nil	Nil	Nil
* Addition	Nil	4,20,000	Nil	4,20,000
* Reduction	Nil	Nil	Nil	Nil
Net Change	Nil	4,20,000	Nil	4,20,000
Indebtedness at the end of the financial year	Nil	Nil	Nil	Nil
i) Principal Amount	Nil	11,18,750	Nil	11,18,750
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i+ii+iii)	Nil	11,18,750	Nil	11,18,750

XI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

The company has not given any remuneration to any director of the company during the year under review.

B. Remuneration to other directors:

The company has not given any remuneration to any director of the company during the year under review.

C. Remuneration to Key Managerial Personnel Other Than MD /Manager / WTD

Trombo Extractions Limited

The company has not given any remuneration to any director of the company during the year under review.

XII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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

**By Order of the Board of Directors
For, Trombo Extractions Ltd**

**Place: Indore
Date: 10/08/2018**

**Sd/-
Jawahar Rajani
Managing Director
DIN: 03208989**

**Sd/-
Jagdish Rajani
Director
DIN: 03209076**

**Sd/-
Munnalal Shivnarayan
Director
DIN: 03209564**

Trombo Extractions Limited

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The management of your Company is pleased to present the discussions and analysis on the industry structure, developments, future outlook and operating and financial performance.

I. INDUSTRY STRUCTURE AND DEVELOPMENT:

a) Industry Scenario: The per capita consumption of vegetable oil is relatively low in India leaving a scope for market expansion consistent with high disposal income in future. Keeping in view the rising input costs of account of imports, various measures are being taken by the Government to step up the domestic oil seed production arid moderate import duties with a view to ensure adequate availability and price stability, taking into account the equitable view towards various stakeholders such as domestic farmers, industry, consumers etc.

b) Industry outlook: The introduction of Goods and Service Tax has brought in the much needed uniformity and transparency in the edible oil industry. The industry is in the process of consolidation with the large domestic and multinational entities having strong business capabilities, efficiencies in logistics, operations in strategic locations and strong consumer focus and seeking opportunities to expand the growing market share.

c) Risks and Concerns: your Company's business was exposed to price fluctuations on its major raw materials with bulls of them being agro based and subject to market price variations during the year. Prices of these commodities continue to be linked to domestic prices, which depend oil the various external factors like good monsoon in the country. The setting tap of commodity exchange and introduction of commodity futures and other hedge strategies in the country has opened up reasonable opportunities for the industry to hedge and manage the impact of these price fluctuations.

II. ANALYSIS & DISCUSSION OF FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE:

During the Year the Company was not having any business due to heavy losses and other reasons.

III. INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:

Monthly information system is backbone of our internal control system. Roles and responsibilities for all managerial positions have been clearly defined. All operating parameters are closely monitored and controlled. The management

Trombo Extractions Limited

also regularly reviews the operational efficiencies, utilization of fiscal resources, and compliance with laws so as to ensure optimum utilization of resources and achieve better efficiencies.

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/INDUSTRIAL RELATIONS FRONT:

The employees are basically its human resource assets. They have played significant role in growth of the Company and enabled Company to deliver superior performance during the year. The Company has initiated several steps for overall development, training and welfare of its human resource asset and progress is monitored on regular basis. Employee relations have continued to remain cordial during the year under review.

CAUTIONARY STATEMENT:

Statements in the Management Discussion and Analysis describing the company's objectives, projections, estimates, expectations may be 'forward-looking statements' within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the company's operations include economic conditions affecting demands/supply and price conditions in the domestic markets in which the company operates; changes in the Government regulations, tax laws and other statutes and other incidental factors.

**By Order of the Board of Directors
For, Trombo Extractions Ltd**

Place: Indore

Date: 10/08/2018

Sd/-	Sd/-	Sd/-
Jawahar Rajani	Jagdish Rajani	Munnalal Shivnarayan
Managing Director	Director	Director
DIN: 03208989	DIN: 03209076	DIN: 03209564

Trombo Extractions Limited

CEO/CFO CERTIFICATION

We the undersigned, in our respective capacities as managing Director and Chief Financial Officer of Trombo Extraction Limited (“the Company”) to the best of our knowledge and belief certify that:

a. We have reviewed the financial statements and the cash flow statement for the year 2017-18 and that to the best of our knowledge and belief:

- These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- These statements together present a true and fair view of the Company’s affairs and are in compliance with existing accounting standards, applicable laws and regulations;

b. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year 2017-18 which are fraudulent, illegal or violative of the Company’s code of conduct;

c. We accept responsibility for establishing and maintaining internal controls and that we have evaluated the effectiveness of the internal control systems of the Company and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of the internal control, if any, of which we are aware of and the steps we have taken or propose to take to rectify these deficiencies.

d. We have indicated to the Auditors and the Audit Committee -

- Significant changes in internal control over the financial reporting during the year 2017-18;
- Significant changes in accounting policies during the year 2017-18 and that the same have been disclosed in the notes to the financial statements; and
- Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company’s internal control system over the financial reporting.

**For & on behalf of the Board of Director
TROMBO EXTRactions LIMITED**

Date: 10/08/2018

Place: Indore

**Sd/-
(Jagdish Rajani)
Director
DIN: 03209076**

INDEPENDENT AUDITOR'S REPORT

To The Members of

TROMBO EXTRACTIONS LIMITED

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of **TROMBO EXTRACTIONS LIMITED** ("the Company"), which comprise the Balance Sheet as at **March 31, 2018**, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended and a summary of the 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 standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India.

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 standalone 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 standalone financial statements based on our audit. In conducting 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 and the Order issued under section 143(11) of the Act.

We conducted our audit of the standalone financial statements 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 standalone financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone 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 standalone financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. 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 standalone financial statements.

We believe that the audit evidence obtained by us 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 standalone 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, 2018**, and its profit, total comprehensive income, the changes in equity and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report that:
 - a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) the Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow 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 Indian Accounting Standards prescribed under section 133 of the Act.

- e) on the basis of the written representations received from the directors of the Company as on **March 31, 2018** taken on record by the Board of Directors, none of the directors is disqualified as on **March 31, 2018** from being appointed as a director in terms of Section 164(2) of the Act.
 - 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 A**”. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company’s internal financial controls over financial reporting.
 - 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**, as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements.
 - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
2. As required by the **Companies (Auditor’s Report) Order, 2016 (“the Order”)** issued by the Central Government in terms of Section 143(11) of the Act, we give in “**Annexure B**” a statement on the matters specified in paragraphs 3 and 4 of the Order.

For S.N. Kabra & Co.
Chartered Accountants

Date: 21-05-2018

Place: Indore

Sd/-
S.N. Kabra
(Proprietor)
M. No.: 072497

ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 1(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of **TROMBO EXTRACTIONS LIMITED** of even date)

Report on the Internal Financial Controls Over Financial Reporting 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 **TROMBO EXTRACTIONS LIMITED** (“the Company”) as of **March 31, 2018** 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 Board of Directors of the Company 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, 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.

Auditor’s Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company 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”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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.

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, to the best of our information and according to the explanations given to us, 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, 2018, 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 S. N. Kabra & Co.,
Chartered Accountants**

Date: 21-05-2018

Place: Indore

**Sd/-
S.N. Kabra
(Proprietor)
M. No.: 072497**

ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT
(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of TROMBO EXTRACTIONS LIMITED of even date)

- i. In respect of the Company's fixed assets:
 - (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) The Company has a program of verification to cover all the items of fixed assets in a phased manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
 - (c) According to the information and explanations given to us, the records examined by us and based on the examination of the lease and license agreements provided to us, we report that, the agreements, comprising all the immovable properties of land and buildings are held in the name of the Company.
- ii.
 - (a) The management of the company has conducted the physical verification of inventory at reasonable intervals.
 - (b) The discrepancies noticed on physical verification of the inventory as compared to books records which has been properly dealt with in the books of accounts were not material.
- iii. According to the information and explanations given to us, the Company has not granted secured or unsecured loans to any Company, Firm, Limited Liability Partnership or other party covered in the register maintained under section 189 of the Companies Act, 2013.
- iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Act in respect of grant of loans, making investments and providing guarantees and securities, as applicable.
- v. The Company has not accepted deposits during the year and does not have any unclaimed deposits as at **March 31, 2018** and therefore, the provisions of the clause 3 (v) of the Order are not applicable to the Company.
- vi. The maintenance of cost records has not been specified by the Central Government under section 148(1) of the Companies Act, 2013 for the business activities carried out by the Company. Thus reporting under clause 3(vi) of the order is not applicable to the Company.

- vii. According to the information and explanations given to us, in respect of statutory dues:
- (a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Goods and Service Tax, Value Added Tax, Customs Duty, Excise Duty, Cess and other material statutory dues applicable to it with the appropriate authorities except Service Tax of Rs. 2,89,489/-.
 - (b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Value Added Tax, Goods and Service Tax, Customs Duty, Excise Duty, Cess and other material statutory dues in arrears as at **March 31, 2018** for a period of more than six months from the date they became payable.
- viii. The Company has not taken any loans or borrowings from financial institutions, banks and government or has not issued any debentures. Hence reporting under clause 3 (viii) of the Order is not applicable to the Company.
- ix. The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause 3 (ix) of the Order is not applicable to the Company.
- x. To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company by its officers or employees has been noticed or reported during the year.
- xi. In our opinion and according to the information and explanations given to us, the Company has paid/provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- xii. The Company is not a Nidhi Company and hence reporting under clause 3 (xii) of the Order is not applicable to the Company.
- xiii. In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- xiv. During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly paid convertible debentures and hence reporting under clause 3 (xiv) of the Order is not applicable to the Company.

- xv. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected to its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

**For S.N. Kabra & Co.
Chartered Accountants**

Date: 21-05-2018

Place: Indore

**Sd/-
S.N. Kabra
(Proprietor)
M. No.: 072497**

TROMBO EXTRACTIONS LIMITED
CIN: L15147MP1992PLC007183
18-C Tejpur Bridge, A.B.Road, Indore, Madhya Pradesh - 452001

STATEMENT OF ASSETS AND LIABILITIES

(Amount in Rs.)

Particulars	Note No.	As at 31-03-2018	As at 31-03-2017	As at 01-04-2016
ASSETS				
Non Current Assets				
Property, Plant and Equipment	4	-	-	-
Capital Work in Progress				
Financial Assets				
Investments		-	-	-
Loans & Advances	5	22,500	22,500	22,500
Other Non Current Assets		-	-	-
Current assets				
Inventories		-	-	-
Financial Assets				
Trade Receivables	6	97,687	97,687	97,687
Cash and Cash Equivalents	7	1,211,707	730,541	673,415
Loans & Advances	8	3,254,106	3,254,106	3,254,106
Other Current Assets		-	-	-
TOTAL ASSETS		4,586,000	4,104,834	4,047,708
EQUITY AND LIABILITIES				
Equity				
Equity Share Capital	9	34,792,100	34,792,100	32,349,100
Other Equity	10	(31,325,220)	(31,386,386)	(31,387,584)
Liabilities				
Non Current Liabilities				
Financial Liabilities				
Borrowings		-	-	-
Deferred Tax Liabilities (Net)		-	-	-
Current Liabilities				
Financial Liabilities				
Borrowings	11	1,118,750	698,750	2,583,750
Trade Payables	12	-	-	500,644
Short-Term Provisions	13	370	370	1,798
Other Current Liabilities	14	-	-	-
TOTAL EQUITY AND LIABILITIES		4,586,000	4,104,834	4,047,708

As per our report of even date
For, S.N. Kabra & Co.
Chartered Accountants

Sd/-
S.N. Kabra
Proprietor
M. No.: 072497
Date :- 21-05-2018
Place :- Indore

For and on behalf of the Board of Directors
Trombo Extractions Limited

Sd/-
Jawahar Rajani - MD
DIN: 03208989
Sd/-
Jagdish Rajani - Director
DIN: 03209076
Sd/-
Munnalal Shivnarayan - Director
DIN: 03209564
Date :- 21-05-2018
Place :- Indore

TROMBO EXTRACTIONS LIMITED

CIN: L15147MP1992PLC007183

18-C Tejpur Bridge, A.B.Road, Indore, Madhya Pradesh - 452001

STATEMENT OF PROFIT & LOSS ACCOUNT OFR THE YEAR ENDED MARCH 31,2018

Amount in (Rs.)

PARTICULARS		Note No.	Year Ended 31.03.2018	Year Ended 31.03.2017	Year Ended 01.04.2016
I	Revenue from Operations	15	496,250	584,950	516450
II	Other Income	16	9,000	-	0
III	Total Income (I+II)		505,250	584,950	516,450
IV	EXPENSES				
	(1) Cost of Materials Consumed	17	-	-	0
	(2) Purchase of Stock-In-Trade		-	14,930	221532
	(3) Changes in Inventories of Finished Goods,Work-In-Progress and Stock-In-Trade		-	-	-
	(4) Employee Benefits Expense	18	402,000	27,000	20,750
	(5) Finance Cost	19	898	14,925	1,070
	(6) Depreciation and Amortisation Expense	4	-	-	0
	(7) Other Expenses	20	41,186	526,645	267,650
	Total Expenses (IV)		444,084	583,500	511,002
V	Profit before Exceptional Items and Tax (III-IV)		61,166	1,450	5,448
VI	Exceptional Items				
VII	Profit before Tax		61,166	1,450	5,448
VIII	Tax Expense				
	(1) Current Tax		0	370	1,798
	(2) Prior Period Taxation		-	118	-
	(3) Deferred Tax		-	-	-
IX	Profit (Loss) for the period from continuing operations (VII-VIII)		61,166	1,198	3,650
X	Profit /(Loss) from discontinued operations				
XI	Tax Expense of discontinued operations				
XII	Profit (Loss) from discontinuing operations (after tax) (X-XI)		-	-	-
XIII	Profit (Loss) for the period (IX-XIII)		61,166	1,198	3,650
XIV	Other Comprehensive Income				
	A (i) Items that will not be reclassified to profit or loss				
	(ii) Income tax relating to items that will not be reclassified to profit or loss				
	B (i) Items that will be reclassified to profit or loss				
	(ii) Income tax relating to items that will be reclassified to profit or loss				
XV	Total Comprehensive Income for the Period (XIII+XIV)		61,166	1,198	3,650
XVI	Earnings Per Equity Share				
	(1) Basic		0.01	0.00	0.00
	(2) Diluted		0.01	0.00	0.00

As per our report of even date
For, S.N. Kabra & Co.
Chartered Accountants

Sd/-
S.N. Kabra
M. No.: 072497
M.No. 117412
Date :- 21-05-2018
Place :- Indore

For and on behalf of the Board of Directors
Trombo Extractions Limited

Sd/-
Jawahar Rajani - MD
DIN: 03208989
Sd/-
Jagdish Rajani - Director
DIN: 03209076
Sd/-
Munnalal Shivnarayan - Director
DIN: 03209564

Date :- 21-05-2018
Place :- Indore

TROMBO EXTRACTIONS LIMITED
CIN: L15147MP1992PLC007183
18-C Tejpur Bridge, A.B.Road, Indore, Madhya Pradesh - 452001

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2018

Particulars	For the period ended on 31.03.2018	For the period ended on 31.03.2017	For the period ended on 01.04.2016
A. CASH FLOW FROM OPERATING ACTIVITIES			
Profit Before Tax	61,166	1,450	5,448
Adjustments for:			
Depreciation	-	-	0
Preliminary Exps. Written off	-	-	0
Finance Cost	898	14,925	1,070
Operating Profit before Working Capital Changes	62,064	16,375	6,518
Movements in Working Capital :			
Decrease / (Increase) in Inventories	-	-	0
Decrease / (Increase) in Sundry Debtors	-	-	0
Decrease / (Increase) in Loans and Advances	-	-	248,000
Decrease / (Increase) in Current Assets	-	-	0
(Decrease) / Increase in Trade Payables	420,000	(500,644)	0
(Decrease) / Increase in Short Term Provisions	-	118	748
(Decrease) / Increase in Current Liabilities	-	-	0
(Decrease) / Increase in Other Current Liabilities	-	-	0
Cash (used in) / generated from operations	482,064	(484,151)	255,266
Direct Taxes Paid/Interest Paid (net of refunds)	-	1,798	16,230
Net cash (used in) / generated from operating activities (A)	482,064	(485,949)	239,036
B. CASH FLOW FROM INVESTING ACTIVITIES			
(Purchase) of Fixed Assets	-	-	0
Sale / Disposal of Fixed Assets	-	-	-
Profit on sale of Investment / Assets	-	-	-
Net cash (used in) / generated from investing activities (B)	-	-	-
C. CASH FLOW FROM FINANCING ACTIVITIES			
(Repayment) / Proceeds From Long Term Borrowings	-	(1,885,000)	-
(Repayment) / Proceeds From Short Term Borrowings	-	-	-
Repayment / (Proceeds) From Long Term Loans & Advances	-	-	-
Proceeds from Issue of Shares/Calls in arrears recd	-	2,443,000	-
Interest Expense	(898)	(14,925)	(1,070)
Dividend	-	-	-
Net cash (used in) / generated from financing activities (C)	(898)	543,075	(1,070)
D.NET INCREASE IN CASH AND CASH EQUIVALENTS (D)=(A+B+C)	481,166	57,126	237,966
Cash and cash equivalents at the beginning of the year	730,541	673,415	435,449
Cash and cash equivalents at the end of the year	1,211,707	730,541	673,415
Components of cash and cash equivalents			
Cash and cheques on hand	1,189,265	724,515	656,639
With Scheduled Banks			
- in Current Account	22,442	6,026	16,776
- in Term Deposit Accounts	-	-	-
	1,211,707	730,541	673,415

Notes

- 1) The figures in brackets represent outflows.
- 2) Previous periods' figures have been regrouped / reclassified, wherever necessary, to confirm to current year

For and on behalf of the Board of Directors of

As per our report of even date
For, S.N. Kabra & Co.
Chartered Accountants

Sd/-
S.N. Kabra
Proprietor
M. No.: 072497
Date :- 21-05-2018
Place :- Indore

Trombo Extractions Limited
Sd/-
Jawahar Rajani - MD
DIN: 03208989
Sd/-
Jagdish Rajani - Director
DIN: 03209076
Sd/-
Munnalal Shivnarayan - Director
DIN: 03209564

Date :- 21-05-2018
Place :- Indore

TROMBO EXTRACTIONS LIMITED

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CORPORATE INFORMATION:

TROMBO EXTRACTIONS LIMITED ('the company") is engaged in the business of Trading of various vegetable oils in raw form, from domestic/ international market and sells them either directly or through brokers

STATEMENT OF COMPLIANCE:

The financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

The financial statements up to year ended 31st March 2017 were prepared in accordance with the accounting standards notified under Companies (Accounting Standard) Rules, 2006 (as amended) and other relevant provisions of the Act.

These financial statements are the first financial statements of the Company under Ind AS. The date of transition to Ind AS is April 1, 2016. Refer Note 3 for the details of significant exemptions availed by the Company on first-time adoption of Ind AS and for an explanation of how the transition from previous GAAP to Ind AS has affected the Company's financial position, financial performance and cash flows.

1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

1.1 Basis of preparation and presentation

For all periods upto and including the year ended March 31, 2017, the Company prepared its financial statements in accordance with Generally Accepted Accounting Principles (GAAP) in India and complied with the accounting standards (Previous GAAP) as notified under Section 133 of the Companies Act, 2013 read together with Rule 7 of the Companies (Accounts) Rules, 2014, as amended, to the extent applicable, and the presentation requirements of the Companies Act, 2013. In accordance with the notification dated February 16, 2015, issued by the Ministry of Corporate Affairs, the Company has adopted Indian Accounting Standards (Ind AS) notified under Section 133 read with Rule 4A of Companies (Indian Accounting Standards) Rules, 2015, as amended, and the relevant provisions of the Companies Act, 2013 (collectively, "Ind ASs") with effect from April 1, 2017 and the Company is required to prepare its financial statements in accordance with Ind ASs for the year ended March 31, 2018. These financial statements as and for the year ended March 31, 2018 (the "Ind AS Financial Statements") are the first financial statements, the Company has prepared in accordance with Ind AS.

The Company has followed the provisions of Ind AS 101-"First Time adoption of Indian Accounting Standards" (Ind AS 101), in preparing its opening Ind AS Balance Sheet as of the date of transition, i.e. April 1, 2016. In accordance with Ind AS 101, the Company has presented reconciliations of Shareholders' equity under Previous GAAP and Ind ASs as at March 31, 2017, and April 1, 2016 and of the Profit/ (Loss) after Tax as per Previous GAAP and Total Comprehensive Income under Ind AS for the year ended March 31, 2017

TROMBO EXTRACTIONS LIMITED

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The Ind AS Financial Statements have been prepared on a going concern basis using historical cost convention and on an accrual method of accounting, except for certain financial assets and liabilities, including derivative financial instruments which have been measured at fair value as described below.

1.2 Functional and presentation currency

The financial statements are presented in Indian Rupees, the currency of the primary economic environment in which the Company operates.

1.3 Use of Estimates

The preparation of financial statements are in conformity with the recognition and measurement principles of Ind AS which requires management to make critical judgments, estimates and assumptions that affect the reporting of assets, liabilities, income and expenditure.

Estimates and underlying assumptions are reviewed on an ongoing basis and any revisions to the estimates are recognised in the period in which the estimates are revised and future periods are affected.

Key source of estimation of uncertainty at the date of financial statements, which may cause material adjustment to the carrying amount of assets and liabilities within the next financial year, is in respect of:

- Useful lives of property, plant and equipment (refer note no. 2.1)
- Valuation of deferred tax assets (refer note no. 2.8)
- Valuation of inventories (refer note no. 2.3)
- Provisions & contingent liabilities (refer note no. 2.6)

2. SIGNIFICANT ACCOUNTING POLICIES

2.1. Property, plant and equipment

Tangible Assets:

Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation and any accumulated impairment losses. The cost of fixed assets comprises of its purchase price, non-refundable taxes & levies, freight and other incidental expenses related to the acquisition and installation of the respective assets. Borrowing cost attributable to financing of acquisition or construction of the qualifying fixed assets is capitalized to respective assets when the time taken to put the assets to use is substantial.

When major items of property, plant and equipment have different useful lives, they are accounted for as separate items of property, plant and equipment. The cost of replacement of any property, plant and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefit

TROMBO EXTRACTIONS LIMITED

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associated with the item will flow to the Company and its cost can be measured reliably.

The Estimated Useful Lives of assets are in accordance with the Schedule II of the Companies Act, 2013.

2.2. Financial Instruments

2.2.1. Cash and cash equivalents

Cash and cash equivalents consists of cash on hand, short demand deposits and highly liquid investments, that are readily convertible into known amounts of cash and which are subject to an insignificant risk of change in value. Short term means investments with original maturities / holding period of three months or less from the date of investments. Bank overdrafts that are repayable on demand and form an integral part of the Company's cash management are included as a component of cash and cash equivalent for the purpose of statement of cash flow.

2.2.2. Trade Receivables

Trade receivables are amounts due from customers for sale of goods or services performed in the ordinary course of business. Trade receivables are initially recognized at its transaction price which is considered to be its fair value and are classified as current assets as it is expected to be received within the normal operating cycle of the business.

2.2.3. Borrowings

Borrowings are initially recorded at fair value and subsequently measured at amortized costs using effective interest method. Transaction costs are charged to statement of profit and loss as financial expenses over the term of borrowing.

2.2.4. Trade payables

Trade payables are amounts due to vendors for purchase of goods or services acquired in the ordinary course of business and are classified as current liabilities to the extent it is expected to be paid within the normal operating cycle of the business.

2.2.5. Other financial assets and liabilities

Other non-derivative financial instruments are initially recognized at fair value and subsequently measured at amortized costs using the effective interest method.

2.3. Inventories

Items of inventories are measured at lower of cost and net realisable value after providing for obsolescence, if any. Cost of inventories comprises of cost of purchase, cost of conversion and other costs including manufacturing overheads

TROMBO EXTRACTIONS LIMITED

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incurred in bringing them to their respective present location and condition. Cost of raw materials, process, stores and spares, packing materials, trading and other products are determined on weighted average basis.

2.4. Impairment of Assets

Financial assets

At each balance sheet date, the Company assesses whether a financial asset is to be impaired. Ind AS 109 requires expected credit losses to be measured through loss allowance. The Company measures the loss allowance for financial assets at an amount equal to lifetime expected credit losses if the credit risk on that financial asset has increased significantly since initial recognition. If the credit risk on a financial asset has not increased significantly since initial recognition, the Company measures the loss allowance for financial assets at an amount equal to 12-month expected credit losses. The Company uses both forward-looking and historical information to determine whether a significant increase in credit risk has occurred.

Non-financial assets

Tangible and intangible assets

Property, plant and equipment and intangible assets with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs.

If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognized in the statement of profit and loss to such extent.

2.5. Employee Benefit

Short term employee benefits

Short term benefits payable before twelve months after the end of the reporting period in which the employees have rendered service are accounted as expense in statement of profit and loss.

Long term employee benefits

Defined Contribution Plan

A defined contribution plan is a post-employment benefit plan under which the Company pays specified contributions for provident fund and pension as per the provisions of the Provident Fund Act, 1952 to the government. The Company's contribution is recognised as an expense in the Profit and Loss

TROMBO EXTRACTIONS LIMITED

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Statement during the period in which the employee renders the related service. The company's obligation is limited to the amounts contributed by it.

Compensated absences and earned leaves

The company offers a short term benefit in the form of encashment of unavailed accumulated compensated absence above certain limit for all of its employees and same is being provided for in the books at actual cost.

2.6. Provisions, contingent liabilities and contingent assets

Contingent liability :

A possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company are disclosed as contingent liability and not provided for. Such liability is not disclosed if the possibility of outflow of resources is remote.

Contingent assets :

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company. Contingent assets are not recognised and disclosed only when an inflow of economic benefits is probable.

Provisions :

A provision is recognized when as a result of a past event, the Company has a present obligation whether legal or constructive that can be estimated reliably and it is probable that an outflow of economic benefits will be required to settle the obligation. If the obligation is expected to be settled more than 12 months after the end of reporting date or has no definite settlement date, the provision is recorded as non-current liabilities after giving effect for time value of money, if material. Where discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

2.7. Revenue Recognition

- a) Revenue from the sale of goods is recognised when significant risks and rewards in respect of ownership of the goods are transferred to the customer, as per the terms of the order. The company has shown separately in the expenses as the revenues from the operations are stated at gross amount as per the Requirement of Ind AS 18 "Revenue". Further, the amounts collected on behalf of third parties such as government authorities for VAT, Service Tax and GST are excluded from the revenue since the same do not result in increase in Equity.
- b) Interest Income is recognised on time proportion basis.

2.8. Income taxes

Income tax expense comprises current and deferred tax expense. Income tax expenses are recognized in statement of profit and loss, except when they relate to items recognized in other comprehensive income or directly in equity, in

TROMBO EXTRACTIONS LIMITED

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which case, income tax expenses are also recognized in other comprehensive income or directly in equity respectively.

Current tax is the tax payable on the taxable profit for the year, using tax rates enacted or substantively enacted by the end of reporting period by the governing taxation laws, and any adjustment to tax payable in respect of previous periods. Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred taxes arising from deductible and taxable temporary differences between the tax base of assets and liabilities and their carrying amount in the financial statements are recognized using substantively enacted tax rates and laws expected to apply to taxable income in the years in which the temporary differences are expected to be received or settled.

Deferred tax asset are recognized only to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences can be utilized. The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax assets to be utilized.

2.9. Earnings Per Share

- a) Basic earnings per share are calculated by dividing the net profit for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.
- b) For the purpose of calculating diluted earnings per share, the net profit for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares, if any.

2.10. Borrowing cost

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of these assets, until such time as the assets are substantially ready for their intended use or sale.

All other borrowing costs are recognised in statement of profit and loss in the period in which they are incurred.

2.11. Segment Reporting

The company has only one preliminary reportable segment i.e. commission income hence there is no separate reportable segments as required in Ind AS 108 issued by ICAI.

TROMBO EXTRACTIONS LIMITED

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2.12. Depreciation

Depreciation on tangible fixed assets is provided using the Straight Line Method based on the useful life of the assets as estimated by the management and is charged to the Statement of Profit and Loss as per the requirement of Schedule II of the Companies Act, 2013. In case of additions or deletions during the year, depreciation is computed from the month in which such assets are put to use and up to previous month of sale or disposal, as the case may be.

2.13. Foreign currency Transactions

Foreign currency transactions are recorded at the exchange rate prevailing at the date of transactions. Exchange difference arising on settlement of transactions is recognised as income or expense in the year in which they arise.

Monetary assets and liabilities related to foreign currency transactions remaining unsettled at the end of the year are restated at the year-end rate and difference in translations and unrealised gains / (losses) on foreign currency transactions are recognised in the statement of profit & loss.

The premium or discount arising at the inception of forward exchange contracts is amortised as expense or income over the life of the contract. Exchange differences on such contracts are recognised in the statement of profit and loss in the year in which the exchange rates change. Any profit or loss arising on cancellation or renewal of forward exchange contract is recognised as income or as expense for the year.

3. EXPLANATION OF TRANSITION TO IND AS

These financial statements are the first financial statements of the Company under Ind AS. The date of transition to Ind AS is April 1, 2016. The transition is carried out from Indian GAAP (previous GAAP) to Ind AS, notified under Section 133 of the Companies Act, 2013 [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act. The Group has applied exceptions and exemptions in accordance with Ind AS 101 "First-time Adoption of Indian Accounting Standards".

Exceptions:

i. Estimates :

Ind AS estimates on the date of transition are consistent with the estimates as at the same date made in conformity with previous GAAP.

ii. Derecognition of financial assets & liabilities :

The Company has applied the de-recognition requirements of Ind AS 109 prospectively from the date of transition to Ind AS.

iii. Classification and measurement of financial assets :

TROMBO EXTRACTIONS LIMITED

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The Company has assessed classification and measurement of financial assets based on facts and circumstances prevalent on the date of transition to Ind AS.

iv. Impairment of financial assets :

The Company has applied impairment requirements of Ind AS 109 retrospectively to financial instruments and concluded that there is no need to recognize any additional loss allowance on financial assets.

Exemptions:

i. Deemed cost for property, plant and equipment, investment property, and intangible assets:

The Company has elected to continue with the carrying value of all of its plant and equipment, investment property and intangible assets recognised as of 1st April, 2016 (transition date), measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

Reconciliation of Equity and Total Comprehensive Income:-

The company has prepared its financial statement as per Ind AS from 01.04.2016 and hence the comparatives has to be prepared as per Ind AS. Thus, the profits of the company has been restated/reworked as per Ind AS. There is no change in the equity/total comprehensive income in the transition of Ind AS and hence the reconciliation of Equity and Total comprehensive income is not applicable.

TROMBO EXTRACTIONS LIMITED

CIN: L15147MP1992PLC007183

18-C Tejpur Bridge, A.B.Road, Indore, Madhya Pradesh - 452001

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED ON 31/03/2018

(A) EQUITY SHARE CAPITAL

Particulars	As at 31st March,2018	As at 31st March,2017	As at 01st April,2016
Balance as at the beginning of the year	4,150,000	4,150,000	4,150,000
Issued during the year	-	-	-
Balance as at the end of the year	4,150,000	4,150,000	4,150,000

(B) OTHER EQUITY

Particulars	Share Application Money Pending For Allotment	Reserves & Surplus						Equity Instrument measured	Total
		Retained Earnings	General reserves	Capital reserves	Security Premium	Contingent Reserve	Revaluation reserve		
Balance as on 01.04.2017		-	(130,389,103)	-	-	99,002,717	-	-	(31,386,386)
Addition During the Year			61,166						61,166
Profit For the year		61,166							
Transfer to Reserves		(61,166)							
Other Comprehensive Income		-						-	-
Prior Period Loss		-							-
Dividend		-							-
Dividend Distribution Tax		-							-
Balance as on 31.03.2018	-	-	(130,327,937)	-	-	-	-	-	(31,325,220)
Balance as on 01.04.2016		-	(130,390,301)	-	-	99,002,717		-	(31,387,584)
Profit For the year		1,198	1,198						1,198
Transfer to Reserves		(1,198)							
Other Comprehensive Income		-						-	-
Dividend		-							-
Dividend Distribution Tax		-							-
Balance as on 31.03.2017	-	-	(130,389,103)	-	-	-	-	-	(31,386,386)
Balance as on 01.04.2015			(130,393,951)			99002717			(31,391,234)
Profit For the year		3,650	3,650						3,650
Transfer to Reserves		(3,650)							
Other Comprehensive Income		-							
Dividend		-							
Dividend Distribution Tax		-							
Balance as on 01.04.2016	-	-	(130,390,301)	-	-	-	-	-	(31,387,584)

As per our report of even date
For, S.N. Kabra & Co.
Chartered Accountants

Sd/-
S.N. Kabra
Proprietor
M. No.: 072497
Date :- 21-05-2018
Place :- Indore

For and on behalf of the Board of Directors
Trombo Extractions Limited

Sd/-
Jawahar Rajani - MD
DIN: 03208989

Sd/-
Jagdish Rajani - Director
DIN: 03209076

Sd/-
Munnalal Shivnarayan - Director
DIN: 03209564

Date :- 21-05-2018
Place :- Indore

TROMBO EXTRACTIONS LIMITED

Notes to the Financial Statements for the Year ended 31st March, 2018

Particulars		As at March 31,2018	As at March 31,2017	AS at April 01,2016
NON CURRENT ASSETS				
5	FINANCIAL ASSET LONG TERM LOANS AND ADVANCES Secured Considered Good: Deposits	22,500	22,500	22,500
Total		22,500	22,500	22,500
CURRENT ASSETS				
6	FINANCIAL ASSET TRADE RECEIVABLES (Unsecured considered good) Over Six Months Others	97,687 -	97,687 -	97,687 -
Total		97,687	97,687	97,687
CURRENT ASSETS				
7	FINANCIAL ASSET CASH AND CASH EQUIVALENT Cash on Hand Balance with Scheduled Banks a. in Current Accounts b. in Term Deposit Accounts	1,189,265 22,442	724,515 6,026	656,639 16,776
Total		1,211,707	730,541	673,415
CURRENT ASSETS				
8	FINANCIAL ASSET LOANS AND ADVANCES Advance Recoverable in cash or in kind	3,254,106	3,254,106	3,254,106
Total		3,254,106	3,254,106	3,254,106
Particulars		As at March 31,2018	As at March 31,2017	
10	OTHER EQUITY Reserves & surplus Retained Earnings General reserves	- (31,325,220)	- (31,386,386)	- (31,387,584)
Total		(31,325,220)	(31,386,386)	(31,387,584)
Current Liabilities				
11	Financial Liabilities BORROWINGS Long Term Borrowing Unsecured From Directors Jagdish Rajani Jawahar Rajani	860,000 258,750	390,000 308,750	582,000 2,001,750
Total		1,118,750	698,750	2,583,750

Current Liabilities			
Financial Liabilities			
12	TRADE PAYABLES		
	Micro, Small and Medium Enterprise For Goods	-	-
		-	500,644
	Total	-	500,644
12.1	Under the Micro, Small & Medium enterprise development act, 2006, certain disclosures are required to be made relating to Micro & small enterprise. The company is in the process of compiling relevant information from its supplier about their coverage under the said act. Since the relevant information is not readily available, no disclosures have been made in the accounts. However, in view of the management, the impact of interest, if any, that may be payable in accordance with the provision of the this act is not expected to be material. This has been relied upon by the auditors.		
13	SHORT TERM PROVISION		
	Provision for Tax	370	370
	Total	370	1,798
14	OTHER CURRENT LIABILITIES		
	Provision for the Service Tax/Swachha Bharar Cess	-	-
	TDS Payable	-	-
	Unpaid Exp	-	-
	Total	-	-

TROMBO EXTRACTIONS LIMITED

Notes to the Financial Statements for the Year ended 31st March, 2018

Note No.	Particulars	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
9	Share Capital			
	Authorised share capital :- 4500000 (4500000) Equity Shares of Rs. 10 each	45,000,000	45,000,000	45,000,000
		45,000,000	45,000,000	45,000,000
	Issued, Subscribed & Paid-up Share Capital:- 4150000 (4150000) Equity Shares of Rs. 10 each fully paid up	41,500,000	41,500,000	41,500,000
	Less : Call in Arrear due from person other directors	9,150,900	9,150,900	9,150,900
	Add: Call money received	2,443,000	2,443,000	-
	34,792,100	34,792,100	32,349,100	

9.1 List of Share Holders having more than 5% holding

Sr. No.	Name of Shareholder	As at 31 March, 2018		As at 31 March, 2017		As at 31 March, 2017	
		No. of Shares held	% of Holding	No. of Shares held	% of Holding	No. of Shares held	% of Holding
1	Jawahar Rajani	282,300	6.80%	282,300	6.80%	282,300	6.80%
2	Manoj Rajani	211,000	5.08%	211,000	5.08%	211,000	5.08%
3	Immense Finance & Investment P Ltd	488,600	11.77%	488,600	11.77%	488,600	11.77%

9.2 The Reconciliation of the number of shares outstanding is set out below :

Particulars	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Balance as at the beginning of the year	4,150,000	4,150,000	4,150,000
Issued during the year	-	-	
Balance as at the end of the year	4,150,000	4,150,000	4,150,000

9.3 Terms and Rights attached to equity Shares

The company has only one class of equity shares having a par value of Rs 10 each. Each holder of equity shares is entitled to one vote per share. The Company declares and pay dividend proposed by the Board of Directors is subject to approval of the Shareholding in the ensuing Annual General Meeting.

9.4 The company has not issued any Right/ Bonus shares during any preceding year.

TROMBO EXTRACTIONS LIMITED

Notes to the Financial Statements for the Year ended 31st March, 2018

Particulars	for the year ending on March 31,2018	for the year ending on March 31,2017	for the year ending on April 01,2016
15 REVENUE FROM OPERATIONS			
Sale of Products	496,250	584,950	516,450
Sale of Services	-	-	
Total	496,250	584,950	516,450
16 OTHER INCOME			
Interest	-	-	-
Misc. Income	9,000	-	-
Total	9,000	-	-
17 COST OF STOCK IN TRADE AND OPERATING EXP.			
Opg Stock	-	-	-
Add : Purchase of Stock in Trade	-	-	-
Less : Closing Stock	-	-	-
Raw Material consumed during the year (A)	-	-	-
Other Operating Expenses			
Work Contract Charges	-	-	-
Labour Charges	-	-	-
Electric Power, Fuel	-	-	-
Freight Inward, Loading and unloading charges	-	-	-
Repairs & Maint. Exp	-	-	-
Other Operating Exp (B)	-	-	-
Total	-	-	-
18 EMPLOYEE BENEFIT EXPENSES			
Salaries, Wages, Allowances and Bonus (Refer Note 22.1)	402,000	27,000	20,750
Gratuity Exp	-	-	-
Staff Welfare Expenses	-	-	-
Total	402,000	27,000	20,750

18.1 Salaries includes Director Remuneration amounting to Rs. 560882/- (PY Rs.506587/-)

Particulars		for the year ending on March 31,2018	for the year ending on March 31,2017	for the year ending on April 01,2016
19	<u>FINANCE COST</u>			
	Bank Charges	898	14,925	322
	Interest Exp	-	-	0
	Other Borrowing Costs	-	-	748
	Total	898	14,925	1,070
20	<u>OTHER EXP</u>			
	Postage & Telegrams	1,500	-	150
	Annual Listing Fees	-	258,040	228,000
	ROC Charges	-	17,010	12,500
	R & T Fees	-	184,244	20,000
	Website Exp.	8,000	5,000	7,000
	Legal Fees	9,641	16,900	
	CDSL Fees	22,045	31,141	
	Professional Fees Exps		14,310	
	Total	41,186	526,645	267,650
20.1	<u>PAYMENT TO AUDITORS :</u>			
	Statutory Audit Fees	-	-	0
	Tax Audit Fees	-	-	-
	Total	41,186	526,645	267,650

TROMBO EXTRACTIONS LIMITED

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27. Disclosure of Interest in other Entities:

As per Ind AS 112 – ‘Disclosure of Interest in other Entities’, as notified by the Rules, the disclosures of transactions with the related parties as defined in the accounting standard are given below:

A. Related parties with whom transactions have taken place during the year

Key management personnel

Meena Rajani

Jawahar Kanhaiyalal Rajani

Jagdish K Rajani

Munna Lal Shivnarayan

Jai Kumar Pandey

Jagdish Pandya

B. Transactions between the Company and related parties and the status of outstanding balances as at March 31, 2018:

C. Disclosure of significant transactions with related parties: NIL

28. a) In opinion of the directors, contingent liability not provided is Rs. Nil.
(Nil)
- b) Estimated amount of contracts remaining to be executed on capital account and not provided for: Rs. Nil (Nil).
29. Balances of Trade Payables, Unsecured Loans, Trade Receivables, Long Term and Short Term Loans & Advances, In-operative bank accounts, Other Current and Other Non Current Assets and Provisions are subject to the confirmation of the parties concerned. Wherever confirmation of the parties for the amounts due to them / amounts due from them as per books of accounts are not received, necessary adjustments, if any, will be made when the accounts are reconciled / settled.
30. Previous year accounts being audited by another auditor, opening balances wherever disclosed are being relied upon the said accounts and as certified by management of the company.
31. In the absence of information regarding outstanding dues of MICRO or Small Scale Industrial Enterprise(s) as per The Micro, Small & Medium Enterprise Development Act, the Company has not disclosed the same as required by Schedule III to the Companies Act.
32. Wherever no vouchers and documentary evidences were made available for our verification, we have relied on the authentication given by management of the company.

TROMBO EXTRACTIONS LIMITED

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33. Figures have been rounded off to the nearest rupee wherever required.

**As per our report of even date
For, S.N. Kabra & Co
Chartered Accountants**

**For and on behalf of the Board
TROMBO EXTRACTIONS LIMITED**

**Sd/-
S.N. Kabra
(Proprietor)
M. No. 117412**

**Sd/-
Jawahar Rajani
Managing Director
DIN: 03208989**

**Sd/-
Jagdish Rajani
Director
DIN: 03209076**

**Sd/-
Munnalal Shivnarayan
Director
DIN: 03209564**

**Place: Indore
Dated: 21-05-2018**

**Place: Indore
Dated: 21-05-2018**

Trombo Extractions Limited

Reg. Add: 18-C TEJPUR BRIDGE, A.B.ROAD, INDORE-452001

**ATTENDANCE SLIP
ANNUAL GENERAL MEETING– 19th September, 2018 AT 11:00 A.M.**

DP Id.		Client Id. / Ben. A/c.	
Folio No.		No. of Shares	

I certify that I am a registered shareholder/Proxy for the registered shareholder of the Company.

I/We hereby record my/our presence at the **ANNUAL GENERAL MEETING** of the Company being held on 19th September, 2018 at 11:00 A.M. at 18-C TEJPUR BRIDGE, A.B.ROAD, INDORE-452001

Full Name of the Shareholder / Proxy (In Block Letter)

Signature

=====

Trombo Extractions Limited

Form No. MGT-11

Proxy form

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

CIN: L15147MP1992PLC007183

Name of the company: Trombo Extractions Limited

Registered office: 18-C Tejpur Bridge, A.B.Road, Indore-452001

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

I/We, being the member (s) of shares of the above named company, hereby appoint:

1. Name:
Address:
E-mail Id:
Signature: Or failing him,

2. Name:
Address:
E-mail Id:
Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual general meeting of the company, to be held on the 19th September, 2018 at 11:00 A.M. at 18-C Tejpur Bridge, A. B. Road, Indore-452001 and at any adjournment thereof in respect of such resolutions as are indicated below:

Res. No.	Description	For	Against
1	Adoption of Annual Accounts and Reports thereon for the financial year ended 31st March, 2018.		
2	Re-election of Mr. Jagdish K. Rajani as a Director of the Company		
3	Ratify M/s. S N Kabra & Co., Chartered Accountants, Indore, as Statutory Auditors of the Company		

Signed this..... day of..... 20.....

Signature of Shareholder

Signature of Proxy holder(s)

Affix
Rs. 1 /-
Revenue
Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

Trombo Extractions Limited

If Undelivered, please return to:-
MCS Share Transfer Agent Limited
(Unit: Trombo Extractions Limited)
12/1/5, Manoharpukur Road,
Kolkata-700026