

SRI HAVISHA HOSPITALITY AND INFRASTRUCTURE LIMITED

(Formerly Shri Matre Power & Infrastructure
Limited and Shri Shakti LPG Limited)

CIN : L40102TG1993PLC015988

**25TH ANNUAL REPORT
2017 - 2018**

BOARD OF DIRECTORS	Mr. D.V. Manohar	Chairman & Managing Director (Executive & Non-Independent)
	Mr. B.K. Sinha	Director (Independent)
	Mr. R. Prabhakar Rao	Director (Independent)
	Dr. A. Balasetty	Director (Non-Independent)
	Dr. Gorantla Govindaiah	Director (Independent)
	Mr. V. Subrahmanyam	Director (Independent)
	CA. A.P. Vitthal	Director (Independent)
	Ms. Deekshita Dontamsetti	Woman Director (Non-Independent)
COMPANY SECRETARY	Mr. Ch. Mallikarjuna	
AUDITORS	M/s. P. Suryanarayana & Co., Chartered Accountants Hyderabad	
BANKERS	Allahabad Bank	
REGISTRARS & SHARE TRANSFER AGENTS	M/s.XL Softech Systems Ltd 3, Sagar Society Road No.2, Banjara Hills, Hyderabad - 500034, Telangana Tel : 91-40-23545913/14/15 Fax : 91-40-23553214	
REGISTERED OFFICE	Venus Plaza, Adjacent to old Airport, Begumpet, S.P. Road, Hyderabad - 500016, Telangana Tel : 91-40-27902929 Fax: 91-40-27908989	

NOTICE

NOTICE IS HEREBY GIVEN THAT THE TWENTY FIFTH ANNUAL GENERAL MEETING OF THE MEMBERS OF SRI HAVISHA HOSPITALITY AND INFRASTRUCTURE LIMITED (FORMERLY SHRI MATRE POWER AND INFRASTRUCTURE LIMITED AND SHRI SHAKTI LPG LIMITED) WILL BE HELD ON THURSDAY, THE 27TH SEPTEMBER, 2018 AT 11:00 A.M. AT HARI HARA KALA BHAVAN, S.P. ROAD, SECUNDERABAD-50003, TELANGANA, INDIA TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS :

1. To receive, consider and adopt the financial statements of the Company for the year ended 31st March 2018 including Audited Balance Sheet as at 31st March 2018 and Statement of Profit and Loss Account for the year ended on that date and the reports of the Auditors' and Directors' thereon.
2. To appoint a Director in place of Ms. Deekshita Dontamsetti (DIN 06941753), Woman Director (Non-Independent), who retires by rotation and being eligible, offers herself for re-appointment.

By Order of the Board

For SRI HAVISHA HOSPITALITY AND INFRASTRUCTURE LIMITED

Sd/-

D.V.MANOHAR

CHAIRMAN & MANAGING DIRECTOR

PLACE : HYDERABAD

DATE : 13-08-2018

NOTE :

1. A member entitled to attend and vote at the Meeting is entitled to appoint a Proxy and the proxy so appointed need not be a Member of the Company.
2. The Proxy forms in order to be effective must be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
3. The Register of Members and Share Transfer Books of the company will remain closed for one day on 27th September, 2018 for the purpose of Annual General Meeting.
4. The Securities and Exchange Board of India (SEBI) has mandated the submission of copy of PAN card to the Company/ Depository Participants as the case may be. Members holding shares in physical form should submit their PAN details to the Company/RTA.

5. Members are requested to notify any change of address:
 - a. To their depository participants (DP) in respect of shares held in dematerialized form, and
 - b. To Registrar and Share Transfer Agent of the Company - M/s. XL Softech Systems Ltd. at the address given in the annual report, in respect of shares in physical form. To notify their change of address/residential status/email-id, etc., if any, under their signatures and quoting respective folio number.
6. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible.
7. Members are requested to bring their Client ID and DP ID or Folio Numbers, as may be applicable, for easy identification of attendance at the meeting.
8. Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send a certified copy of Board resolution authorizing their representative to attend and vote on their behalf at the Meeting.
9. Kindly bring your copies of the Annual Report to the meeting.
10. In terms of Circular No. 17/2011 dated 21.04.2011 and Circular No. 18/2011 dated 29.04.2011 issued by the Ministry of Corporate Affairs, under Green initiative in the Corporate Governance all the members are requested to intimate their e-mail address to the Company's Registrar and Transfer Agents whose e-mail id is xlfield@gmail.com mentioning the Company's name, so as to enable the company to send the Annual Report and Accounts, Notices and other documents through Electronic Mode to their e-mail address.
11. Electronic copy of the Annual Report for the financial period ended 31.03.2018 is being sent to all the members whose email IDs are registered with the Company/RTA/Depository Participants(s) for communication purposes. For members who have not registered their email address, physical copy of the Annual Report is being sent in the permitted mode.
12. The company has appointed M/s. Krishna Kumar & Associates, represented by CS A. Krishna Kumar, Practicing Company Secretary, who in the opinion of the Board is a duly qualified person, as a Scrutinizer who will collate the electronic voting process in a fair and transparent manner. The Scrutinizer shall within a period of three working days from the date of conclusion of the shareholders meeting, submit his report after consolidation of e-voting and the votes in the shareholders meeting, cast in favour of or against, if any to the Chairman of the company or a person authorized by him in writing. Results will be uploaded on the Company's website as well as intimated to the Stock Exchanges where the company's shares are listed.

(Formerly SHRI MATRE POWER AND INFRASTRUCTURE LIMITED & SHRI SHAKTI LPG LTD.)

13. Pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a brief profile of the Director eligible for re-appointment vide item no. 2, is as follows :

Particulars	MS. DEEKSHITA DONTAMSETTI
DIN	06941753
Date of Birth	24-05-1989
Date of Appointment	07-08-2014
Qualifications	Post Graduate in Business Analytics from University of Denver
Experience in specific functional areas	Management and Business Analytics
Directorships held in other listed entities	NIL
Membership / Chairmanship of Committees of listed entities (includes only Audit Committee and Stakeholder's Relationship Committee)	NIL
Number of shares held in the company	157800
Relationship with any Director(s) of the Company	Relative of the Chairman and Managing Director

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

The remote e-voting period commences on 24-09-2018 (10.00 am) and ends on 26-09-2018 (5.00 pm.) during this period members of the Company, holding shares either in physical form or in dematerialised form as on the cut off date of 20-09-2018, may cast their votes by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, shall not be allowed to change it subsequently.

Voting through electronic means

The instructions for Shareholders for e-voting are as under :

(a) In case of Shareholders' receiving e-mail from NSDL :

- (i) Open e-mail and open PDF file viz; "remote e-Voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password for e-voting. Please note that the password is an initial password.
- (ii) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
- (iii) Click on Shareholder - Login
- (iv) Put user ID and password as initial password noted in step (i) above. Click Login.

(Formerly SHRI MATRE POWER AND INFRASTRUCTURE LIMITED & SHRI SHAKTI LPG LTD.)

- (v) Password change menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - (vi) Home page of e-Voting opens. Click on e-Voting: Active Voting Cycles.
 - (vii) Select "EVEN" of Sri Havisha Hospitality and Infrastructure Limited
 - (viii) Now you are ready for e-Voting as Cast Vote page opens
 - (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
 - (x) Upon confirmation, the message "Vote cast successfully" will be displayed
 - (xi) Once you have voted on the resolution, you will not be allowed to modify your vote
 - (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail akkfcs@yahoo.co.in with a copy marked to evoting@nsdl.co.in.
- (b) **In case of Shareholders' receiving notice of Annual General Meeting by Post :**
- (i) Initial password is provided as below/at the bottom of the address sticker.

EVEN (E Voting Event Number)	USER ID	PASSWORD/PIN
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- (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.
 - (a) If you are already registered with NSDL for e-voting then you can use your existing user ID and password for casting your vote.
 - (b) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the Downloads section of www.evoting.nsdl.com.

By Order of the Board

For SRI HAVISHA HOSPITALITY AND INFRASTRUCTURE LIMITED

Sd/-

PLACE : HYDERABAD

D.V.MANOHAR

DATE : 13-08-2018

CHAIRMAN & MANAGING DIRECTOR

DIRECTORS' REPORT

To

The Shareholders,

M/s. Sri Havisha Hospitality and Infrastructure Limited

(Formerly Shri Matre Power & Infrastructure Limited

and Shri Shakti LPG Limited)

1. INTRODUCTION

Your Directors have pleasure in presenting their report together with audited accounts for the financial year ended 31st March, 2018.

2. FINANCIAL PERFORMANCE

The Financial performance of the Company for the Financial Year 2017-18 is indicated below :

Particulars	2017-18	2016-17
	(₹)	(₹)
Gross Income	8,00,535	23,875
Less : Expenditure excluding Interest, Depreciation & prior period and Extraordinary items	73,81,210	9,31,74,332
Profit / (Loss) before Interest, Depreciation & prior period and Extraordinary items	(65,80,675)	(9,31,50,457)
Interest	-	-
Profit / (Loss) before Depreciation	(65,80,675)	(9,31,50,457)
Depreciation	66,62,634	2,16,03,119
Profit / (Loss) before prior period and Extraordinary items	(1,32,43,309)	(11,47,53,576)
Net Profit / (Loss) before provision for Taxation	(1,32,43,309)	(11,47,53,576)
Net Profit / (Loss)	(1,32,43,309)	(11,47,53,576)

Performance Review

During the year, the company incurred a loss of Rs.65,80,675/- before depreciation (previous year loss of Rs.9,31,50,457/-). After providing for depreciation amounting to Rs. 66,62,634/- (previous year Rs. 2,16,03,119/-), the total Loss for the year stood at Rs. 1,32,43,309/- (previous year Loss of Rs. 11,47,53,576/-).

3. STATE OF AFFAIRS AND FUTURE OUTLOOK OF THE COMPANY

Your Directors are delighted to inform that trading of your company's shares is restored by both BSE & NSE after a gap of many years after both BSE & NSE revoked the suspension on trading of your company's shares.

As you may be aware, it is very difficult to get any company listed on both BSE & NSE and therefore getting the listing and trading revived on both BSE & NSE is a very good development for your company though your company had to pay substantial fees to the Stock Exchanges. With the above positive development, your Company is better equipped to take up new business activities.

With the approval of the members, the name of the Company was changed duly incorporating the activity of hospitality, and as a part of new initiative your Company planned to take up hospitality industry related activities.

With a view to quickly commence operations in the new activity, your Directors are pursuing a proposal from a fully operational company to merge itself with your company. The proposed company is engaged primarily in the Hospitality Industry and recently diversified into Public Bike Sharing. This company in Consortium with other companies has won the prestigious bid for setting up Public Bike Sharing System in New Delhi with 50 Bike Stations covering all the important areas in New Delhi on exclusive basis. They won this mandate through a Public Tender facing stiff competition from domestic as well as international companies.

Apart from the above mandate, the above company in consortium with the same companies also won the bid from Greater Chennai Corporation (GCC) to set up Public Bike Sharing System with 5,000 SmartBikes in 378 bike stations in the GCC Area on exclusive basis. This is the largest Public Bike Sharing System to be awarded so far in India. They are confident of winning many more bids to set up Public Bike Sharing Systems in other smart cities.

The above company owns a luxury Hotel in Hyderabad. This is the only hotel with a Cycling Theme with 128 rooms and suites and also with two swimming pools.

All this business shall form a part of your Company if merged. The details are being mutually discussed and finalized very shortly.

Your company is a debt free company but with no significant business activities for the past few years where as the above company being considered for merger has ongoing business activities. If these two companies merge, it is expected to be a win-win situation for both companies. Your Directors are confident that this proposed merger will bring in positive developments into the company and expected to achieve better results and there by increased valuation to the share holders of both the companies.

It has always been the endeavor of your Directors to maximise the returns to the share holders.

4. DEPLOYMENT OF FUNDS

	(₹) 31.03.2018	(₹) 31.03.2017
Sources of Funds		
Share Holders Funds	18,02,34,000	19,34,75,729
Non-Current Liabilities	0	0
Current Liabilities	8,78,10,000	8,95,39,684
Total	26,80,44,000	28,30,15,413
Application of Funds		
Non-Current Assets	5,60,60,000	6,27,22,308
Long Term Loans and Advances	5,64,55,000	5,65,051
Other Non-Current Assets	10,00,000	16,23,14,395
Current Assets	15,45,29,000	5,74,13,659
Total	26,80,44,000	28,30,15,413

5. SUBSIDIARY COMPANY

Your company has no subsidiaries.

6. DIVIDEND

As your Company still has accumulated losses, the Directors regret to inform you that they are not in a position to recommend any Dividend for the year ended 31.03.2018.

7. DEPOSITS

The Company has not accepted any Deposits covered under the chapter V of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014 for the year under review.

8. DIRECTORS

In accordance with the provisions of the Companies Act, 2013, Ms.Deekshita Dontamsetti (DIN 006941753), Director (Non-Independent) retires from office by rotation, and being eligible, offers herself for reappointment at the ensuing Annual General Meeting of the Company.

9. BOARD MEETINGS

The Board has a formal schedule of matters reserved for its consideration and decision. These include approving business strategy, setting performance targets, reviewing performance, approving investments, ensuring adequate availability of financial resources and reporting to the Shareholders. Board Meetings were held during the year on 29th May, 2017, 2nd September, 2017, 14th December, 2017 and 12th February, 2018.

10. DECLARATION BY INDEPENDENT DIRECTORS

The Company has received necessary declaration from each Independent Director under Section 149(7) of the Companies Act, 2013, that he meets the criteria of independence laid down in Section 149(6) of the Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

11. EVALUATION OF THE BOARD'S PERFORMANCE

In compliance with the Companies Act, 2013 and Regulation 17(10) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the performance evaluation of the Board was carried out during the year under review. More details on the same are given in the Corporate Governance Report.

12. POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION

The policy of the Company on Directors' appointment and remuneration, including criteria for determining qualifications, positive attributes, independence of a Director and other matters provided under Section 178(3) of the Companies Act, 2013, is adopted by the Board. We affirm that the remuneration paid to the Directors is as per the terms laid out in nomination and remuneration policy of the Company.

13. AUDITORS

a) Statutory Auditors :

M/s P. Suryanarayana & Co., Chartered Accountants were appointed as Statutory Auditors of your Company at the Annual General Meeting held on 27 September 2017, for a term of 5 consecutive years. As per provisions of Section 139 of Companies Act 2013, the appointment of Auditors is required to be ratified by Members at every Annual General Meeting.

In accordance with Companies Amendment Act 2017, enforced on 7 May 2018, by the Ministry of Corporate affairs, the appointment of Statutory Auditors is not required to be ratified at every Annual General Meeting.

The Report given by Auditors on Financial statements of the Company is part of this report. There has been no qualification, reservation, adverse remark or disclaimer given by the Auditors in their report.

b) Secretarial Auditors :

According to the provisions of Sec.204 of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, M/s. Krishna Kumar & Associates, represented by CS A. Krishna Kumar, Practicing Company Secretary has been appointed as the Secretarial Auditors for the year 2017-18. The Secretarial Audit Report for the FY 2017-18 forms part of this report.

14. PERSONNEL

During the year none of the employees is in receipt of remuneration in excess of the limits prescribed u/s. 197(12) of the Companies Act, 2013, read with Rule 5 and 35 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

15. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management Discussion and Analysis Report for the year under review as stipulated under SEBI (LODR) Regulations, 2015 is presented separately and the same forms part of this report.

16. RISK MANAGEMENT COMMITTEE

The Risk Management Committee Comprises of the following Directors :

S.No.	Name of the Remuneration Committee Member	Designation
1.	Sri D.V.Manohar (Chairman & Managing Director)	Chairman
2.	Sri A.P.Vithal, (Independent Director)	Member
3.	Sri B.K.Sinha, (Independent Director)	Member

The Committee helps in :

- Assisting the Board in fulfilling its corporate governance oversight responsibilities with regard to the identification, evaluation and mitigation of strategic, operational and external environment risks.
- Monitoring and approving the risk management framework and reviewing and approving risk related disclosures.

17. CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

Though, pursuant to the provisions of Section 135 read with Schedule VII of the Companies Act, 2013, the company does not fall under the criteria of CSR Policy, the Company is actively promoting cycling which is the most eco friendly means of commuting.

18. CORPORATE GOVERNANCE

A brief report on Corporate Governance in compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, is annexed.

19. DEMATERIALISATION OF SHARES

Around 55% of the paid up Equity Share Capital of the Company was dematerialized as on 31st March 2018 and balance Paid Up Equity Share Capital is in physical form. The Company's Registrars are XL Softech Systems Ltd., 3, Sagar Society, Banjara Hills, Hyderabad.

20. REMUNERATION RATIO OF THE DIRECTORS

The information required pursuant to Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial personnel) Rules 2014 and Companies (Particulars of employees) Rules 1975 in respect of employees of the Company and Directors is furnished below:

Rs.in Lakhs

Sl. No	Name of the Director	Designation	Remuneration 2017-18	Remuneration 2016-17	Increase in Remuneration	Ratio / times of Median of Employee Remuneration
1.	Sri.D.V.Manohar	Chairman & Managing Director	13.32 lakhs	13.32 lakhs	Nil	Nil (As there was No increase)

Sl. No	Name of the Key Managerial Personnel	Designation	Remuneration 2017-18	Remuneration 2016-17	Increase in Remuneration	Ratio / times of Median of Employee Remuneration
1.	Sri D.Suresh Babu	Company Secretary	2.5 lakhs	NA	NA	NA
2.	Ms.T.Lalitha Devi	Company Secretary	4.13 lakhs	6.00 lakhs	Nil	NA
3.	Sri V.Padmanabham	Chief Financial Officer	5.10 lakhs	4.60 lakhs	Nil	NA

21. LISTING WITH STOCK EXCHANGE

The Company's securities listed at the BSE Ltd. and National Stock Exchange of India Ltd., The new Listing Agreement as per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has been entered with both the Stock Exchanges.

22. PARTICULARS OF LOAN, GUARANTEE OR INVESTMENTS

Your Company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013 with respect to Loans, guarantee or investments made by your Company.

23. RELATED PARTY TRANSACTIONS

All Related Party Transactions entered during the year were in Ordinary Course of the Business and at Arm's Length basis. No Material Related Party Transactions, i.e. transactions exceeding 10% of the annual consolidated turnover as per the last audited financial statement, were entered

during the year by your Company. Accordingly, the disclosure of Related Party Transactions as required under Section 134(3)(h) of the Companies Act, 2013, in Form AOC-2 is not applicable.

24. DIRECTORS RESPONSIBILITY STATEMENT AS REQUIRED UNDER SECTION 134(3) (C) OF THE COMPANIES ACT, 2013.

Pursuant to the requirement under Section 134(3)(c) of the Companies Act, 2013 with respect to Directors Responsibility Statement, it is hereby confirmed:

- (i) that in the preparation of the accounts for the financial year ended 31st March, 2018, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- (ii) that the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of your Company at the end of the financial year and of the profit or loss of your Company for the year under review;
- (iii) that the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the Provisions of the Companies Act, 2013 for safeguarding the assets of your Company and for preventing and detecting fraud and other irregularities.
- (iv) that the Directors have prepared the accounts for the financial year ended 31st March, 2018 on a 'going concern' basis.
- (v) The Directors have laid down internal financial controls, which are adequate and are operating effectively.
- (vi) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

25. 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 forms part of this Annual Report.

26. CONSERVATION OF ENERGY, TECHNOLOGY, ABSORPTION AND FOREIGN EXCHANGE

Information under sub-section (3)(m) of Section 134 of the Companies Act, 2013, read with the Companies (Accounts) Rules, 2014 is given below:

A. CONSERVATION OF ENERGY**Energy Consumption measures taken:**

- a. The Company has initiated effective measures for saving all forms of Energy.
- b. Additional investments and proposals, if any being implemented for reduction in consumption of energy. The proposals are :
 - Installed 25 KVA Generator set for exclusive lighting load in the absence of SEB supply during non-working hours at Kakinada Terminal.
- c. Impact of the measures at (a) and (b) above for reduction of energy consumption and consequent impact on the cost of bottling.
- d. Total Energy Consumption and Energy Consumption per unit of product.

Energy Conservation Measures :

The following Energy Conservation Measures were implemented during the year.

1. Auto switching off of A/c Units, Exhaust Fans, Street Lights.
2. Reduction in compressed air consumption by fixing Regulators and Auto Controllers.

B. TECHNOLOGY ABSORPTION

The Company has taken up several initiatives for undertaking Research and Development (R&D) on Technology, Absorption, Adaptation and Innovation during the year. The Company has indigenously developed a Conversion Kit with fixed tank for Three Wheelers to run on LPG. The company holds two patents jointly with M/s. Automotive Research Association of India (ARAI) towards the same.

C. FOREIGN EXCHANGE EARNINGS AND OUTGOINGS:

(Rs. in Lakhs)

Current Year

1) Foreign Exchange earned	NIL
2) Foreign Exchange used	NIL
a. Import of Capital Goods	NIL
b. Import of raw materials and spares	NIL
c. Travelling and other expenditure	NIL

27. WHISTLE BLOWER POLICY

The Company has adopted a Whistle Blower Policy, as part of vigil mechanism to provide appropriate avenues to the Directors and employees to bring to the attention of the management any issue which is perceived to be in violation of or in conflict with the Code of Business Principles of the Company.

28. SEXUAL HARASSMENT POLICY

The Company as required under the provisions of "The Sexual Harassment of Women at Workplace (Prohibition, Prevention and Redressal) Act, 2013" has framed a Policy on Prohibition, Prevention and Redressal of Sexual Harassment of Women at Workplace and matters connected therewith or incidental thereto. In the year under review, the Company has not received any complaint under the said Policy.

ACKNOWLEDGEMENT

The Board wishes to place on record its deep sense of gratitude and appreciation to all the Promoters and Shareholders for their whole hearted support to your Company. The Board also wishes to acknowledge the help and assistance rendered by the Banks, Dealers, Customers, Suppliers, Collaborators, Consultants and Contractors. The Board wishes to further record its gratitude to various Departments of the Government of Andhra Pradesh, Government of Telangana and Government of India and other State Governments for their support and encouragement given to your Company.

The Board records its appreciation for the contribution of all the team members of your Company.

For and on behalf of the Board of Directors
of SRI HAVISHA HOSPITALITY AND INFRASTRUCTURE LIMITED

Sd/-

D. V. MANOHAR
Chairman & Managing Director

Place : Hyderabad

Date : 13.08.2018

MANAGEMENT DISCUSSION AND ANALYSIS

Shri Havisha Hospitality and Infrastructure Limited (formerly known as Shri Matre Power and Infrastructure Limited (SMPIL) and Shri Shakti LPG Ltd (SSLPG) was originally engaged in the business of LPG marketing.

INDUSTRY STRUCTURE AND DEVELOPMENTS

LPG marketing was the monopoly of the Government Oil Companies who had piled up a huge waitlist. The Government of India in 1993 permitted the private sector participation with a commitment that the subsidy enjoyed by the Government Oil Companies would be removed in a phased manner in the next few years. It had also committed that the commercial and industrial LPG markets in India would be reserved exclusively for the private sector, till the subsidy withdrawal in the domestic sector is completed. None of the promises were implemented as a result of which the private sector companies were unable to run the LPG business on a profitable basis due to the total absence of the level playing field.

After a long suffering due to Government policies explained above and enormous amount of toil that has gone in to developing LPG business as a largest Private Sector player, Company had to abandon that activity.

The Company is now in the process of identifying suitable diversification activities including solar energy, hospitality and tourism industry.

OPPORTUNITIES AND THREATS

Your company has succeeded in implementing the strategy for its turn around which was as follows :

- a) One time Settlement (OTS) with term loan, working capital lenders and for unsecured loans wherein the entire accumulated interest along with considerable part of the principle amount is waived.
- b) Met OTS commitments and has become DEBT FREE.
- c) Most of the fixed assets other than land was disposed off and efforts are being made for realization of amounts and for sale of balance assets. The amount when realised will be the seed capital for future new businesses.

OUTLOOK

An area of Diversification Sri Havisha Hospitality and Infrastructure Limited (SHHIL) is Solar Energy and accordingly participating in various tenders for Solar Power Generation including the AP Government. In the AP Tender, SHHIL's (formerly SMPIL) bid was the best at the location Amangal about 75 kms from Hyderabad. However, due to the bifurcation of the state in the meantime, the tender was cancelled.

The scenario of Solar Energy has drastically changed involving large out lay projects.

The Board decided that Hospitality and Tourism industry is one area with considerable potential particularly in the States of AP and Telangana. The Board accordingly decided that Company should explore possibility of acquiring/merging any other Company which is in Hospitality/Tourism business so that operations can be commenced within a short time.

Your Directors are optimistic that your Company would succeed in the above and commence operations in diversified activities during the year 2018-19.

RISKS & CONCERNS

The management of the company analyses and evaluates on a continuous basis the various risks associated with the business and adopts Risk Management Practices to minimize the adverse impact of these risks. Both external as well as internal developments are assessed regularly.

The management constantly scans the environment covering areas like market scenario, Government policies, National as well as global developments, technological changes etc. Business risks and uncertainties are identified and prioritized. Appropriate strategies are planned and implemented.

INTERNAL CONTROL SYSTEMS

The company has an effective Internal Control System with respect to purchase and sale of inventory, fixed assets and goods. It has an internal audit department wherein audit of the transactions of the plants and the corporate offices are done at periodical intervals in order to ensure that recording and reporting are adequate and proper. The internal audit also verifies whether internal controls and checks and balances in the system are adequate, proper and upto date. Corrective actions for any weaknesses in the system that are disclosed by the audit are taken.

The Audit Committee consists of eminent Independent Directors. It reviews the important observations of the Internal Audit and suggests corrective action for the management to implement. It also meets periodically to review and recommend quarterly, half - yearly and annual financial statements of the company. The Committee also holds discussions with the Internal Auditors, Statutory Auditors and the Management on the matters relating to internal controls, auditing and financial reporting. The Committee also reviews with the statutory auditors, the scope and results of the audits.

FINANCIAL PERFORMANCE VS. OPERATIONS PERFORMANCE

During the year, the company incurred a loss of Rs.65,80,675/- before depreciation (previous year loss of Rs.9,31,50,457/-). After providing for depreciation amounting to Rs. 66,62,634/- (previous year Rs. 2,16,03,119/-), the total Loss for the year stood at Rs. 1,32,43,309/- (previous year Loss of Rs. 11,47,53,576/-).

HUMAN RESOURCES & INDUSTRIAL RELATIONS

The Company continues to maintain cordial industrial relations. Retention of the workforce is a key challenge considering the exponential growth in the industrial sector. The company has been consistently working on learning development of employees to enable them to take on larger responsibilities.

CAUTIONARY STATEMENT

Statement in this Management Discussion & Analysis describing the company's objectives, projected estimates and expectations may constitute forward looking statement within the meaning of applicable laws and regulations. Actual results might differ marginally or materially from those either expressed or implied.

FORM NO.MGT 9

EXTRACT OF ANNUAL RETURN

as at Financial Year ended 31st March, 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	L40102TG1993PLC015988
2	Registration Date	13/07/1993
3	Name of the Company	SRI HAVISHA HOSPITALITY AND INFRASTRUCTURE LIMITED (Formerly Shri Matre Power and Infrastructure Ltd & Shri Shakti LPG Ltd)
4	Category/Sub-category of the Company	Public Limited
5	Address of the Registered Office & Contact details	Venus Plaza, Adjacent to Old Airport, Begumpet, Hyderabad-500 016 (Telangana) India.
6	Whether listed Company	YES
7	Name, Address & contact details of the Registrar & Transfer Agent, if any	M/s XL Softech Systems Ltd., 3, Sagar Society, Banjara Hills, Hyderabad-500 034, Telangana, India. Tel : 91-040-23545913/14/15, Fax : 91-040-23553214; email : xlfield@gmail.com website:www.xlsoftech.org

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

S.No.	Name of and Description of main products/services	NIC Code of the Product/service	% of total turnover of the Company
1	Hospitality and Infrastructure	55101 & 61104	Nil

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (All the business activities contributing 10% or more of the total turnover of the company)

S.No.	Name of and Description of main products/services	NIC Code of the Product/service	% of total turnover of the Company
-------	---	---------------------------------	------------------------------------

NIL

(Formerly SHRI MATRE POWER AND INFRASTRUCTURE LIMITED & SHRI SHAKTI LPG LTD.)

IV. SHAREHOLDING PATTERN (Equity Share Capital Break up as percentage of Total Equity) Category-wise Shareholding

Category of Shareholders	No. of shares held at the beginning of the year (as on 1st April 2017)				No. of shares held at the end of the year (as on 31st March 2018)				% Change during the year
	Demat	Physical	Total	% of Total shares	Demat	Physical	Total	% of Total shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	6627090	5936490	12563580	8.18	6627090	15745590	22372680	14.57	78.08
b) Central Govt						0			
c) State Govt						0			
d) Bodies Corp+-	2947005	33834600	36781605	23.96	2947005	24025500	26972505	17.57	(26.67)
e) Banks/Fl						0			
f) Any Other -NRI	3626550	0	3626550	2.36	3626550	0	3626550	2.36	-
Total shareholding of Promoter (A)	13200645	39771090	52971735	34.50	13200645	39771090	52971735	34.50	-
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks/Fl	600000	0	600000	0.39	600000	0	600000	0.39	NOCHANGE
c) Central Govt									
d) State Govt									
e) VCF									
f) Insurance Cos.									
g) FIs									
h) FVCF									
i) Others									
Sub Total(B) (1)	600000	0	600000	0.39	600000	0	600000	0.39	-
(2) Non-Institutions									
a) Bodies Corpo.									
i) Indian	22876354	112500	22988854	14.97	22545636	112500	22658136	14.76	(1.44)
ii) Overseas									
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.1 lakh	15221930	6805899	22027829	14.35	15309186	6805599	22114785	14.40	0.39
ii) Individual shareholders holding nominal share capital excess Rs.1 lakh	23503983	7610556	31114539	20.27	23708895	7610556	31319451	20.40	0.66
c) Othes (specify)	9331938	14500905	23832843	15.52	9370788	14500905	23871693	15.54	(2.58)
NRI									
Overseas Corproate Bodies									
Foreign Nationals									
Trusts									
Foreign Bodies - DR									
Sub Total(B) (2)	70934205	29029860	99964065	65.11	70934505	29029560	99964065	65.11	(29.54)
Total Public Shareholding									
(B)=(B)(1)+(B) (2)	71534205	29029860	100564065	65.50	71534505	29029560	100564065	65.50	-
C. Shares hold by Custodian for GDRs & ADRs									
Grant Total (A+B+C)	84734850	68800950	153535800	100	84735150	68800650	153535800	100	NOCHANGE

(Formerly SHRI MATRE POWER AND INFRASTRUCTURE LIMITED & SHRI SHAKTI LPG LTD.)

B.Shareholding of Promoter

S. No.	Shareholder's Name	Shareholding at the beginning of the Year 01-04-2017			Shareholding at the end of the Year 31-03-2018			% of change during the year
		No.of Shares	% of total shares of the company	% of shares Pledged/Encumbered of Total Shares	No.of Shares	% of total shares of the company	% of shares Pledged/Encumbered of Total Shares	
1	NRI Prosperity Limited	11121000	7.24	0	11121000	7.24	0	No Change
2	D.V.Manohar	0	0	0	9809100	6.39	0	100
3	NRI Prosperity Limited	9604500	6.25	0	9604500	6.25	0	No Change
4	Shri Shakti Cylinders Pvt Ltd	9179100	5.98	0	0	0	0	(100)
5	Venkat Manohar Dontamsetti	6290190	4.10	0	6290190	4.10	0	No Change
6	Shri Shakti Resorts &Hotels Ltd.	3300000	2.15	0	3300000	2.15	0	No Change
7	D.V.Manohar	2531400	1.65	0	2531400	1.65	0	No Change
8	Shri Shakti Cylinders Pvt Ltd	2947005	1.92	0	2947005	1.92	0	No Change
9	Bharat H Barai	1407450	0.92	0	1407450	0.92	0	No Change
10	D Dharmin	1391700	0.90	0	1391700	0.90	0	No Change
11	D T Veni	753300	0.49	0	753300	0.49	0	No Change
12	Vijaya Aroor Kinni	655830	0.43	0	655830	0.43	0	No Change
13	Shri Shakti Cylinders Pvt Ltd	630000	0.41	0	0	0	0	(0.41)
14	Jayant Haridas Barai	524910	0.34	0	524910	0.34	0	No Change
15	Jeeves Kundapur	522360	0.34	0	522360	0.34	0	No Change
16	Ranjan Jayant Sanghvi	468000	0.31	0	468000	0.31	0	No Change
17	Venkata Manohar Dontamsetti	46890	0.03	0	46890	0.03	0	No Change
18	D V Satya Kumar	401100	0.26	0	401100	0.26	0	No Change
19	Sujata Dontamsetti	336900	0.22	0	336900	0.22	0	No Change
20	D Appa Rao	305400	0.20	0	305400	0.20	0	No Change
21	Deekshita Dontamsetti	157800	0.10	0	157800	0.10	0	No Change
22	D V Prabhu Kumar	117600	0.08	0	117600	0.08	0	No Change
23	D Thriveni	94200	0.06	0	94200	0.06	0	No Change
24	Kamala Kumar	60300	0.04	0	60300	0.04	0	No Change
25	Vasanth Raja Sural	46800	0.03	0	46800	0.03	0	No Change
26	Abhiteja Dontamsetti	39900	0.03	0	39900	0.03	0	No Change
27	Trinadh Dontamsetti	36900	0.02	0	36900	0.02	0	No Change
28	Kishorchandra Tulsidas Maniar	1200	0.00	0	1200	0.00	0	No Change
	Total	52971735	34.50	0	52971735	34.50	0	-

(Formerly SHRI MATRE POWER AND INFRASTRUCTURE LIMITED & SHRI SHAKTI LPG LTD.)

C. Changes in Promoters' Shareholding

S. No.	Particulars	Date	Reason	Shareholding at the beginning of the year			Cumulative shareholding of the year		
				No. of shares	% of Total Shares of the Company	% of shares Pledged/ encumbered of total shares	No. of shares	% of Total Shares of the Company	% of shares Pledged/ encumbered of total shares
1	D V Manohar								
	At the beginning of the Year	01-04-2017		8868480	5.77	0	8868480	5.77	0
	Changes during the year	31-03-2017	Transfer	9179100	5.98	0	18047580	11.75	0
	Changes during the year	26-05-2017	Transfer	630000	0.41	0	18677580	12.16	0
	At the end of the year	31-03-2018	-	-	-	-	18677580	12.16	0
2	Shri Shakti Cylinders P Ltd								
	At the beginning of the Year	01-04-2017		9809100	6.39	0			
	Changes during the year	31-03-2017	Transfer	9179100	5.98	0	6300000	0.41	0
	Changes during the year	26-05-2017	Transfer	630000	0.41	0	0	0	0
	At the end of the year	31-03-2018					0	0	0

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

S.No.	Particulars	Date	Reason	Shareholding at the beginning of the year		Cumulative shareholding at the end of the year	
				No. of shares	% of Total shares of the company	No. of shares	% of Total Shares of the company
1	Shri Matre Power & Infrastructure Limited						
	At the beginning of the year	01-04-2017		20262738	13.20		
	Changes during the year	16-06-2017	Sale	9000	0.00	20253738	13.19
	At the end of the year	31-03-2018				20253738	13.19

(Formerly SHRI MATRE POWER AND INFRASTRUCTURE LIMITED & SHRI SHAKTI LPG LTD.)

2	PETHINAIDU SURULI NARAYANASAMI						
	At the beginning of the year	01-04-2017		3508161	2.28		
	Changes during the year		No Change				
	At the end of the year	31-03-2018				3508161	2.28
3	GOVINDAIAH GORANTLA						
	At the beginning of the year	01-04-2017		1622367	1.06		
	Changes during the year		No Change				
	At the end of the year	31-03-2018				1622367	1.06
4	BHARAT H BARAI						
	At the beginning of the year	01-04-2017		1407450	0.92		
	Changes during the year	16-06-2017	No Change				
	At the end of the year	31-03-2018				1407450	0.92
5	REETA SETTY						
	At the beginning of the year	01-04-2017		1338660	0.87		
	Changes during the year	16-06-2017	No Change				
	At the end of the year	31-03-2018				1338660	0.87
6	ANSUYA MAHESH SACHADE						
	At the beginning of the year	01-04-2017		990561	0.65		
	Changes during the year	16-06-2017	No Change				
	At the end of the year	31-03-2018				990561	0.65
7	YESHWANT CHILAKAMARRI						
	At the beginning of the year	01-04-2017		945360	0.62		
	Changes during the year	16-06-2017	No Change				
	At the end of the year	31-03-2018				945360	0.62

(Formerly SHRI MATRE POWER AND INFRASTRUCTURE LIMITED & SHRI SHAKTI LPG LTD.)

8	VIJAYA AROOR KINNI						
	At the beginning of the year	01-04-2017		655830	0.43		
	Changes during the year	16-06-2017	No Change				
	At the end of the year	31-03-2018				655830	0.43
9	UNITED BANK OF INDIA						
	At the beginning of the year	01-04-2017		600000	0.39		
	Changes during the year	16-06-2017	No Change				
	At the end of the year	31-03-2018				600000	0.39
10	JAYANT HARIDAS BARAI						
	At the beginning of the year	01-04-2017		524910	0.34		
	Changes during the year	16-06-2017	No Change				
	At the end of the year	31-03-2018				524910	0.34

E. Shareholding of Directors and Key Managerial Personnel

S.No.	Particulars	Date	Reason	Shareholding at the beginning of the year		Cumulative shareholding at the end of the year	
				No.of shares	% of Total shares of the company	No.of shares	% of Total Shares of the company
1	D V MANOHAR						
	At the beginning of the year	01-04-2017		8868480	5.77	8868480	5.77
	Changes during the year	31-03-2017	Transfer	9179100	5.98	18047580	11.75
	Changes during the year	26-05-2017	Transfer	630000	0.41	18677580	12.16
	At the end of the year	31-03-2018				18677580	12.16
2	B K SINHA						
	At the beginning of the year	01-04-2017		0	NA		
	Changes during the year	16-06-2017			NA		
	At the end of the year	31-03-2018				0	NA

(Formerly SHRI MATRE POWER AND INFRASTRUCTURE LIMITED & SHRI SHAKTI LPG LTD.)

3	R PRABHAKAR RAO						
	At the beginning of the year	01-04-2017		0	NA		
	Changes during the year				NA		
	At the end of the year	31-03-2018				0	NA
4	A BALA SETTY						
	At the beginning of the year	01-04-2017		168840	0.10		
	Changes during the year		No Change				
	At the end of the year	31-03-2018				168840	0.10
5	GOVINDAIAH GORANTLA						
	At the beginning of the year	01-04-2017		1622367	1.06		
	Changes during the year		No Change				
	At the end of the year	31-03-2018				1622367	1.06
6	V SUBRAHMANYAM						
	At the beginning of the year	01-04-2017		0	NA		
	Changes during the year				NA		
	At the end of the year	31-03-2018				0	NA
7	A P VITTHAL						
	At the beginning of the year	01-04-2017		1500	0.00		
	Changes during the year		No Change				
	At the end of the year	31-03-2018				1500	0.00
8	D DEEKSHITA						
	At the beginning of the year	01-04-2017		157800	0.10		
	Changes during the year		No Change				
	At the end of the year	31-03-2018				157800	0.10

(Formerly SHRI MATRE POWER AND INFRASTRUCTURE LIMITED & SHRI SHAKTI LPG LTD.)

9	T LALITHA DEVI						
	At the beginning of the year	01-04-2017		0	NA		
	Changes during the year			0	NA		
	At the end of the year	31-03-2018				0	NA
10	D SURESH BABU						
	At the beginning of the year	01-04-2017		0	NA		
	Changes during the year				NA		
	At the end of the year	31-03-2018				0	NA
11	V PADMANABHAM						
	At the beginning of the year	01-04-2017		0	NA		
	Changes during the year				NA		
	At the end of the year	31-03-2018				0	NA

V Indebtedness : Indebtedness of the Company including interest outstanding/accrued but not due for payment : Rs. Nil

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL :

A. Remuneration of Managing Director, Whole-Time Directors and/or Manager :

Rs. In lakhs

S.No.	Particulars of Remuneration	Name of the MD/WTD/Manager	Total Amount
		Sri D.V.Manohar, CMD	
1	Gross Salary		
	(a) Salary as per provisions contained in Sec.17 (1) of the I.T.Act, 1961	11.52	11.52
	(b) Value of perquisites u/s (17(2) I.T.Act 1961	1.80	1.80
	Total	13.32	13.32

(Formerly SHRI MATRE POWER AND INFRASTRUCTURE LIMITED & SHRI SHAKTI LPG LTD.)

B. Remuneration to Other Directors :

Rs. In lakhs

S.No.	Particulars of Remuneration	Name of the Directors						Total Amount
		Sri B.K.Sinha	Sri R.Prabhakar Rao	Sri V.Subrahmanyam	Sri A.P.Vithal	Dr.A.Balasetti	Deekshita Dontamsetti	
1	Independent Directors Fee for attending board committee meeting	0.36	0.43	0.36	0.47	-	-	1.62
2	Other Non-Executive Directors Fee for attending board committee meeting					-	0.10	0.10

C. Remuneration to Key Managerial Personnel

Rs. In lakhs

S.No.	Particulars of Remuneration	Name of the Key Managerial Personnel		TOTAL
		CS	CFO	
1	Gross Salary			
	(a) Salary as per provisions contained in Sec.17 (1) of the I.T.Act, 1961	6.63	5.10	11.73
	(b) Value of perquisites u/s (17(2) I.T.Act 1961	0	0	0
	Total	6.63	5.10	11.73

VII PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES

A. COMPANY	NIL
B. DIRECTORS	NIL
C. OTHER OFFICERS IN DEFAULT	NIL

Form No. MR - 3

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 of Managerial Personnel) Rules 2014]]

To,

SRI HAVISHA HOSPITALITY AND INFRASTRUCTURE LIMITED

(Formerly known as SHRI MATRE POWER & INFRASTRUCTURE LIMITED & SHRI SHAKTI LPG LTD.)

CIN: L40102TG1993PLC015988

Hyderabad.

Dear Sirs,

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. Sri Havisha Hospitality and Infrastructure Limited (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books,(except financial statements, books of accounts and related documents) 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 to this secretarial audit report, according to the provisions of :
 - i. The Companies Act, 2013 (the Act) and the rules made thereunder;
 - ii. The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made thereunder;
 - iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
 - iv. Foreign Exchange Management Act, 1999 and the rules and regulations made there-under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
 - v. The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act) viz.,

- (a) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 ;
 - (b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 ;
 - (c) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (d) The Securities and Exchange Board of India (Registrars to an Issue Companies Act and Share Transfer Agents) Regulations, 1993 regarding the companies Act, and dealing with client;
2. The provisions of the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') were not applicable to the Company for the financial year under report.
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Take overs) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - c. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - d. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
3. We have also examined the compliances with the applicable clauses of the following :
 - i. Secretarial Standards issued by the Institute of company Secretaries of India
 - ii. The Listing Agreements entered into by the Company with the Bombay Stock Exchange Ltd.
4. During the financial year under review the Company has complied with the provisions of the New Companies Act 2013, Old Companies Act 1956, to the extent applicable and the Rules, Regulations, Guidelines, etc., mentioned above subject to the following observations:

OBSERVATIONS:

As per the information and explanations provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we report that the provisions of the Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of

- a) Foreign Direct Investment (FDI) were not attracted to the Company during the period under review.
- b) Overseas Direct Investment (ODI) by Residents in joint venture/ Wholly Owned Subsidiary abroad were not attracted during the period under review.
- c) External Commercial Borrowings were not attracted to the company during the period under review.

- d) As per the information and explanations provided by the Company and its officers, agents, and authorised representatives during the conduct of the secretarial audit, we report that the Company has not made any GDR/ADRs or any Commercial instrument during the period under review.
5. We further report that
- i. 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.
 - ii. 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.
 - iii. Majority decision is carried through while the dissenting members' views if any, are captured and recorded as part of the minutes.
6. 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.
7. We have relied on the information supplied and representation made by the Company and its officers for systems and mechanism followed by the Company for compliance under the applicable Acts, Laws and Regulations to the Company.

For **KRISHNA KUMAR & ASSOCIATES,**
Company Secretaries,

A. KRISHNA KUMAR

FCS: 5356

CP : 4707

Place : Hyderabad

Date : 9th August, 2018

A REPORT ON CORPORATE GOVERNANCE

[Pursuant to schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

In accordance with the Schedule V of the SEBI (LODR) Regulations, 2015 and some of the best practices followed internationally on corporate governance, the report containing the details of corporate governance systems and processes is as under :

a) COMPANY'S PHILOSOPHY

Sri Havisha Hospitality and Infrastructure Ltd. is committed to the highest standards of Corporate Governance in all its activities and processes. The driving forces of Corporate Governance at Sri Havisha Hospitality and Infrastructure Ltd are its core competence and core values - Belief in Core Competence, people, leadership, consumer orientation and pursuit of excellence and strive to achieve the best in all the fields.

b) BOARD OF DIRECTORS

i) Composition and Category of Directors:

The Board comprises of 8 Directors, who bring in a pool of collective knowledge from various disciplines. The Board has been constituted in a manner which will result in an appropriate mix of Independent and Non-Independent Directors. The Independent Directors bring independent judgment in the Board's deliberations and decisions. This has been done to preserve the independence of Board and effective discharge of its functions of Governance and Management. As on date the Board consists of Five (5) Independent Directors and One (1) Promoter and Executive, One (1) Non-Independent Director and One (1) Promoter and Non-Independent Director.

All the Independent Directors of the Company at the time of their first appointment to the Board and thereafter at the first meeting of the Board in every financial year give a declaration that they meet with the criteria of independence as provided under Companies Act, 2013 and Regulation 16 of SEBI (LODR) Regulations, 2015.

None of the Directors on the Board is a Member on more than 10 Committees and Chairman of more than 5 committees [as specified in Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015] across all the companies in which he is a Director.

The names, categories of the Directors on the Board, their attendance at the Board Meetings during the year and at the last Annual General Meeting, as also the number of Directorships held by them in other companies are given below.

(Formerly SHRI MATRE POWER AND INFRASTRUCTURE LIMITED & SHRI SHAKTI LPG LTD.)

Name	Category	Designation	No. of meetings held during the last financial year	No. of meetings attended	No. of memberships in Boards of other Companies	Attendance of each Director at last AGM
Mr. D.V.Manohar	Promoter and Executive Director	Chairman and Managing Director	4	4	8	Yes
Dr. A. Balasetty	Director	Director	4	0	1	No
Dr Gorantla Govindaiah	Director	Director	4	0	-	No
Mr. B.K. Sinha	Independent and Non-Executive Director	Director	4	4	2	Yes
Mr. R. Prabhakara Rao	Independent and Non-Executive Director	Director	4	4	1	Yes
Mr. V. Subrahmanyam	Independent and Non-Executive Director	Director	4	2	-	Yes
Mr. A.P. Vitthal	Independent and Non-Executive Director	Director	4	4	1	Yes
Ms. Deekshitha Dontamsetti	Woman Director Non-Independent	Director	4	1	-	No

(i) **Board Meetings :**

The Board has a formal schedule of matters reserved for its consideration and decision. These include approving business strategy, setting performance targets, reviewing performance, approving investments, ensuring adequate availability of financial resources and reporting to the Shareholders. Board generally meets 4 times during the year. The Directors are also given option of attending the Board Meeting through Video conferencing. During the year ended 31st March, 2018 the Board Meetings were held on 29th May 2017, 2nd September 2017, 14th December, 2017 and 12th February 2018. All relevant information as required under schedule II of the SEBI(LODR) Regulations, 2015 was placed before the Board from time to time.

(ii) **Shares held by Independent & Non-Executive Directors:**

None of the Independent and Non-Executive Directors held any Shares in the Company except Sri A.P. Vitthal, Independent Director, Dr. A. Balasetty and Dr. Gorantla Govindaiah, Non-Executive Directors, which is less than 2% of the total voting power of the company.

(iii) Directors seeking appointment:

Ms. Deekshita Dontamsetti (DIN 06941753), Non-Independent Director who is liable to retire by rotation seeks re-appointment as a rotational director.

The Board of Directors at their duly held meeting on 13nd August 2018 recommended the re-appointment of Ms. Deekshita Dontamsetti for her re-appointment on rotational basis.

SEPARATE MEETING OF INDEPENDENT DIRECTORS:

As stipulated by the Code of Independent Directors under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015, a separate meeting of the Independent Directors of the Company was held on 12th February 2018 to review the performance of the Non-Independent Directors (including the Chairman) and the Board as whole. The Independent Directors also reviewed the quality, content and timeliness of the flow of information between the Management and the Board and its Committees which is necessary to effectively and reasonably perform and discharge their duties. The Independent Directors found the performance of Non-Independent Directors (including Chairman) and the Board as well as flow of information between the Management and the Board to be satisfactory.

EVALUATION OF THE BOARD'S PERFORMANCE

The Board has a formal mechanism for evaluating its performance and as well as that of its Committees and individual directors, including the Chairman of the Board based on the criteria laid down by Nomination and Remuneration Committee which included attendance, contribution at the meetings and otherwise, independent judgment, safeguarding of minority shareholders interest, adherence to Code of Conduct and Business ethics, monitoring of regulatory compliance, risk assessment and review of internal control systems, etc.

A. Board Committees :

To enable better and more focused attention on the affairs of the Company, the Board delegates certain matters to the Committees of the Board set up for the purposes.

(i) AUDIT COMMITTEE**Composition and other details**

The Composition of the Audit Committee is as follows :

Sl.No.	Name of the Audit Committee Member	Designation	No. of Meetings Attended
1.	Mr. V. Subrahmanyam (Independent Director)	Chairman	02
2.	Mr. A.P. Vitthal (Independent Director)	Member	04
3.	Mr. B.K. Sinha (Independent Director)	Member	04
4.	Mr. D.V. Manohar (Chairman & Managing Director)	Member	04

Terms of Reference

The Audit Committee reviews the audit reports submitted by the internal auditors,, statutory auditors, financial results, effectiveness of internal audit processes and the company's risk management strategy. Members possess adequate knowledge of Accounts, Audit, Finance, etc.

During the year under review, four (4) audit committee meetings are held.

ii) NOMINATION AND REMUNERATION COMMITTEE**Composition and other details**

Scope of Nomination and Remuneration Committee is to review the performance of the Managing Director, after considering the company's performance, recommends to the Board remuneration including salary, perquisites to be paid to the Managing Director. The Company has only one Managerial Personnel at present i.e. Managing Director.

The remuneration committee consists of three independent directors and one Promoter Director as follows

Sl.No.	Name of the Audit Committee Member	Designation
1.	Mr. V. Subrahmanyam (Independent Director)	Chairman
2.	Mr. A.P. Vitthal (Independent Director)	Member
3.	Mr. B.K. Sinha (Independent Director)	Member
4.	Mr. D.V. Manohar (Chairman & Managing Director)	Member

(iii) Remuneration Policy :

The Remuneration Committee of the Board of the Company generally decides and makes recommendations to the Board about the remuneration to be paid to the Directors. The remuneration recommends to the Directors are, subject to the approval of the Members of the Company in the General Meeting. A remuneration of ₹ 11,52,000/- and perquisites paid to the Managing Director during the year.

Sitting fee of ₹ 10,000/- each paid to the non Executive Directors for the Board Meetings held during the year.

iv) SHAREHOLDER RELATIONSHIP COMMITTEE / INVESTORS' GRIEVANCE COMMITTEE**Composition and other details**

The Shareholder Relationship Committee looks into Shareholders' and investors' grievances.

As a measure of good Corporate Governance and to focus on the shareholders' grievances towards strengthening investor relations, an Investors' Grievance Committee, as a sub-committee to the

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Board of Directors has been constituted. The Committee focuses on the strengthening of investor relations.

The Shareholder Relationship Committee consists of Three (3) Independent Directors and One (1) Promoter Director as follows :

The Committee was re-constituted during the year as follows :

Sl.No.	Name of the Audit Committee Member	Designation
1.	Mr. B.K. Sinha (Independent Director)	Chairman
2.	Mr. V. Subrahmanyam (Independent Director)	Member
3.	Mr. A.P. Vitthal (Independent Director)	Member
4.	Mr. D.V. Manohar (Chairman & Managing Director)	Member

VENUE AND TIME OF THE LAST THREE ANNUAL GENERAL MEETINGS

Date	Venue	Time	No. of Special Resolutions	Members present by	
				Person	Proxy
27-09-2017	Hari Hara Kala Bhavan, Secunderabad	11.00 a.m.	3	127	3
30.09.2016	Hari Hara Kala Bhavan, Secunderabad	10.30 a.m.	3	56	3
28.09.2015	Hari Hara Kala Bhavan, Secunderabad	10.30 a.m.	1	58	6

DISCLOSURES

The Company has complied with the appropriate accounting policies and has ensured that they have been applied consistently and comply with material aspects with the accounting standards notified under section 133 of the Companies Act, 2013.

There are no materially significant related party transactions i.e. transactions, material in nature, with its promoters, the Directors or the Management, their subsidiaries or relatives etc., having potential conflict with the interests of the company at large.

MEANS OF COMMUNICATION

The Company has a website viz., www.shrishakti.com. The annual financial results are posted on the Company's website for the information of its shareholders. The audited financial results are generally published in the leading English Dailies and as well as in the vernacular (Telugu) Newspaper.

All material information about the Company is promptly sent through mail to the Indian Stock Exchanges where the Company's shares are listed and released to the Press for information of the public at large.

VIGIL MECHANISM

To strengthen its policy of corporate transparency, the company has established an innovative and empowering mechanism for employees. Employees can report to the Management their concerns about unethical behaviour, actual or suspected fraud or violation of the company's code of conduct or ethics policy.

GENERAL SHAREHOLDERS INFORMATION

- (a) Annual General Meeting
25th Annual General Meeting of the Company will be held on 27th September, 2018 at 11.00 am at Hari Hara Kala Bhavan, S.P. Road, Secunderabad - 500 003. Telangana, India.
- (b) Financial results were approved as follows :
Un-audited financial results for -
- First Quarter - September, 2017
 - Second Quarter - December, 2017
 - Third Quarter - February, 2018
- Audited
- Fourth Quarter - May, 2018
- (c) Book closure on 27th September, 2018
- (d) The shares of the Company after capital reduction are listed on :
- a) BSE Ltd. and National Stock Exchange of India Ltd.,
 - b) Depository for Equity Shares : NSDL and CDSL.
 - ISIN for the Company's Equity Shares : **INE 293 B 01029**
 - STOCK CODE : BSE : 531322
 - NSE : HAVISHA

MARKET PRICE DATA : From 01.04.2017 to 31.03.2018

During the period reported, the trading of company's shares is suspended.

REGISTRAR AND SHARE TRANSFER AGENT :

M/s. XL Softech Systems Ltd., whose address is given below has been appointed as Registrar & Share Transfer Agents for looking after the work related to Share registry for both physical and electronic modes.

XL SOFTECH SYSTEMS LTD., 3, Sagar Society, Banjara Hills, Hyderabad - 500 034.
Telangana, India.

SHARE TRANSFER SYSTEM

The Board has appointed the RTA XL Softech Systems Ltd, as Registrar and Share Transfer Agents for physical transfer of securities as well as dematerialization / rematerialization of securities.

DISTRIBUTION OF SHAREHOLDING

Shareholdings of nominal Value of (Rs.)		Shareholders		Share Amount	
		No.	%	In Rs.	%
Upto	5000	1180	10.35	5,53,412	0.18
	5001	1218	10.68	17,04,964	0.56
	10001	4171	36.59	1,26,09,424	4.11
	20001	2462	21.60	1,36,01,784	4.43
	30001	250	2.19	17,71,776	0.58
	40001	288	2.53	25,66,908	0.84
	50001	893	7.83	1,19,23,194	3.88
	100001 & Above	938	8.23	26,23,40,138	85.43
	Total	11400	100.00	30,70,71,600	100.00

OUTSTANDING GDRs/ADRs etc.

The Company has not issued any GDRs / ADRs and there are no outstanding warrants or any convertible warrants or any convertible instruments.

REGISTERED OFFICE/ADDRESS FOR CORRESPONDENCE

SRI HAVISHA HOSPITALITY AND INFRASTRUCTURE LIMITED

Venus Plaza, Begumpet, Hyderabad-500 016

Phone : 040-27902929 ; Fax : 040-27908989

Email : info@shrishakti.com

Website: <http://www.shrishakti.com//>

It is hereby confirmed that the board and senior management personnel have affirmed compliance with the code of conduct for the financial year 2017-18

By Order of the Board

For SRI HAVISHA HOSPITALITY AND INFRASTRUCTURE LIMITED

Sd/-

D. V. Manohar

Chairman & Managing Director

Place : Hyderabad

Date : 13-08-2018

CEO & CFO CERTIFICATION

We, D.V.Manohar, Chairman & Managing Director and V. Padmanabham, Chief Financial Officer, to the best of our knowledge and belief, do hereby certify that

1. We have reviewed financial statements and the Cash Flow Statement for the year and that to the best of our knowledge and belief.
 - a) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
 - b) 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.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violate the Company's code of conduct.
3. We accept the responsibility for establishing and maintaining internal controls for the financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware that the steps they have taken or propose to take to rectify these deficiencies.
4. We have indicated to the auditors and the Audit Committee.
 - i) Significant changes if any in internal control over financial reporting during the year,
 - ii) Significant changes in accounting policies if any during the year and that the same have been disclosed in the notes to the financial statements; and
 - iii) 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 financial reporting.

Sd/-
D.V.Manohar
Chairman & Managing Director

Sd/-
V.Padmanabham
Chief Financial Officer

Place : Hyderabad

Date : 13-08-2018

**DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND
SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S
CODE OF CONDUCT**

Pursuant to the schedule V (Part D) of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, I hereby declare that all the Directors and designated employees in the senior management of the company have affirmed compliance with the respective codes for the Financial Year ended March 31st, 2018.

Sd/-

D.V.Manohar

Chairman & Managing Director

Place : Hyderabad

Date : 13-08-2018

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

(Requirements under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To

The Members of
Sri Havisha Hospitality & Infrastructure Limited,
Hyderabad.

We have examined the compliance of conditions of corporate governance by Sri Havisha Hospitality and Infrastructure Limited for the year ended 31.03.2018 as per the relevant provisions of Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the period from 1st April 2017 to 31st March 2018.

The compliance of conditions of corporate governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof on test basis, adopted by the Company for examining the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We state that generally no investor grievances are pending for a period exceeding one month against the Company as per the records maintained by the Company.

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

For KRISHNA KUMAR & ASSOCIATES,
Company Secretaries,

Sd/-

A. KRISHNA KUMAR

FCS: 5356

CP : 4707

Place: Hyderabad

Date: 13th August, 2018

P.SURYANARAYANA & CO.

Chartered Accountants

6-3-1092/93, N.I.A.R.Campus,

Rajbhavan Road, Somajiguda

Hyderabad - 500 082.

Tele: 040-23300659, 9*246528412

Email: psn_ca@yahoo.com

Branch: Vijayawada

INDEPENDENT AUDITOR'S REPORT

To

The Members,

Sri Havisha Hospitality & Infrastructure Limited,

Hyderabad.

Report on the Standalone Ind AS Financial Statements

We have audited the accompanying standalone Ind AS financial statements of Sri Havisha Hospitality & Infrastructure Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2018, and the Statement of Profit and Loss, the Statement of changes in Equity and the Statement of Cash Flows for the year then ended on that date, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the 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 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 Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these standalone Ind AS financial statements based on our

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the standalone Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone Ind AS 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 Ind AS financial statements that give true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the standalone Ind AS 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 Ind AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2018;
- (b) in the case of the Statement of Profit and Loss, of the Loss of the Company for the year ended on that date.
- (c) In the case of Cash Flow Statement, of the cash flows of the Company for the year ended on that date.

Report on Other Legal and Regulatory Requirements

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

- a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b. In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
- c. The Balance Sheet and the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- d. In our opinion, the aforesaid standalone Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e. On the basis of written representations received from the directors as on 31 March, 2018, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 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 B".
- g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion, and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in the Notes to standalone Ind AS financial statements;
 - ii. There are no foreseeable losses 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.

for P.SURYANARAYANA & CO.,
Chartered Accountants,
(Firm Registration No.009288S)

(P.SURYANARAYANA)

Partner
Membership No.201195

Hyderabad

Date:23.05.2018

Annexure A to the Independent Auditors' Report

(Referred to in our Independent Auditor's Report to the members of Sri Havisha Hospitality and Infrastructure Limited ("the Company") on the Standalone Ind AS financial statements of the Company for the year ended 31 March 2018)

Report on Companies (Auditor's Report) Order, 2016, issued by the Central Government of India in term of sub-section (11) of section 143 of the Companies Act, 2013,

- (i) In respect of its fixed assets:
 - a. The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets, on the basis of available information.
 - b. As explained to us, the fixed assets have been physically verified by the management at reasonable intervals. No material discrepancies were noticed on such physical verification.
 - c. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- (ii) In respect of Inventories:
 - a. The Inventory has been physically verified by the management of the Company at reasonable intervals.
 - b. According to the information and explanation given to us, there were no material discrepancies noticed on physical verification of inventory as compared to the book records.
- (iii) In respect of Loans:
 - (a) The Company has granted unsecured loans to a company covered in the register maintained under section 189 of the Companies Act, 2013.
 - (b) According to information given to us, no terms and conditions were prescribed for loans / advances which have been granted to parties listed in the register maintained under Section 189 of the Companies Act, 2013.
 - (c) Since no terms and conditions were prescribed for payment of principle and interest thereon, we cannot comment on the clauses 3 (iii) (a) to (c) of the Order.
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans, investments, guarantees and securities, as applicable.
- (v) In our opinion and according to the information and explanation given to us, the company has not accepted any deposits from the public.

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- (vi) We have been informed that, though maintenance of Cost Records has been prescribed by the Central Government for the company's product, the maintenance of such records are not applicable to the Company as the aggregate value of the turnover does not exceed the threshold limit prescribed.
- (vii) In respect of statutory dues:
- (a) According to the information and explanations given to us and on the basis of examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities.
- (b) According to the information and explanations given to us, no undisputed amounts are payable in respect of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax or cess and other material statutory dues which were in arrears as at March 31,2018, for a period of more than six months from the date they became payable
- c) According to the information given to us and records of the Company examined by us, the particulars of Customs Duty which has not been deposited as at 31st March 2018 on account of any disputes pending, are as under:

Name of the Statute (Nature of the Dues)	Period to which the amount relates	Forum where matter is pending	Amount
Excise Department:			
Customs Duty	2010-2011	CEGAT	Rs. 352.77 lacs

- (viii) According to the information and explanations given to us and on the basis of examination of the records, the company does not have any loans or borrowings from a financial institution, Bank, or Government and has not issued any Debentures and hence the provisions of Clause 3(viii) of the Order with regard to defaults in the repayment of loans are not applicable.
- (ix) In our opinion and according to the information and explanations given to us, the Company has not raised any money 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.
- (x) In our opinion and according to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.
- (xi) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in

accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.

- (xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act, where applicable and the details of such transactions have been disclosed in the standalone Ind AS financial statements as required by the applicable accounting standards.
- (xiv) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year and hence reporting under clause 3(xiv) of the Order is not applicable.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

for P.SURYANARAYANA & CO.,
Chartered Accountants,
(Firm Registration No.009288S)

Sd/-
(P.SURYANARAYANA)
Partner
Membership No.201195

Hyderabad
Date:23.05.2018

Annexure - B to the Auditors' Report

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

We have audited the internal financial controls over financial reporting of Sri Havisha Hospitality & Infrastructure Limited ("the Company") as of 31 March 2018 in conjunction with our audit of the Standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit.

We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 judgment, including the assessment of the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

The company needs to document its procedures and controls vis a vis Internal controls Over Financial Reporting.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 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 P.SURYANARAYANA & CO.,
Chartered Accountants,
(Firm Registration No.009288S)

Sd/-
(P.SURYANARAYANA)
Partner
Membership No.201195

Hyderabad
Date:23.05.2018

STANDALONE BALANCE SHEET AS AT MARCH 31, 2018

(RUPEES IN '000s)				
Particulars	Note No.	Figures as at March 31, 2018	Figures as at March 31, 2017	Figures as at April 1, 2016
1	2	3	4	5
(1) ASSETS				
Non-current assets				
(a) Property, Plant and Equipment	3	56,060	62,722	155,465
(b) Other non-current assets	4	154,529	159,313	176,913
(2) Current assets				
(a) Inventories	5	56,455	56,455	56,455
(b) Financial Assets				
(i) Trade receivables	6	0	0	2,745
(ii) Cash and cash equivalents	7	87	51	151
(iii) Loans	8	5	2	107
(c) Current Tax Assets (Net)	9	908	908	908
Total Assets		268,044	279,451	392,744
EQUITY AND LIABILITIES				
1. Equity				
(a) Equity Share capital	10	307,072	307,072	307,072
(b) Other Equity	11	-126,838	-113,596	1,158
2. Liabilities				
Non-current liabilities				
(a) Financial Liabilities				
(i) Other financial liabilities	12	0	0	2,158
(b) Other Non current Liabilities	13	64,500	64,500	64,500
3. Current liabilities				
(a) Financial Liabilities				
(i) Trade payables	14	2,451	2,451	2,844
(b) Other current liabilities	15	20,860	19,025	15,012
Total Equity and Liabilities		268,044	279,451	392,744
Notes forming part of the financial Statements	1&2			

As per our report of even date

For and on behalf of the Board of Directors

for P.SURYANARAYANA & CO,

Chartered Accountants

Firm Regn. No. 009288S

Sd/-

(P. SURYANARAYANA)

Partner

Membership No.201195

Sd/-

D. V. MANOHAR

Chairman & Managing Director

Sd/-

A.P.VITTHAL

Director

Sd/-

CS D.SURESH BABU

Company Secretary

Place : Hyderabad

Date : 23.05.2018

(Formerly SHRI MATRE POWER AND INFRASTRUCTURE LIMITED & SHRI SHAKTI LPG LTD.)

STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED MARCH 31, 2018																														
A. Equity Share Capital		As at March 31, 2018			As at March 31, 2017			As at April 1, 2016																						
Balance at the beginning of the reporting period		307072			307072			307072																						
Changes in equity share capital during the year		-			-			-																						
Balance at the end of the reporting period		307072			307072			307072																						
B. Other Equity		Reserves and Surplus			Debt instruments through Other Comprehensive Income		Equity Instruments through Other Comprehensive Income		Effective portion of Cash Flow Hedges		Revaluation Surplus		Exchange differences on translating the financial statements of a foreign operation		Other items of Comprehensive Income (specify nature)		Money received against share warrants		Total											
		Capital Reserve			Securities Premium Reserve			Other Reserves (specify nature)			Retained Earnings		Other Comprehensive Income		Other Comprehensive Income		Effective portion of Cash Flow Hedges		Revaluation Surplus		Exchange differences on translating the financial statements of a foreign operation		Other items of Comprehensive Income (specify nature)		Money received against share warrants		Total			
Balance as at April 2016		10,232			-			22,481			(64,723)		-		-		-		-		33,168		-		-		-		1,158	
Changes in accounting policy or prior period errors		-			-			-			-		-		-		-		-		-		-		-		-		-	
Restated balance at the beginning of the reporting period		-			-			-			-		-		-		-		-		-		-		-		-		-	
Total Comprehensive Income for the year		-			-			-			-		-		-		-		-		-		-		-		-		-	
Dividends		-			-			-			-		-		-		-		-		-		-		-		-		-	
Transfer to retained earnings		-			-			-			(114,754)		-		-		-		-		-		-		-		-		(114,754)	
Any other change (to be specified)		-			-			-			-		-		-		-		-		-		-		-		-		-	
Balance as at March 31, 2017		10,232			-			22,481			(179,477)		-		-		-		-		33,168		-		-		-		(113,596)	
Balance as at April 1 2017		10,232			-			22,481			(179,477)		-		-		-		-		33,168		-		-		-		(113,596)	
Changes in accounting policy or prior period errors		-			-			-			-		-		-		-		-		-		-		-		-		-	
Restated balance at the beginning of the reporting period		-			-			-			-		-		-		-		-		-		-		-		-		-	
Total Comprehensive Income for the year		-			-			-			-		-		-		-		-		-		-		-		-		-	
Dividends		-			-			-			-		-		-		-		-		-		-		-		-		-	
Transfer to retained earnings		-			-			-			(13,243)		-		-		-		-		-		-		-		-		(13,243)	
Any other change (to be specified)		-			-			-			-		-		-		-		-		-		-		-		-		-	
Balance as at March 31, 2018		10,232			-			22,481			(192,720)		-		-		-		-		33,168		-		-		-		(126,838)	

Notes forming part of the financial statements

for PSURYANARAYANA & CO,
Chartered Accountants, Firm Regn. No. 0092885

Sd/-

(CA P. SURYANARAYANA)
Partner, Membership No.201195Place : Hyderabad
Date : 23.05.2018

Sd/-

D. V. MANOHAR
Chairman & Managing Director

Sd/-

A.P.VITTHAL
Director

Sd/-

CS D.SURESH BABU
Company Secretary

PART II – STATEMENT OF PROFIT AND LOSS
SRI HAVISHA HOSPITALITY & INFRASTRUCTURE LIMITED
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2018

(Rupees in '000s)

	Particulars	Note No.	Year ended March 31, 2018	Year ended March 31, 2017
I	Revenue From Operations		0	0
II	Other Income	16	800	24
III	Total Income (I+II)		800	24
IV	EXPENSES			
	Employee benefits expenses	17	2,952	2,858
	Loss on sale of asset		0	51271
	Finance costs		0	0
	Depreciation and amortization expenses	3	6,662	21,603
	Other expenses	18	4,429	39,045
	Total expenses (IV)		14,043	114,778
V	Profit/(loss) before tax		(13,243)	(114,754)
VIII	Tax expense:		0	0
XIII	Profit/(loss) for the year (IX+XII)		(13,243)	(114,754)
XIV	Other Comprehensive Income		0	0
XV	Profit/(loss) for the year (IX+XII)		(13,243)	(114,754)
XVI	Earnings per equity share		(0.09)	(0.75)
	(1) Basic			
	(2) Diluted			
Notes forming part of the financial Statements		1&2		

As per our report of even date
for P.SURYANARAYANA & CO,
Chartered Accountants
Firm Regn. No. 009288S
Sd/-
(P. SURYANARAYANA)
Partner
Membership No.201195

For and on behalf of the Board of Directors

Sd/-
D. V. MANOHAR
Chairman & Managing Director

Sd/-
A.PVITTHAL
Director

Place : Hyderabad
Date : 23.05.2018

Sd/-
CS D.SURESH BABU
Company Secretary

**CASH FLOW STATEMENT OF SRI HAVISHA HOSPITALITY & INFRASTRUCTURE LIMITED
AS AT 31ST MARCH 2018.**

	YEAR ENDED 31.03.18		YEAR ENDED 31.03.17	
	₹	₹	₹	₹
A : Cash flow from operating activities :				
Profit before tax and extraordinary items		-13243000		-114753576
Adjustments for :				
Depreciation	6662634		21603119	
Foreign exchange	0		0	
Investments	0		0	
Interest/dividend	0		0	
		6662634		21603119
Operating profit before working capital changes		-6580366		-93150457
Adjustments for :				
Trade and other receivables	0		2,745,487	
Inventories	0		0	
Trade payables	-1,730,000		5024978	
		-1,730,000		7,770,465
Cash generated from operations		-8310366		-85379992
B. Cash flow from investing activities				
Additon of assets	0		-131100	
Reduction of assets	0	0	-71270810	71139710
Net cash used in investing activities	0	-8310366	0	-14240282
C. Cash flow from financing				
Payment of long-term borrowings	0		0	
Increase in non current assets	8,346,567		14140776	
Net cash used in financing activities	-	8346567		14140776
Net increase in cash and cash equivalent	36201		-99506	
Cash and cash equivalent as at 1.4.17		51169		150675
Cash and cash equivalent as at 31.3.18		87370		51169

For and on behalf of the board of directors

Sd/-
D.V.Manohar
Chairman & Managing Director

Sd/-
A.P.Vitthal
Director

Sd/-
CS D.Suresh Babu
Comapany Secretary

AUDITOR'S CERTIFICATE

We have verified the above Cash Flow Statement compiled from the audited financial statements of M/s Sri Havisha Hospitality And Infrastructure Ltd. for the years ended 31.03.2018 and 31.03.2017. According to the information and explanations given to us, the above cash flow statement has been prepared in consonance with the applicable accounting standards on cash flow statements issued by the Institute of Chartered Accountants of India and found the same to be in accordance with the requirements of the amended clause 32 of the Listing Agreement with the Stock Exchanges.

FOR P.SURYANARAYANA & CO
Chartered Accountants

PLACE: HYDERABAD
DATE:23.05.2018

P.SURYANARAYANA
Partner
M.No.201195

Notes forming part of the Financial Statements for the year ended March 31, 2018

1. SIGNIFICANT ACCOUNTING POLICIES : -

1.1. Corporate Information:

Shri Havisha Hospitality and Infrastructure Limited (formerly known as Shri Matre Power and Infrastructure Limited and Shri Shakti LPG Ltd.) is in the business of LPG marketing. The registered office of the company is located at Venus Plaza, Adjacent to Old Airport, Begumpet, Hyderabad - 500016, Telangana State.

The financial statements for the year ended March 31, 2018 were approved by the Board of Directors and authorized for issue on May 23, 2018.

1.2. Statement of Compliance:

In accordance with the notification issued by the Ministry of Corporate Affairs, the Company has adopted Indian Accounting Standards (referred to as "IndAS") notified under the Companies (Indian Accounting Standards) Rules 2015 (as amended by Companies Indian Accounting Standard (Amendment) Rules 2017 with effect from April 1, 2017. In accordance with Ind AS 101 First-time 'Adoption of Indian Accounting Standards, the company has presented a reconciliation from the presentation of financial statements under Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 (Previous GAAP) to Ind AS of Shareholders' equity as at March 31, 2017 and April 1, 2016 and of the comprehensive net income for the year ended March 31, 2017.

1.3. Basis of Accounting:

These financial statements have been prepared in accordance with Ind AS notified under the Companies (Indian Accounting Standards) Rules 2015 (as amended by Companies Indian Accounting Standard (Amendment) Rules 2017 read with Section 133 of the Companies Act, 2013.

The financial statements have been prepared on historical cost convention, on accrual basis, except for certain financial assets and liabilities measured at fair values at the end of each reporting period.

1.4. Segment reporting :

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The company has identified Managing Director as chief operating decision maker. Refer note 2.6 for segment information presented.

1.5 Property, Plant & Equipment:

- a) Property, Plant & Equipment are stated at cost less accumulated depreciation plus revaluation done on the basis of technical evaluation. Cost is inclusive of freight, duties, levies and any directly attributable cost of bringing the assets to their working condition for intended use.
- b) Depreciation on Fixed Assets is provided as per the useful life of assets prescribed in Schedule - II to the Companies Act, 2013.
- c) The company has also determined that cost of acquisition does not differ materially from fair valuation as at April 1, 2016 (date of transition to Ind AS)

1.5(i) Inventories:

- a) Raw Materials and Stores and Spares are valued at cost.
- b) Finished goods are valued at lower of cost or net realizable value.
- c) Cylinders, Valves, Adapters, Regulators and Steel are classified under stores and spares (Current Assets) and are valued at cost.

1.6. Revenue Recognition:

- a) Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are inclusive of excise duty and net of returns, trade allowances, rebates, value added taxes and amounts collected on behalf of third parties.
- b) The Company recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the company's activities as described below.
- c) Sale of products

Timing of recognition- Revenue from sale of products is recognised when significant risks and rewards in respect of ownership of products are transferred to customers based on the terms of sale.

Measurement of revenue- Revenue from sales is based on the price specified in the sales contracts, net of all discounts and returns at the time of sale.

- d) Income on services is recognized on completion of relevant services contract.

1.7 Expenditure :

Expenditure accruing during the year and ascertainable reasonably accurately on a cut-off date is recognised and provided for in the accounts.

1.8 Foreign Currency Transactions:

- (i) Functional and presentation currency

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Indian rupee (₹), which is the Company's functional and presentation currency.

- (ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in profit or loss.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss.

1.9 Taxes:

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Company operates and generates taxable income.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. 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 tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax liabilities are recognised for all taxable temporary differences.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses 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 tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the reporting date. Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

1.10 Cash and cash equivalents:

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

1.11 Trade receivables:

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using effective interest method, less provision for impairment.

1.12 Government grants:

Grants from the government are recognised at fair value where there is a reasonable assurance that the grant will be received and the Company will comply with all attached conditions.

Government grants relating to income are deferred and recognised in the profit or loss over the period necessary to match them with the costs they are intended to compensate and presented within other income.

Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to profit and loss on a straight line basis over the expected lives of the related assets and presented within other income.

1.13 Investments and other financial assets:**1) Classification**

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in Statement of profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for equity investment at fair value through other comprehensive income.

The Company reclassifies debt investments when and only when its business model for managing those assets changes.

2) Measurement

At initial recognition, the company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Debt instruments:

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its debt instruments:

Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.

Fair value through other comprehensive income (FVOCI): Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/(losses). Interest income from these financial assets is included in other income using the effective interest rate method.

Fair value through profit or loss: Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on debt investment that is subsequently measured at fair value through profit or loss is recognised in profit or loss and presented net in the statement of profit and loss in the period in which it arises. Interest income from these financial assets is included in other income.

Equity instruments:

The Company subsequently measures all equity investments at fair value. Where the company's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognised in profit or loss as other income when the Company's right to receive payments is established.

Changes in the fair value of financial assets at fair value through profit or loss are recognised in the other income. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

3) Impairment of financial assets

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables only, the Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

4) Derecognition of financial assets

A financial asset is derecognized only when

- The Company has transferred the rights to receive cash flow from the financial asset or
- retains the contractual rights to receive the cash flows of the financial assets, but assumes a contractual obligation to pay cash flows to one or more recipients.

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognized. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset is not derecognized.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

1.14 Offsetting financial instruments:

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

1.15 Intangible assets:

(i) Recognition

Intangible assets are recognised only when future economic benefits arising out of the assets flow to the enterprise and are amortised over their useful life.

(ii) Amortization methods and periods

The Company amortizes intangible assets on a straight line method over their estimated useful life not exceeding 5 years. Software is amortised over a period of three years.

(iii) Transition to Ind AS

On transition to Ind AS, the company has elected to continue with the carrying value of all of intangible assets recognized as at 1 April 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of intangible assets.

1.16 Trade and other payables:

These amounts represent liabilities for goods and services provided to the company prior to the end of financial year which are unpaid. The amounts are unsecured and are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognized initially at their fair value and subsequently measured at amortized cost using the effective interest method.

Borrowings

Borrowings are initially recognized at fair value, net of transaction cost incurred. Borrowings are subsequently measured at amortized cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognized in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognized as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all the facility will be drawn down, the fee is capitalized as a prepayment for liquidity services and amortized over the period of the facility to which it relates.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognized in profit or loss.

Where the terms of a financial liability are renegotiated and the entity issues equity instruments to a creditor to extinguish all or part of the liability (debt for equity swap), a gain or loss is recognized in profit or loss, which is measured as the difference between the carrying amount of the financial liability and the fair value of the equity instrument issued.

1.17 Borrowing costs:

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalized during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing cost eligible for capitalization.

Other borrowings costs are expensed in the period in which they are incurred.

1.18 Provisions:

Provisions for legal claims and returns are recognised when the company has a present legal or constructive obligation as a result of past event, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period.

The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provisions due to the passage of time is recognized as interest expense.

1.19 Employee benefits:**(i) Short-term obligations**

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognized in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

(ii) Other long-term employee benefit obligations

The liabilities for earned leave and sick leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured at the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligations. Remeasurements as a result of the experience adjustments and changes in actuarial assumptions are recognized in profit or loss.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

1.20 Contributed equity:

Equity shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

1.21 Dividends:

Provision is made for the amount of any dividend declared, being appropriately authorized and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

1.22 Earnings per share:

(i) Basic earnings per share

Basic earnings per share is calculated by dividing:

- The profit attributable to owners of the company
- By the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares.

(ii) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- The after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- The weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

1.23 Critical estimates and Judgements:

The preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the Company's accounting policies.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances.

1.24 Contingencies:

Contingencies, that can be reasonably ascertained are provided for in the accounts, if, in the opinion of the company, there is probability that their future outcome may be materially detrimental to the company.

(Formerly SHRI MATRE POWER AND INFRASTRUCTURE LIMITED & SHRI SHAKTI LPG LTD.)

2. NOTES ON ACCOUNTS: -

2.1. Contingent Liabilities:

	(Rs. in 000s)		
	As on 31.03.2018	As on 31.03.2017	As on 01.04.2016
a) Differential Customs Duties demanded by Customs authorities pending in Appeals	35277	35277	35277

2.2. The operations of the company by way of Bottling of LPG have been temporarily stopped due to prevailing industry situation and as the company has various new scheme of activities and plans for the future, the accounts of the Company for the year are drawn up on going concern basis.

2.3. Balances standing to the debit/credit of parties are subject to reconciliation by the company and confirmation by them and review by the Company.

2.4. "Other Non-Current Assets" includes an amount of Rs.66600 thousands being the Bank Guarantees encashed by The Kerala State Co-operative Consumer Federation Ltd. from State Bank of Hyderabad and Punjab National Bank by invoking guarantees given in their favour by the company and are considered good and recoverable by the Company, and the Company has filed a suit for the recovery of the amount.

2.5. All Current Assets as at 31.03.2018 have a value on realization in the ordinary course of business at least value equal to amounts at which they have been stated in the Balance Sheet as on that date.

2.6. Capital Reserve represents the amount received on forfeited shares.

2.7. Segment information for the year ended 31st March 2018

(I) Information about Primary Business Segments

(Rs. in 000s)						
	Liquefied Petroleum Gas		Auto Conversion Kits		Total	
	2017-18	2016-17	2017-18	2016-17	2017-18	2016-17
Revenue						
External	0	0	0	0	0	0
Inter segment			0			
Total Revenue	0	0	0	0	0	0
Result						
Segment result	(13996)	(114754)	0	0	(13996)	(114754)
Unallocated expenditure net of unallocated income	0	0	0	0	0	0
Interest expenses	0	0	0	0	0	0
Interest income	0	0	0	0	0	0
Provision for Taxation	0	0	0	0	0	0
Profit/(loss) after taxation and before exceptional items	(13996)	(114754)	0	0	(13996)	(114754)
Exceptional items	0	0	0	0	0	0
Net Loss	(13996)	(114754)	0	0	(13996)	(114754)

Other information

Segment assets	267597	279004	447	447	268044	279451
Segment liabilities	87811	85976	0	0	92155	85976
Capital expenditure	0	0	0		0	0
Depreciation	6663	21603	0	0	6663	21603
Non-cash expenses other than depreciation	0	0	0	0	0	0

(II) Notes:-

- (i) The company is organized into two main business segments namely
- a. Liquefied Petroleum Gas -Comprising of Bulk and Packed LPG
 - b. Auto Conversion Kits- LPG conversion kits for three wheelers

Segments have been identified and reported taking into account the nature of products and services, the differing risks and returns, the organization structure, and the Internal financial reporting system

- ii) Segment Revenue in each of the above domestic business segments primarily includes sales and bottling charges.
- iii) Segment revenue, results, assets and liabilities include the respective amounts identifiable to each of the segments and amounts allocated on a reasonable basis.

2.8. Related Party Disclosures

Related party disclosures, as required by Accounting Standard 18, "Related Party Disclosures" issued by the Institute of Chartered Accountants of India are given below:

i) Key Management Personnel:**Directors:**

- a) Mr. D. V. Manohar

(ii) Related parties:

- a) M/s. Shri Shakti Resorts & Hotels Limited
- b) M/s. Shri Shakti Cylinders Private Limited

(iii) Transactions with related parties

The details of transactions with related parties as required in terms of AS-18 relating to Related Party Disclosure issued under Companies (Accounting Standards) Rules, 2006 has been depicted below:

(Rupees in 000's)

Sl. No.	Type of Relationship	Name of the Company/ Party	Nature of Transaction	Current Year Year	Previous Year Year
1	Key managerial personnel	CMD	Remuneration & other perks	1332	1332
2	Directors	Directors (other than CMD)	Sitting fee	172	172
3	Companies in which relatives of key mgt. personnel interested	Shri Shakti Resorts & Hotels Ltd.	Balance Receivable	79222	85506
		Sri Shakti Schools Pvt. Ltd.	Advance against sale of Land	64500	64500

2.9. Financial instruments and risk management

(a) Fair values

- i) The carrying amounts of trade payables, other financial liabilities (current), trade receivables, cash and cash equivalents, other bank balances and loans are considered to be the same as fair value due to their short term nature.
- ii) Other financial liabilities (non-current) consists of Advances received against a contractual obligation and the carrying amount is considered to be fair value.

(b) Financial risk management

The Company is exposed to market risk, liquidity risk and credit risk, which may adversely impact the fair value of its financial instruments. The Company assesses the unpredictability of the financial environment and seeks to mitigate potential adverse effects on the financial performance of the Company.

Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of currency risk, interest rate risk and price risk. Financial instruments affected by market risk include loans and borrowings, trade receivables and trade payables involving foreign currency exposure.

Credit Risk

Credit risk is the risk arising from credit exposure to customers, cash and cash equivalents held with banks and current and non-current held-to maturity financial assets.

The carrying amount of trade receivables, loans, advances, deposits, cash and bank balances, bank deposits and interest receivable on deposits represents company's maximum exposure to the credit risk. No other financial asset carry a significant exposure with respect to the credit risk. Bank deposits and cash balances are placed with reputable banks and deposits are with reputable government, public bodies and others. The credit quality of financial assets is satisfactory, taking into account the allowance for credit losses.

Liquidity Risk

Prudent liquidity risk management implies maintaining sufficient cash and the availability of funding to meet obligations when due and to close out market positions. Company's treasury maintains flexibility in funding by maintaining availability under deposits in banks.

(c) Capital Management

For the purpose of the capital management, capital includes issued equity capital, all other equity reserves attributable to the equity holders and non controlling interest. The primary objective of the Company's capital management is to maximise the shareholder value. The Group manages its capital structure in consideration to the changes in economic conditions and the requirements of the financial covenants. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company includes within net debt, borrowings including interest accrued on borrowings, trade and other payables, less cash and cash equivalent.

(d) First time adoption of Ind AS

These financial statement have been prepared in accordance with the Ind AS. For the purpose of transition from previous GAAP to Ind AS, the Company has followed the guidance prescribed under Ind AS 101 - First time adoption of Indian Accounting Standards ("Ind AS 101"), with effect from 1 April 2016 ("transition date").

Optional exemptions availed and mandatory exemptions applied

Set out below are the Ind AS 101 optional exemptions availed as applicable and mandatory exceptions applied in the transition from previous GAAP to Ind AS.

i) Deemed cost for property, plant and equipment and intangible assets

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment and intangible assets recognised as at 1 April 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment and intangible assets.

ii) Estimates

As per Ind AS 101, an entity's estimates in accordance with Ind AS at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with the previous GAAP unless there is objective evidence that those estimates were in error.

The Company's estimates under Ind AS are consistent with the above requirement. Key estimates considered in preparation of the financial statements that were not required under the previous GAAP are listed below:

- a) Impairment of financial assets based on expected credit loss model.
- b) Determination of the discounted value for financial instruments carried at amortised cost.

iii) Classification and measurement of financial assets and liabilities

Ind AS 101 requires an entity to assess classification of financial assets on the basis of facts and circumstances existing as on the date of transition. Further, the standard permits measurement of financial assets accounted at amortised cost based on facts and circumstances existing at the date of transition if retrospective application is impracticable.

Accordingly, the Company has determined the classification of financial assets based on facts and circumstances that exist on the date of transition. Measurement of the financial assets accounted at amortised cost has been done retrospectively except where the same is impracticable.

iv) De-recognition of financial assets and liabilities

The Company has applied the derecognition requirements of financial assets and financial liabilities prospectively for transactions occurring on or after the transition date.

(e) Reconciliation between Previous GAAP and IND AS:

There are no material Ind As adjustments at the time of transition and hence the previous GAAP audited amounts have only become Ind As numbers except for reclassification which have been taken care.

(f) **Standards issued but not yet effective**

The standards issued, but not yet effective up to the date of issuance of the Company's financial statements are disclosed below.

i) **Ind AS 115, Revenue from Contract with Customers:**

On March 28, 2018, Ministry of Corporate Affairs has notified the Ind AS 115, Revenue from Contract with Customers. The core principle of the new standard is that revenue should be recognised when a customer obtains control of a promised good or service and thus has the ability to direct the use and obtain the benefits from the good or service in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods and services. Further, the new standard requires enhanced disclosures about the nature, amount, timing and uncertainty of revenue and cash flows arising from the entity's contracts with customers.

The Company will adopt the standard on April 1, 2018 and the effect on adoption of Ind AS 115 is expected to be insignificant.

ii) **Ind AS 21, Foreign currency transactions and advance consideration**

On March 28, 2018, MCA has notified the Companies (Indian Accounting Standards) Amendment Rules, 2018 containing Ind AS 21, Foreign currency transactions and advance consideration which clarifies the date of the transaction for the purpose of determining the exchange rate to use on initial recognition of the related asset, expense or income, when an entity has received or paid advance consideration in a foreign currency. This amendment will come into force from April 1, 2018.

The company has evaluated the effect of this on the financial statements and the impact is not material.

2.10. Previous Year's figures have been re-grouped/re-classified/re-stated as far as practicable and wherever necessary to conform with current year presentation.

2.11. Amounts have been rounded off to the nearest thousands.

Note No. 3:

PROPERTY, PLANT AND EQUIPMENT

(Rs.in 000s)

Description	Freehold Land/ Development	Freehold Buildings	Furniture, Fittings & Equipment	Plant and machinery	Total
Deemed Carrying amount as ar 1st April 2017					
Deemed Cost as at 1st April 2017	47,101	-	95	15,526	62,722
Additions	-	-	-	-	-
Disposals	-	-	-	-	-
Deemed Cost as at 31st March 2018	47,101	-	95	15,526	62,722
Accumulated Depreciation as at 1st April 2017	-	-	-	-	-
Depreciation for the year	-	-	44	6,618	6,662
Disposals	-	-	-	-	-
Accumulated Depreciation as at 31st March 2018	-	-	44	6,618	6,662
Net Carrying amount as at 31st March 2018	47,101	-	51	8,908	56,060
Net Carrying amount as at 31st March 2017	47,101	-	95	15,526	62,722

Description	Freehold Land/ Development	Freehold Buildings	Furniture, Fittings & Equipment	Plant and machinery	Total
Gross Carrying amount as ar 1st April 2016					
Cost as at 1st April 2016	47,101	39,661	3,771	558,105	648,638
Additions	-	-	131	-	131
Disposals	-	39,661	-	418,759	458,420
Cost as at 31st March 2017	47,101	-	3,902	139,346	190,349
Accumulated Depreciation as at 1st April 2016	-	19,994	3,771	469,407	493,172
Depreciation for the year		709	36	20,858	21,603
Disposals		20,703	-	366,445	387,148
Accumulated Depreciation as at 31st March 2017	-	-	3,807	123,820	127,627
Net Carrying amount as at 31st March 2017	47,101	-	95	15,526	62,722
Net Carrying amount as at 31st March 2016	47,101	19,666	-	88,698	155,465

(Formerly SHRI MATRE POWER AND INFRASTRUCTURE LIMITED & SHRI SHAKTI LPG LTD.)

NOTE NO.

4 OTHER NON-CURRENT ASSETS

(Rupees in '000s)

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Advances to related parties (Refer Note 2.8)	79,222	85,506	79,515
Deposits with Government Bodies	565	565	3,565
Other Advances	8,142	6,642	27,233
Others	66,600	66,600	66,600
Total:	154,529	159,313	176,913
Secured, Considered good	0	0	0
Unsecured, Considered good	154,529	159,313	176,913
Doubtful	0	0	0

5 INVENTORIES

	As at March 31, 2018	As at March 31, 2017	As at April 31, 2016
Stores and Spares	56,294	56,294	56,294
Finished goods	161	161	161
Total:	56,455	56,455	56,455
Inventories are valued at Cost or NRV whichever is lower			

6 TRADE RECEIVABLES

	As at March 31, 2018	As at March 31, 2017	As at April 31, 2016
Outstanding for a period exceeding six months	-	-	2,745
Others	0	0	0
Total:	-	-	2,745
Secured, Considered good	0	0	0
Unsecured, Considered good	0	0	2,745
Doubtful	0	0	0

(Formerly SHRI MATRE POWER AND INFRASTRUCTURE LIMITED & SHRI SHAKTI LPG LTD.)

7 CASH AND CASH EQUIVALENTS

	As at March 31, 2018	As at March 31, 2017	As at April 31, 2016
Cash & Cash Equivalents:			
Balances with Banks:			
- In Current Accounts	87	50	124
Cash on hand	0	1	27
Total :	87	51	151

8 FINANCIAL ASSETS - LOANS

	As at March 31, 2018	As at March 31, 2017	As at April 31, 2016
Staff Advances & Employee Loans	5	2	107
Total:	5	2	107
Secured, Considered good	0	0	0
Unsecured, Considered good	5	2	107
Doubtful	0	0	0

9 CURRENT TAX ASSETS (NET)

	As at March 31, 2018	As at March 31, 2017	As at April 31, 2016
Income Tax & TDS Refundable	908	908	908
Total:	908	908	908
Secured, Considered good	0	0	0
Unsecured, Considered good	908	908	908
Doubtful	0	0	0

10 EQUITY SHARE CAPITAL

	As at March 31, 2018	As at March 31, 2017	As at April 31, 2016
Authorised:			
30,00,00,000 Equity Shares of Rs.2/- each	600,000	600,000	600,000
Total:	600,000	600,000	600,000
Issued & Subscribed Capital			
16,03,57,200 Equity Shares of Rs.2/- each	320,714	320,714	320,714
Total:	320,714	320,714	320,714
Paid up Capital:			
15,35,35,800 Equity Shares of Rs.2/- each, fully paid	307,072	307,072	307,072
Total:	307,072	307,072	307,072

Additional Notes:

- a) Reconciliation of the number of shares outstanding as at March 31, 2018, March 31, 2017 and April 1, 2016:

	No. of Equity Shares	Amount
Balance as at April 1, 2016	153535800	307072
Movement during the year	0	0
Balance as at March 31, 2017	153535800	307072
Movement during the year	0	0
Balance as at March 31, 2018	153535800	307072

- b) Rights, preferences and restrictions attached to equity shares

The company has one class of equity shares having a face value of Rs.2/- each.

Each shareholder is eligible for one vote per share held.

- c) Details of shares in the Company held by each shareholder holding more than 5% of total shares.

(Formerly SHRI MATRE POWER AND INFRASTRUCTURE LIMITED & SHRI SHAKTI LPG LTD.)

Name of the Shareholder	% of Shareholding	No.of Shares
As at 31st March 2018		
1. NRI Prosperity Limited	13.50	20,725,500
2. D.V.Manohar	6.39	9,809,100
As at 31st March 2017		
1. NRI Prosperity Limited	13.50	20,725,500
2. Shri Shakti Cylinders Pvt. Ltd.	7.90	12,126,105
As at 1st April 2016		
1. NRI Prosperity Limited	13.50	20,725,500
2. Shri Shakti Cylinders Pvt. Ltd.	7.90	12,126,105

d) Bonus Shares

Equity shares allotted as fully paid bonus shares for the period of five years immediately preceding 31st March 2018 : NIL

11 OTHER EQUITY

	As at March 31, 2018	As at March 31, 2017	As at April 31, 2016
a) Capital Reserve:			
Per last Balance Sheet	10,232	10,232	10,232
b) Revaluation Reserve :			
Per last Balance Sheet	33,168	33,168	33,168
c) General Reserve:			
Opening Balance	22,481	22,481	22,481
d) Retained Earnings			
Opening Balance	(179,477)	(64,723)	(29,500)
Profit / (Loss) for the year	(13,243)	(114,754)	(35,223)
Closing Balance	(192,720)	(179,477)	(64,723)
Total:	-126,838	-113,596	1,158

(Formerly SHRI MATRE POWER AND INFRASTRUCTURE LIMITED & SHRI SHAKTI LPG LTD.)

12 OTHER FINANCIAL LIABILITIES

	As at March 31, 2018	As at March 31, 2017	As at April 31, 2016
Security Deposit from Dealers	-	-	2,158
Total:	0	0	2,158
Additional Notes:			
Secured	0	0	0
Unsecured	-	-	2,158

13 OTHER NON CURRENT LIABILITIES

	As at March 31, 2018	As at March 31, 2017	As at April 31, 2016
Advance received against sale of land	64,500	64,500	64,500
Total:	64,500	64,500	64,500
Additional Notes:			
Secured	0	0	0
Unsecured	64,500	64,500	64,500

14 TRADE PAYABLES

	As at March 31, 2018	As at March 31, 2017	As at April 31, 2016
Outstanding dues of Micro and Small Enterprises	0	0	0
Other than Micro and Small Enterprises	2,451	2,451	2,844
Total:	2,451	2,451	2,844

15 OTHER CURRENT LIABILITIES

	As at March 31, 2018	As at March 31, 2017	As at April 31, 2016
a) Other Payables	20,860	19,025	15,012
Total:	20,860	19,025	15,012

16 OTHER INCOME

	As at March 31, 2018	As at March 31, 2017
Interest received on Electricity deposit	20	24
Balance written back	780	-
Total:	800	24

(Formerly SHRI MATRE POWER AND INFRASTRUCTURE LIMITED & SHRI SHAKTI LPG LTD.)

17 EMPLOYEE BENEFIT EXPENSES

	Year ended March 31, 2018	Year ended March 31, 2017
Salaries & Wages	2,889	2,804
Contribution to Provident Fund & Other Funds: Provident Fund, EPS & EDLI	58	52
Staff Welfare Expenses	5	3
Total:	2,952	2,858

18 OTHER EXPENSES

	Year ended March 31, 2018	Year ended March 31, 2017
Insurance	0	34
Rates & Taxes	134	325
Payments to Auditors: As Auditors	60	60
For Taxation Matters	15	15
Sundries: Security Charges	266	521
Travelling Expenses	22	732
Advertisement & Publicity	34	35
Postage & Telephone	40	34
Printing & Stationery	11	10
Bank Charges & Commission	33	5
Legal & Professional Fees	526	825
Transport & Conveyance	74	71
Power and Fuel	461	412
Vat Paid	-	914
Repairs: Machinery	-	52
Others	2	3
Amounts Written off	-	30,526
Listing Fee- BSE & NSE	581	3,107
Reinstatement Fee	1,180	-
Office Maintenance	277	294
Directors Sitting fee	172	172
Shares Registrar expenses	85	77
AGM Expenses	299	365
Miscellaneous Expenses	157	456
Total:	4,429	39,045

ATTENDANCE SLIP

25th Annual General Meeting

SRI HAVISHA HOSPITALITY AND INFRASTRUCTURE LTD

(Formerly SHRI MATRE POWER AND INFRASTRUCTURE LIMITED & SHRI SHAKTI LPG LTD.)

CIN L40102TG1993PLC015988

Registered Office : Venus Plaza, Adjacent to Airport,

Begumpet, S.P. Road, Hyderabad - 500 016

Ph : 040-27902929/Fax : 040-27908989 ;

Email : info@shrishakti.com Website: <http://www.shrishakti.com//>

Date	Venue	Time
27 th September, 2018	Hari Hara Kala Bhavan, S.P. Road, Secunderabad	11.00 A.M

Name of the Shareholder	Folio/DP & Client ID No.	No.of shares

I Certify that I am a registered shareholder of the Company, holding above mentioned shares in the Company, and hereby record my presence at the 25th Annual General Meeting of the Company.

Member's/Proxy Signature

Note : Shareholder/Proxy holder wishing to attend the meeting must bring Admission Slip and handover the at the entrance duly signed.

25th Annual General Meeting

SRI HAVISHA HOSPITALITY AND INFRASTRUCTURE LTD

(Formerly SHRI MATRE POWER AND INFRASTRUCTURE LIMITED & SHRI SHAKTI LPG LTD.)

CIN L40102TG1993PLC015988

PROXY FORM

Registered Office : Venus Plaza, Adjacent to Airport, Begumpet, Hyderabad - 500 016

Phone : 040-27902929 / Fax : 040-27908989 ; Email : info@shrishakti.com ;

Website: <http://www.shrishakti.com//>

FORM NO. MGT - 11

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

Name of the Member (s)

Email id :

Registered Address

Folio No/Client id

DP ID*

I/We being the Member (s) of _____ shares of M/s Sri Havisha Hospitality and Infrastructure Ltd, hereby appoint :

1).....of.....having e-mail id.....or failing him/her

2).....of.....having e-mail id.....or failing him/her

3).....of.....having e-mail id.....or failing him/her

and whose signatures are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 25th Annual General Meeting of the Company, to be held on Thursday, 27th September 2018 at 11.00 A.M. at Hari Hara Kala Bhavan, S.P. Road, Secunderabad and at any adjournment thereof in respect of such resolutions as are indicated below :

S.No	Resolutions	For	Against
	ORDINARY BUSINESS		
1.	To receive, consider and adopt the financial statements of the Company for the year ended 31st March 2018 including Audited Balance Sheet as at 31 st March 2018 and Statement of Profit and Loss Account for the year ended on that date and the reports of the Auditors' and Directors' thereon.		
2.	To appoint a Director in place of Ms. Deekshita Dontamsetti (DIN 06941753), Woman Director (Non-Independent), who retires by rotation and being eligible, offers herself for re-appointment.		

Signed this.....day of.....2018

Signature of Shareholder

Signature of Proxy holder(s)

Note :

The Proxy need not be a member of the Company.

The proxy form duly signed across Revenue Stamp should reach the Company's Registered Office atleast 48 hours before the time of the meeting.

Intentionally Kept Blank

PRINTED MATTER

If Undelivered, please return to :

SRI HAVISHA HOSPITALITY AND INFRASTRUCTURE LIMITED
(Formerly SHRI MATRE POWER & INFRASTRUCTURE LTD. and SHRI SHAKTI LPG LIMITED)

Venus Plaza,
Adjacent to Old Airport,
Begumpet, S.P. Road,
Hyderabad - 500 016 Telangana
INDIA