

# Milaap Kumar and Associates

Chartered Accountants

B-001, Santosh CHS Limited, Premnagar, Borivali west, Mumbai - 400092

Email: camilaapjain@gmail.com

## INDEPENDENT AUDITOR'S REPORT

To the Members of

**NEPTUNE FARMING PRIVATE LIMITED**

**Report on the Audit of the Ind AS Standalone Financial Statements**

### **Opinion**

We have audited the Ind AS standalone financial statements of **NEPTUNE FARMING PRIVATE LIMITED** ("the Company"), which comprise the Balance Sheet as at 31<sup>st</sup> March 2019, the Statement of Profit and Loss, including the Statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, Notes to the financial statements and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Ind AS, of the state of affairs of the Company as at 31<sup>st</sup> March 2019, loss (financial performance including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

### **Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the *Code of Ethics* issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Ind AS financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Responsibility of Management for Standalone Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Ind AS financial statements that give a true and fair view of the state of affairs (financial position), loss (financial performance including other comprehensive income), cash flows and changes in





equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

### **Auditor's Responsibilities for the Audit of the Ind AS Financial Statements**

Our objectives are to obtain reasonable assurance about whether the Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Ind AS financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of





accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

#### **Report on Other Legal and Regulatory Requirements**

As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure, a Statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

As required by section 197(16) of the Act, in our opinion and to the best of our information and according to the explanations given to us, the Company has not paid any remuneration to its directors.

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

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.

- (a) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- (b) The Balance Sheet, the Statement of Profit and Loss, the Cash Flow Statement and the Statement of Changes in Equity dealt with by this report are in agreement with the books of account.
- (c) In our opinion, the aforesaid Ind AS standalone financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (d) On the basis of the written representations received from the directors as on 31<sup>st</sup> March, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2019 from being appointed as a director in terms of





Section 164 (2) of the Act.

- (e) 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".
- (f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position.
  - ii. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.
  - iii. There has been no delay in transferring amounts, required to be transferred to the Investor Education and Protection Fund by the Company.

For Milaap Kumar and Associates  
Chartered Accountants  
Firm Registration No.: 145444W

*Milaap H Jain*

Milaap Kumar Jain

Proprietor

Membership No.: 064786



Place: Mumbai

Date: 21<sup>st</sup> May 2019



## ANNEXURE 'A' TO THE INDEPENDENT AUDITORS' REPORT

Statement referred to in paragraph 1 of Report on Other Legal & Regulatory Requirements of our Report of even date on the financial statements of NEPTUNE FARMING PRIVATE LIMITED for the year ended 31<sup>st</sup> March 2019.

- i.
  - a) The company is maintaining proper records showing full particulars including quantitative details and situation of fixed asset.
  - b) The fixed assets were physically verified during the year by the Management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of fixed assets at reasonable intervals. According to the information and explanation given to us, no material discrepancies were noticed on such verification.
  - c) The title deeds of immovable properties are held in the name of the Company.
- ii. There is no inventory, hence this clause of physical verification is not applicable.
- iii. The Company has not granted any loans, secured or unsecured, to companies, firms, limited liability partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013, hence this clause is not applicable.
- iv. The Company has not entered into any transaction related to loans, investments, guarantees and security under provisions of section 185 and 186 of the Companies Act, 2013, hence this clause is not applicable.
- v. The Company has not accepted any deposits, hence the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under are not applicable.
- vi. Maintenance of cost records is not applicable to the Company.
- vii.
  - a) The Company is generally regular in depositing undisputed statutory dues as are applicable to the Company such as Income Tax and other statutory dues with the appropriate authorities.
  - b) There are no disputes pending regarding any statutory dues with any forum and hence this clause of depositing dues is not applicable.
- viii. The Company has not taken any loan or borrowing from any financial institution, bank, Government or debenture holders, hence the clause of default in repayment of dues to the said parties is not applicable.





- ix. The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Hence the clause about the application of the moneys is not applicable.
- x. Based on the audit procedure performed and information and explanation given to us by the management, no fraud by or on the Company by its officers or employees has been noticed or reported during the year
- xi. Payment of managerial remuneration under the provisions of section 197 read with Schedule V to the Companies Act, 2013 is not applicable to this Company, and hence this clause is not applicable.
- xii. The Company is not a Nidhi Company and accordingly this clause is not applicable to the Company.
- xiii. Based on the audit procedure performed and information and explanation given to us by the management, all transactions with the related parties are in compliance with sections 177 and 188 of the Companies Act, 2013, where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards.
- xiv. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year and hence the requirement of section 42 of the Companies Act, 2013 is not applicable.
- xv. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with directors or persons connected with him under the provisions of section 192 of the Companies Act, 2013.
- xvi. According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934 and accordingly this clause is not applicable.

For Milaap Kumar & Associates  
Chartered Accountants  
Firm Registration No.: 145444W

*Milaap H Jain*

Milaap Kumar Jain  
Proprietor  
Membership No.: 064786



Place: Mumbai  
Date: 21<sup>st</sup> May 2019



## **ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT**

**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") referred to in paragraph 2(e) of Report on Other Legal & Regulatory Requirements of our Report of even date on the financial statements of NEPTUNE FARMING PRIVATE LIMITED for the year ended 31<sup>st</sup> March 2019.**

We have audited the internal financial controls over financial reporting of **NEPTUNE FARMING PRIVATE LIMITED** as of 31st March 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

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

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

### **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 Standards on Auditing, to the extent applicable to an audit of internal financial controls and the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note"), both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the 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 unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

### **Inherent Limitations of Internal Financial Controls over Financial Reporting**

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

### **Opinion**

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

For Milaap Kumar & Associates  
Chartered Accountants  
Firm Registration No.: 145444W

*Milaap H Jain*

Milaap Kumar Jain  
Proprietor  
Membership No.: 064786



Place: Mumbai  
Date: 21<sup>st</sup> May 2019



**NEPTUNE FARMING PRIVATE LIMITED****CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2019****(Rs. in Thousands)**

Particulars	For the Year Ended 31.03.19		For the Year Ended 31.03.18	
<b>A CASH FLOW FROM OPERATING ACTIVITIES</b>				
Net Profit Before Tax		(11.28)		(13.85)
Operating Profit Before Working Capital Changes		(11.28)		(13.85)
Adjustment For :-				
(Decrease) / Increase In Other Current Financial Liability	1.55	1.55	0.93	0.93
Cash Generated From Operation		(9.73)		(12.92)
<b>B CASH FLOW FROM INVESTING ACTIVITIES</b>				
Net Cash From Investing Activities		-		-
<b>C CASH FLOW FROM FINANCING ACTIVITIES</b>				
Increase/(Decrease) In Share Capital	-		120.00	
Increase/(Decrease) In Unsecured Loan	-		(32.50)	
Net Cash From Financing Activities		-		87.50
Net Change In Cash And Cash Equivalents (A+B+C)		(9.73)		74.58
Cash And Cash Equivalents - Opening Balance		86.84		12.27
Cash And Cash Equivalents - Closing Balance		<b>77.12</b>		<b>86.84</b>

The accompanying notes 1 to 14 form an integral part of the Financial Statements.

AS PER OUR REPORT OF EVEN DATE.  
FOR MILAAP KUMAR AND ASSOCIATES  
CHARTERED ACCOUNTANTS  
FIRM REGISTRATION NO 145444W

*Milaap H Jain*

MILAAP KUMAR JAIN  
Proprietor  
Membership No. 064786  
PLACE : MUMBAI  
DATED : 21st May, 2019



FOR AND ON BEHALF OF THE BOARD OF  
DIRECTORS

*Ashish*  
Ashish Ranka  
Director  
DIN : 07728260



*Arun Pawar*  
Arun Pawar  
Director  
DIN : 03131321



**NEPTUNE FARMING PRIVATE LIMITED**

Balance Sheet as at 31st March, 2019

(Rs. in Thousands)

Particulars		Note No.	As at 31st March, 2019	As at 31st March, 2018
<b>I. ASSETS</b>				
1 <b>Non-current assets</b>				
(a) Property, Plant & Equipment		4	5,617.93	5,617.93
2 <b>Current assets</b>				
(a) Financial Assets				
(i) Cash and cash equivalents		5	77.12	86.84
<b>TOTAL</b>			<b>5,695.04</b>	<b>5,704.77</b>
<b>II. EQUITY AND LIABILITIES</b>				
1 <b>Equity</b>				
(a) Equity Share Capital		6	500.00	500.00
(b) Other Equity		7	5,187.96	5,199.24
2 <b>Current Liabilities</b>				
(a) Financial Liabilities				
(i) Other financial liabilities		8	7.08	5.53
<b>TOTAL</b>			<b>5,695.04</b>	<b>5,704.77</b>

The accompanying notes 1 to 14 form an integral part of the Financial Statements.

AS PER OUR REPORT OF EVEN DATE.  
FOR MILAAP KUMAR AND ASSOCIATES  
CHARTERED ACCOUNTANTS  
FIRM REGISTRATION NO 145444W

FOR AND ON BEHALF OF THE BOARD OF  
DIRECTORS

*Milap H Jain*

MILAAP KUMAR JAIN  
Proprietor  
Membership No. 064786  
PLACE : MUMBAI  
DATED : 21st May, 2019



*Ashish*

Ashish Ranka  
Director  
DIN : 07728260



*Arun Pawar*

Arun Pawar  
Director  
DIN : 03131321



**NEPTUNE FARMING PRIVATE LIMITED**

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

(Rs. in Thousands)

Particulars		Note No.	For the Year Ended 31st March, 2019	For the Year Ended 31st March, 2018
I.	Revenue from operations		-	-
II.	<b>Expenses:</b>			
	Finance costs	9	-	3.75
	Other expenses	10	11.28	10.10
	Total expenses		11.28	13.85
III.	<b>Profit (Loss) before tax (I - II)</b>		(11.28)	(13.85)
IV.	<b>Tax expense:</b>		-	-
V.	<b>Profit (Loss) for the period (III - IV)</b>		(11.28)	(13.85)
VI.	<b>Earnings per equity share</b>	11		
	Basic & Diluted		(0.23)	(0.36)

The accompanying notes 1 to 14 form an integral part of the Financial Statements.

AS PER OUR REPORT OF EVEN DATE.  
FOR MILAAP KUMAR AND ASSOCIATES  
CHARTERED ACCOUNTANTS  
FIRM REGISTRATION NO 145444W

*Milaap H Jain*

MILAAP KUMAR JAIN  
Proprietor  
Membership No. 064786  
PLACE : MUMBAI



FOR AND ON BEHALF OF THE BOARD OF  
DIRECTORS



*Ashish*  
Ashish Ranka  
Director  
DIN : 07728260

*Arun Pawar*  
Arun Pawar  
Director  
DIN : 03131321



**NEPTUNE FARMING PRIVATE LIMITED**

Statement of Changes in Equity for the year ended 31st March 2019

**A Equity Share Capital**

(Rs. in Thousands)

Balance as at 1st April, 2017	Changes in equity share capital during the period	Balance as at 31st March, 2018
380.00	120.00	500.00

Balance as at 1st April, 2018	Changes in equity share capital during the period	Balance as at 31st March, 2019
500.00	-	500.00

**B Other Equity**

(Rs. in Thousands)

Particulars	Reserve & Surplus		Total Equity
	Security Premium	Retain Earnings	
Balance as at 1st April, 2017	5,320.00	(106.91)	5,213.09
Profit/(loss) for the year	-	(13.85)	(13.85)
Other comprehensive income/(loss) for the year	-	-	-
Total comprehensive income/(loss) for the year	-	(13.85)	(13.85)
Transfer to Reserves	-	-	-
Balance as at 31st March, 2018	5,320.00	(120.76)	5,199.24
Balance as at 1st April, 2018	5,320.00	(120.76)	5,199.24
Profit/(loss) for the year	-	(11.28)	(11.28)
Other comprehensive income/(loss) for the year	-	-	-
Total comprehensive income/(loss) for the year	-	(11.28)	(11.28)
Transfer to Reserves	-	-	-
Balance as at 31st March, 2019	5,320.00	(132.04)	5,187.96

The accompanying notes 1 to 14 form an integral part of the Financial Statements.

AS PER OUR REPORT OF EVEN DATE.  
FOR MILAAP KUMAR AND ASSOCIATES  
CHARTERED ACCOUNTANTS  
FIRM REGISTRATION NO 145444W

*Milaap H Jain*

MILAAP KUMAR JAIN  
Proprietor  
Membership No. 064786  
PLACE : MUMBAI  
DATED : 21st May, 2019



FOR AND ON BEHALF OF THE BOARD OF  
DIRECTORS

*Ashish*  
Ashish Ranka  
Director  
DIN : 07728260



*Arun Pawar*  
Arun Pawar  
Director  
DIN : 03131321



# **NEPTUNE FARMING PRIVATE LIMITED**

## **1 Company Overview**

Neptune Farming Private Limited was incorporated under the Companies Act, 1956 with the objective to carry on the business of all types of trees and plants as a farm forestry or otherwise for commercial, domestic, industrial and other purposes and to carry on the business as agriculturists, horticulturists, nursery owners, forest owners by cultivation and farming on land, water or in special chambers and to plant, grow, cultivate, produce, raise, develop, purchase, sell, import, export, protect, store, commercialize or to deal in or turn to account or dispose of any kind of crops, grains, oilseeds, leaves, grass, timbers, fruits, vegetables and other produce and products, by-products, waste, residues. Geecee Fincap Limited (Formerly known as GCIL Finance Limited) hold 99.97% of the paid up capital of NEPTUNE Farming Private Limited.

## **2 Basis of preparation of Financial Statements**

### **A Basis of preparation and compliance with Ind AS**

- i) These financial statements have been prepared in accordance with Indian Accounting Standards (referred to as "Ind AS") as prescribed under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules as amended from time to time. These financial statements were approved for issue by the Board of Directors on May 21, 2019.

### **B Basis of measurement**

The Ind AS Financial Statements have been prepared on a going concern basis using historical cost convention and on an accrual method of accounting, except stated otherwise.

### **C Functional and presentation currency**

These Ind AS Financial Statements are prepared in Indian Rupee which is the Company's functional currency. All financial information presented in Rupees has been rounded to the nearest crores with two decimals.

## **3 Significant Accounting Policies**

### **A Property, Plant and Equipment (PPE)**

#### **Recognition and initial measurement**

Property, plant and equipment are stated at cost less accumulated depreciation / amortisation and impairment losses, if any.

Cost comprises the purchase price and any attributable / allocable cost of bringing the asset to its working condition for its intended use. The cost also includes direct cost and other related incidental expenses. Revenue earned, if any, during trial run of assets is adjusted against cost of the assets. Cost also includes the cost of replacing part of the plant and equipment.

#### **Subsequent measurement (depreciation and useful lives)**

When significant components of property and equipment are required to be replaced at intervals, recognition is made for such replacement of components as individual assets with specific useful life and depreciation, if these components are initially recognised as separate asset. All other repair and maintenance costs are recognised in the statement of profit and loss as incurred.

Depreciation is provided from the date the assets are ready to be put to use, on straight line method as per the useful life of the assets as prescribed under Part C of Schedule II of the Companies Act, 2013.





## **De-recognition**

PPE are derecognised either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in the statement of profit and loss in the period of de-recognition.

## **B Financial Instruments**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

### **I) Financial assets**

#### **Initial measurement**

Financial assets are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets (other than financial assets at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset.

#### **Subsequent measurement**

##### **(i) Financial assets at amortised cost**

Financial assets are measured at the amortised cost, if both of the following criteria are met:

- a) These assets are held within a business model whose objective is to hold assets for collecting contractual cash flows; and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the EIR method. The EIR amortisation is included in other income in the statement of profit and loss. The losses arising from impairment are recognised in the statement of profit and loss.

##### **(ii) Financial assets at fair value through other comprehensive income (FVTOCI)**

Financial assets are classified as FVTOCI if both of the following criteria are met::

- a) These assets are held within a business model whose objective is achieved both by collecting contractual cash flows and selling the financial assets; and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

Fair value movements are recognised in the other comprehensive income (OCI). On de-recognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to the statement of profit and loss.

##### **(iii) Financial assets at fair value through profit or loss (FVTPL)**

Any financial assets, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, are classified as at FVTPL. Gain or losses are recognised in the statement of profit and loss.

## **De-recognition**

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for de-recognition.





## **Impairment of financial**

The Company follows 'simplified approach' for recognition of impairment loss allowance on Trade receivables. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime Expected Credit Loss (ECL) at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the Company reverts to recognizing impairment loss allowance based on 12-month ECL. Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e. all cash shortfalls), discounted at the original EIR.

## **II) Financial liabilities**

### **Initial measurement**

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings or payables, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

### **Subsequent measurement**

Financial liabilities that are not carried at fair value through profit or loss such as Interest-bearing loans, borrowings, trade and other payables are subsequently measured at amortized cost using the EIR method. For trade and other payables maturing within operating cycle, the carrying amounts approximate the fair value due to the short maturity of these instruments.

### **De-recognition**

A financial liability (or a part of a financial liability) is derecognised from the Company's balance sheet when the obligation specified in the contract is discharged or cancelled or expires.

### **Loan and borrowings**

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

**Level 1** - Quoted (unadjusted) market prices in active markets for identical assets or liabilities

**Level 2** - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

**Level 3** - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable





#### **D Provision for liabilities and charges, Contingent liabilities and contingent assets**

Provisions represent liabilities to the Company for which the amount or timing is uncertain. Provisions are recognized when the Company has a present obligation (legal or constructive), as a result of past events, and it is probable that an outflow of resources, that can be reliably estimated, will be required to settle such an obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows to net present value using an appropriate pre-tax discount rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. Unwinding of the discount is recognized in the statement of profit and loss as a finance cost. Provisions are reviewed at each reporting date and are adjusted to reflect the current best estimate.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably may not, require an outflow of resources. A contingent liability also arises in extreme cases where there is a probable liability that cannot be recognised because it cannot be measured reliably.

Contingent assets are not recognised but disclosed in the financial statements when an inflow of economic benefits is probable.

#### **E Earnings per share**

Basic earnings per share is calculated by dividing the net profit / (loss) for the year attributable to equity shareholders (after deducting preference dividends and attributable taxes) by weighted average number of equity shares outstanding during the year. For the purpose of calculating diluted earnings per share, the net profit / (loss) for the year attributable to equity shareholders and the weighted average numbers of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

#### **F Impairment of non-financial assets**

An entity assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

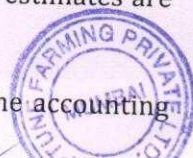
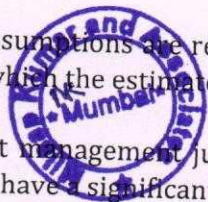
In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted market prices or other available fair value indicators.

#### **G Use of Estimates and Judgments**

The preparation of the financial statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income, expenses and disclosures of contingent assets and liabilities at the date of these financial statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates under different assumptions and conditions.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

The following are significant management judgements, estimates and assumptions in applying the accounting policies of the Company that have a significant effect on the financial statements.





### a) Classification of property

The Company determines whether a property is classified as investment property or as inventory:

- i) Investment property comprises land and buildings that are not occupied for use by, or in the operations of, the Company, nor for sale in the ordinary course of business, but are held primarily to earn rental income and capital appreciation. These buildings are rented to tenants and are not intended to be sold in the ordinary course of business.
- ii) Inventory comprises property that is held for sale in the ordinary course of business. Principally these are properties that the Company develops and intends to sell before or on completion of construction.

### b) Classification of assets and liabilities into current and non-current

The management classifies the assets and liabilities into current and non-current categories based on the operating cycle of the respective business / projects.

### c) Impairment of assets

In assessing impairment, management estimates the recoverable amounts of each asset or CGU (in case of non-financial assets) based on expected future cash flows and uses an estimated interest rate to discount them. Estimation relates to assumptions about future cash flows and the determination of a suitable discount rate.

## H Segmental Information

Based on the "management approach" as defined in Ind AS 108 – Operating Segments, the Chief Operating Decision Maker has identified a single reportable segment i.e. agricultural & allied activities, for the evaluation of company's performance. Further, the Company operates in a single geographical segment, i.e. domestic.

## I Financial Instruments –Fair Values and Risk Management

### I Accounting Classification

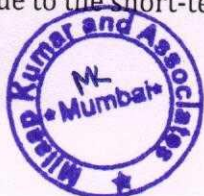
The carrying value of financial instruments by categories as at 31st March 2019 is as follows:

(Rs. in Thousands)				
Particulars	Amortised cost	Financial assets/liabilities fair value through profit or loss	Financial assets/liabilities fair value through OCI	Total fair value
<b>Financial Assets</b>				
Cash and cash equivalents	77.12	-	-	77.12
<b>Financial Liabilities</b>				
Other financial liabilities	7.08	-	-	7.08

The carrying value of financial instruments by categories as at 31st March 2018 is as follows:

(Rs. in Thousands)				
Particulars	Amortised cost	Financial assets/liabilities fair value through profit or loss	Financial assets/liabilities fair value through OCI	Total fair value
<b>Financial Assets</b>				
Cash and cash equivalents	86.84	-	-	86.84
<b>Financial Liabilities</b>				
Other financial liabilities	5.53	-	-	5.53

The fair value of cash and cash equivalents, borrowings and other financial liabilities approximate their carrying amount largely due to the short-term nature of these instruments.





## II Fair Value Hierarchy

**Level 1** - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

**Level 2** - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

**Level 3** - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

The fair value hierarchy of assets and liabilities as at March 31, 2019 was as follows :

Particulars	As at 31 <sup>st</sup> March, 2019	(Rs. in Thousands)		
		Fair value measurement at end of the reporting period/year using		
		Level 1	Level 2	Level 3
<b>Financial Assets</b>				
Cash and cash equivalents	77.12	-	77.12	-
<b>Financial Liabilities</b>				
Other financial liabilities	7.08	-	-	7.08

The fair value hierarchy of assets and liabilities as at March 31, 2018 was as follows :

Particulars	As at 31 <sup>st</sup> March, 2018	(Rs. in Thousands)		
		Fair value measurement at end of the reporting period/year using		
		Level 1	Level 2	Level 3
<b>Financial Assets</b>				
Cash and cash equivalents	86.84	-	86.84	-
<b>Financial Liabilities</b>				
Other financial liabilities	5.53	-	-	5.53

## III Financial Risk Management

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The board of directors are responsible for developing and monitoring the Company's risk management policies. The committee reports regularly to the board of directors on its activities.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

### i) Credit risk

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. The exposure to the credit risk at the reporting date is almost negligible as company does not have any dues receivables from customers nor does have investment in various instruments.

### ii) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset.

The Company's principal sources of liquidity are cash and cash equivalents. The Company has no outstanding borrowings. The Company believes that the working capital is sufficient to meet its current requirements.

As at March 31, 2019, the Company had a cash and cash equivalents of Rs 77.12 Thousands. As at March 31, 2018, the Company had a cash and cash equivalents of Rs 86.84 Thousands.



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### Exposure to liquidity risk

The details regarding the contractual maturities of significant financial liabilities as at March 31, 2019 are as

(Rs. in Thousands)

Particulars	Less than 1 Year	1-2 Years	2-4 Years	Total
Other Financial Liabilities	7.08	-	-	7.08

The details regarding the contractual maturities of significant financial liabilities as at March 31, 2018 are as

(Rs. in Thousands)

Particulars	Less than 1 Year	1-2 Years	2-4 Years	Total
Other Financial Liabilities	5.53	-	-	5.53

### iii) Market risk

Market risk is the risk that changes in market prices – such as interest rates and commodity prices– will affect the Company's income or the value of its holdings of financial instruments. Market risk is attributable to all market risk sensitive financial instruments including payables and debt. We are not exposed to market risk primarily related interest rate risk and the market value of certain commodities. Thus, our exposure to market risk is not material.





**NEPTUNE FARMING PRIVATE LIMITED.**

**4 Non Current Assets - Property, Plant & Equipment**

(Rs. in Thousands)									
	Particulars	Gross Block			Accumulated Depreciation			Net Block	
		Balance as at 1st April 2018	Additions/ (Disposals)	Balance as at 31st March 2019	Balance as at 1st April 2018	Depreciation charge for the year	Balance as at 31st March 2019	Balance as at 1st April 2018	Balance as at 31st March 2019
I  a	Tangible Assets								
	Land	5,617.93	-	5,617.93	-	-	-	5,617.93	5,617.93
	(Previous Year)	5,617.93	-	5,617.93	-	-	-	5,617.93	5,617.93
	Total	5,617.93	-	5,617.93	-	-	-	5,617.93	5,617.93
	Total-Previous Year	5,617.93	-	5,617.93	-	-	-	5,617.93	5,617.93



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**NEPTUNE FARMING PRIVATE LIMITED****NOTES TO FINANCIAL STATEMENTS****5 Current Assets - Cash and Cash Equivalents****(Rs. in Thousands)**

<u>Particulars</u>	<b>As at 31st March 2019</b>	<b>As at 31st March 2018</b>
<b>Cash and Cash Equivalents</b>		
a. Balances with banks in Current Account	76.22	84.35
b. Cash in hand	0.90	2.50
<b>Total</b>	<b>77.12</b>	<b>86.84</b>

**6 Shareholder's Funds - Share Capital****(Rs. in Thousands)**

<u>Particulars</u>	<b>As at 31st March 2019</b>	<b>As at 31st March 2018</b>
<b>Authorised Share Capital</b>		
50000 equity shares of Rs 10 each	500.00	500.00
<b>Issued, Subscribed &amp; Paid up Share Capital</b>		
50000 equity Shares of Rs. 10 each fully paid up	500.00	380.00
Add: Right Issue of 12000 shares fully paid up	-	120.00
<b>Total</b>	<b>500.00</b>	<b>500.00</b>

**Rights of Equity Shareholders**

The Company has only one class of Equity Shares having par value of Rs.10. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holder of equity shares will be entitled to receive any of the remaining assets of the company, after distribution of all preferential amount.

**Disclosure for each class of Shares**

<u>Particulars</u>	<b>As at 31st March 2019</b>		<b>As at 31st March 2018</b>	
	<b>Equity Shares</b>		<b>Equity Shares</b>	
	<b>Number</b>	<b>Rs. in '000</b>	<b>Number</b>	<b>Rs. in '000</b>
Shares outstanding at the beginning of the year	50,000	5,00,000	38,000	3,80,000
Shares issued during the year	-	-	12,000	1,20,000
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	50,000	5,00,000	50,000	5,00,000

Out of 50,000 Equity Shares, 49,986 Equity Shares i.e... 99.97% Shares are held by the holding company Geecee Fincap Limited (Formerly known as GCIL Finance Ltd.)



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## More than 5% Shareholding

<u>Name of Shareholder</u>	As at 31st March 2019		As at 31st March 2018	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Geecee Fincap Limited (Formerly known as GCIL Finance Limited)	49,986	99.97%	49,986	99.97%

## 7 Shareholder's Funds - Other Equity

<u>Particulars</u>	(Rs. in Thousands)	
	As at 31st March 2019	As at 31st March 2018
<b>Securities Premium Account</b>		
Opening Balance	5,320.00	5,320.00
Closing Balance	<b>5,320.00</b>	<b>5,320.00</b>
<b>Surplus</b>		
Opening balance	(120.76)	(106.91)
(+) Net Profit/(Net Loss) For the current year	(11.28)	(13.85)
Closing Balance	<b>(132.04)</b>	<b>(120.76)</b>
<b>Total</b>	<b>5,187.96</b>	<b>5,199.24</b>

## 8 Current Liabilities-Other Financial Liabilities

<u>Particulars</u>	(Rs. in Thousands)	
	As at 31st March 2019	As at 31st March 2018
Audit Fees Payable	7.08	4.72
Geecee Ventures Limited	-	0.81
<b>Total</b>	<b>7.08</b>	<b>5.53</b>





## 9 Finance Cost

(Rs. in Thousands)		
Particulars	For the Year Ended 31st March 2019	For the Year Ended 31st March 2018
Interest Paid	-	3.75
<b>Total</b>	<b>-</b>	<b>3.75</b>

## 10 Other Expenses

(Rs. in Thousands)		
Particulars	For the Year Ended 31st March 2019	For the Year Ended 31st March 2018
Audit Fees*	7.08	4.72
Filing Fees	1.60	2.83
Post & Telegraph	-	0.05
Miscellaneous Expenses	0.10	-
Professional Tax	2.50	2.50
<b>Total</b>	<b>11.28</b>	<b>10.10</b>

### \*Audit Fees

(Rs. in Thousands)		
Particulars	For the Year Ended 31st March 2019	For the Year Ended 31st March 2018
Statutory Audit Fees	7.00	4.72
<b>Total</b>	<b>7.00</b>	<b>4.72</b>

## 11 Earnings per share (EPS)

Particulars	For the Year Ended 31st March 2019	For the Year Ended 31st March 2018
Net profit/(loss) after tax for the year (Rs.)	(11.28)	(13.85)
Weighted number of ordinary shares for basic EPS	50,000	38,329
Nominal value of ordinary share (in Rs. per share)	10	10
Basic and Diluted earnings for ordinary shares (in Rs. per share)	(0.23)	(0.36)



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## 12 RELATED PARTY DISCLOSURES

### Related Parties & their relationship

#### I) Ultimate Holding Company

Geecee Ventures Limited

#### II) Holding Company

Geecee Fincap Limited

#### III) Fellow Subsidiaries

Oldview Agriculture Private Limited

Retold Farming Private Limited

#### IV) Key Managerial Personnel

Gaurav Shyamsukha (Director)

Ashish Ranka (Director)

A K Pawar (Director)

### Transactions with related parties

(Rs. in Thousands)

Transacting Related Party	Relationship between the Parties	Nature of Transactions	For the Year Ended 31st March, 2019	For the Year Ended 31st March, 2018
Geecee Fincap Limited	Holding Company	Unsecured Borrowings	-	12.50
Geecee Fincap Limited	Holding Company	Repayment of Borrowings	-	45.00
Geecee Fincap Limited	Holding Company	Reimbursement	2.50	-
Geecee Fincap Limited	Holding Company	Interest Paid	-	3.75
Geecee Ventures Limited	Ultimate Holding Company	Other payables at the year end	-	0.81
Geecee Ventures Limited	Ultimate Holding Company	Reimbursement	0.91	1.62

Note:- Related Parties relationship has been identified by the Management & relied upon by the Auditors.

## 13 INFORMATION RELATING TO MICRO AND SMALL ENTERPRISES:

S.No.	Particulars	As at 31st March, 2019	As at 31st March, 2018
I	The Principal amount and Interest due thereon remaining unpaid to any supplier at the end of the accounting year.	-	-
II	The amount of interest paid by the buyer in terms of Section 16 of the Micro, Small and Medium Enterprises Development (MSMED) Act, 2006 along with the amount of the payment made to the supplier beyond the appointed day during the year.	-	-
III	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act.	-	-
IV	The amount of interest accrued and remaining unpaid at the end of the accounting year.	-	-
V	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest due on above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act, 2006	-	-

The above particulars, as applicable, have been given in respect of MSEs to the extent they could be identified on the basis of the information available with the Company.





14 **OTHER NOTES :**

- I In our opinion, all current assets appearing in the Balance Sheet as at March 31, 2019 have a value on realisation in the ordinary course of the Company's business at least equal to the amount at which they are stated in the Balance Sheet.
- II Previous year figures have been regrouped, re-arranged and re-classified wherever necessary to conform to current year's classification.

**AS PER OUR REPORT OF EVEN DATE.  
FOR MILAAP KUMAR & ASSOCIATES  
CHARTERED ACCOUNTANTS  
FIRM REGISTRATION NO 145444W**

*Milaap H Jain*

**MILAAP KUMAR JAIN  
Proprietor  
Membership No. 064786  
PLACE : MUMBAI  
DATED : 21st May, 2019**



**FOR AND ON BEHALF OF THE BOARD OF  
DIRECTORS**

*Ashish*

**Ashish Ranka  
Director  
DIN : 07728260**



*Arun Pawar*  
**Arun Pawar  
Director  
DIN : 03131321**