



**41ST
ANNUAL REPORT 2016-17**



VENKY'S (INDIA) LIMITED



**Padmashree Late Dr. B.V. Rao
(1935-1996)**

"All our plans and programmes should be aimed at ensuring that the small farmer continues to remain in the industry and prosper."

"Under the Indian conditions, the small farmer is the backbone and the kingpin of our industry and he will continue to be so far all time to come."

"VH Group has earned this leadership position because of our extraordinary high standards in quality, service and absolute integrity."

"Technologically Indian poultry can match the world's best. Our productivity levels both in layer and broiler segments are second to none. Yet we also feel small, for there is so much to be done and so much more that can be done."

"Every successful organisation needs a clear commitment to excel in a chosen field; and this commitment will hold up over the years only by staying true to an original vision even in the worst of times."

"The process of economic liberalisation will help this industry to expand rapidly. There are no longer any artificial barriers between us and modern technology."

"To succeed in any business one must have a firm commitment and an affinity for the business – more so in the poultry business. Making money, though welcome, should not be the sole criteria."

Padmashree Dr. B. V. Rao



A Message From The Chairperson

Dear Shareholders,

I have great pleasure in presenting to you a review of the overall performance of Venky's (India) Limited for the financial year ended 31st March, 2017 and the present status of the poultry industry in India .

Venky's has registered an improved performance in sales turnover and profitability for the financial year 2016-17 as compared to the previous year. Sales turnover has shown an increase of 16.40% at Rs.2,47,558 lacs, and the profit before tax has shown an increase of 281% at Rs.20,590 lacs. Better realizations for the poultry and poultry products segment helped the segment to register the improved performance as compared to the previous year. The performance of the oilseed segment was also better as compared to the previous year due to higher capacity utilization and better realizations. The animal health products segment also registered satisfactory performance.

After completion of expansion of production capacities in all the three segments of the Company, the investments made in earlier years have translated into higher and sustainable growth.

The demand-supply scenario for poultry products is at a satisfactory level. This is expected to continue, in view of the anticipated growth in economy. With the projected normal monsoon and early signs of growth in economy, poultry industry's growth is likely to be stable in the current year as well.

We at Venky's remain optimistic that our planned initiatives in the form of increasing production capacities at regular intervals would enable the Company to achieve steady progress and will ultimately increase wealth for our shareholders over the coming years.

I wish you and your families all the best.

Anuradha J. Desai
Chairperson



BOARD OF DIRECTORS

Mrs. Anuradha J. Desai	(DIN : 00012212)	—	Chairperson
Mr. B. Venkatesh Rao	(DIN : 00013614)	—	Vice Chairman
Mr. B. Balaji Rao	(DIN : 00013551)	—	Managing Director
Mr. Jitendra M. Desai	(DIN : 00013533)	—	Director
Lt. Col. Ashok Mahajan (Retd.)	(DIN : 00017150)	—	Independent Director
Col. Surinder Kumar (Retd.)	(DIN : 05202620)	—	Independent Director
Brig. Rajeshwar Singh Rathore (Retd.)	(DIN : 00992251)	—	Independent Director
Brig. Amrit Kapur (Retd.)	(DIN : 06778401)	—	Independent Director

AUDIT COMMITTEE

Lt. Col. Ashok Mahajan (Retd.)	—	Chairman
Mr. Jitendra M. Desai	—	Member
Col. Surinder Kumar (Retd.)	—	Member
Brig. Rajeshwar Singh Rathore (Retd.)	—	Member
Brig. Amrit Kapur (Retd.)	—	Member

STAKEHOLDERS RELATIONSHIP COMMITTEE

Mrs. Anuradha J. Desai	—	Chairperson
Mr. B. Venkatesh Rao	—	Member
Mr. Jitendra M. Desai	—	Member

NOMINATION AND REMUNERATION COMMITTEE

Mrs. Anuradha J. Desai	—	Chairperson
Lt. Col. Ashok Mahajan (Retd.)	—	Member
Col. Surinder Kumar (Retd.)	—	Member

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Mr. B. Venkatesh Rao	—	Chairman
Mr. Jitendra M. Desai	—	Member
Col. Surinder Kumar (Retd.)	—	Member

CHIEF FINANCIAL OFFICER

Mr. J. K. Handa

COMPANY SECRETARY

Mr. Rohan Bhagwat

BANKERS

State Bank of India
Industrial Development Bank of India
ICICI Bank
HDFC Bank
Yes Bank
IFCI Limited
Mahindra and Mahindra Financial Services Limited

SECRETARIAL AUDITOR

Mr. P.L. Shettigar
Practicing Company Secretary
Manek Hall,
Premises Monaa Hotels Pvt. Ltd.
Pune 411 001.

STATUTORY AUDITOR

M/s Sudit K. Parekh & Co.
Chartered Accountants
Ballard House, 2nd Floor, Adi Marzaban Path,
Ballard Pier, Fort, Mumbai-400 001.
Tel. : 022-66178000

COST AUDITOR

M/s Joshi Apte & Associates,
Cost Accountants,
"CMA PRIDE", Erandawana Housing
Society, Erandawana, Pune – 411 004
Tel. No. 020-25436408

REGISTRAR AND SHARE TRANSFER AGENT

M/s Bigshare Services Private Limited
1st Floor, Bharat Tin Works Building,
Opp. Vasant Oasis, Makwana Road,
Marol, Andheri East, Mumbai 400059
Tel: 022-62638200.

REGISTERED AND CORPORATE OFFICE

"Venkateshwara House"
S.No. 114/A/2, Pune-Sinhatgad Road,
Pune - 411 030.
Tel. : 020-24251530 to 41
Fax : 020-24251077

CIN - L01222PN1976PLC017422



Chicken in Minutes

Enjoy!

CHICKEN CORDON
BLEU NUGGETS





Fry & Serve



chicken pops



Heat sufficient oil in a pan to 180 degrees centigrade and gently drop Venky's Frozen Chicken Pops into it. Deep fry for 2 to 3 minutes until Pops turns golden brown & achieves a minimum temperature of 75 degrees centigrade. Serve hot with tomato ketchup.

chicken jumbo burger patty



Heat sufficient oil in a pan to reach 180 degrees centigrade, deep fry the Venky's Frozen Chicken Jumbo Burger Patty for 6 to 7 minutes, till the patty turns golden brown and achieves a minimum temperature of 75 degrees centigrade. Sandwich in between buttered burger bun lined with lettuce / onion / tomato or as required. Serve hot with mustard sauce / tomato ketchup.

chicken & cheese nuggets



1. Heat oil in a pan to 180 degrees centigrade and gently drop Venky's Frozen Chicken and Cheese Nuggets into it. 2. Deep fry for 3 to 4 minutes until it turns to light golden brown colour, rise to the top & achieves a minimum temperature of 75 degrees centigrade. 3. Serve hot with tomato ketchup or mayonnaise. 4. Do not overfry otherwise cheese may ooze out.

chicken samosa



Cook Frozen. Deep fry for 6 to 7 minutes at 180 degrees centigrade to achieve a minimum temperature of 75 degrees centigrade. Serve hot with tamarind or mint chutney.

chicken nuggets



Heat sufficient oil in a pan to 180 degrees centigrade and gently drop Venky's Frozen Chicken Nuggets into it. Deep fry for 3 to 4 minutes until Nuggets turns golden brown, rise to the top & achieves a minimum temperature of 75 degrees centigrade. Serve hot with tomato ketchup.

New

chicken spicy fingers



Heat sufficient oil in a pan to 180 degrees centigrade and deep fry Venky's Frozen Chicken Spicy Fingers for 2 to 3 minutes & achieve a minimum product temperature of 75 degrees centigrade. Serve hot with tomato ketchup or a spicy dip.

Fry &
Serve



chicken burger patty



Heat sufficient oil in a pan to reach 180 degrees centigrade, deep fry the Venky's Frozen Chicken Burger Patty for 3 to 4 minutes, till the patty turns golden brown and achieves a minimum temperature of 75 degrees centigrade. Sandwich in between buttered burger bun lined with lettuce/onion/tomato or as required. Serve hot with mustard sauce/ tomato ketchup.

chicken fingers



Heat sufficient oil in a pan to 180 degrees centigrade and deep fry Venky's Frozen Chicken Fingers for 2 to 3 minutes until they turns golden brown & achieves a minimum temperature of 75 degrees centigrade. Serve hot with tomato ketchup or a spicy dip.

crispy chicken burger patty



Heat sufficient oil in a pan to reach 180 degrees centigrade, deep fry the Venky's Frozen Crispy Chicken Burger Patty for 6 to 7 minutes, till the patty turns golden brown and achieves a minimum temperature of 75 degrees centigrade. Sandwich in between buttered burger bun lined with lettuce / onion / tomato or as required. Serve hot with mustard sauce / tomato ketchup.

chicken cutlets



Heat sufficient oil in a pan to 180 degrees centigrade and gently drop Venky's Frozen Chicken Cutlets into it. Deep fry for 5 to 6 minutes until Cutlets turns brown & achieves a minimum temperature of 75 degrees centigrade. Serve hot with spicy chutney, tomato ketchup and buttered bread.

New



chicken cordon bleu nuggets

1. Heat oil in a pan to 180 degrees centigrade and gently drop Venky's Frozen Chicken Cordon Bleu Nuggets into it. 2. Deep fry for 3 minutes, rise to the top & achieve a minimum product temperature of 75 degrees centigrade. 3. Serve hot with tomato ketchup or mayonnaise. 4. Do not overfry otherwise cheese may ooze out.



Heat &
Serve



chicken kheema



Thaw the packet in refrigerator at 5 degrees centigrade or less for 8 hours or thaw in a microwave. Remove the cover and heat in microwave for 2 to 3 minutes or in a frying pan without oil for 5 to 6 minutes to achieve a minimum temperature of 75 degrees centigrade. Ready to eat with Chapati / roti / bread or rice.

murg masala



Thaw the packet in refrigerator at 5 degrees centigrade or less for 8 hours or thaw in a microwave. Remove the cover and heat in microwave for 2 to 3 minutes or in a frying pan without oil for 8 to 9 minutes to achieve a minimum temperature of 75 degrees centigrade. Ready to eat with Chapati / roti / bread or rice.

chicken hariyali kabab



Heat a little oil in the frying pan and place the Frozen Chicken Hariyali Kababs in it. Cook the Kababs by intermittent turning for 8 to 9 minutes, till surface colour is golden brown and achieves a minimum temperature of 75 degrees centigrade. The product can also be cooked in an oven or a griller. Serve hot with spicy mint chutney / tomato ketchup / onion and lemon slice

chicken sheek kabab



Heat a little oil in the frying pan and place the thawed Chicken Sheek Kababs in it. Cook the Kababs by intermittent turning for 8 to 9 minutes, till surface colour is slightly brown and achieves a minimum temperature of 75 degrees centigrade. The product can also be cooked in an oven or a griller. Serve hot with spicy mint chutney / tomato ketchup.

chicken meat balls



Kofta Curry
The thawed meat balls can be put into curry, cooked to achieve a minimum temperature of 75 degrees centigrade and served as Chicken Kofta curry garnished with fresh cream. Serve hot with Chapati / roti / rice.

Fried Meat Balls
Fry Chicken Meat Balls in a non stick pan with very little oil to achieve a minimum temperature of 75 degrees centigrade and it is ready to eat as a snacks.

Heat &
Serve

mom's chicken biryani



Cut open the pouch and microwave the sealed tray for 8 to 9 minutes OR place the sealed tray into a cooker & steam it for 16 to 18 minutes OR thaw the tray for 120 minutes at 5 degrees centigrade or less in a refrigerator, open the tray and place the Mom's Chicken Biryani on a non stick pan & heat it on medium flame for 6 to 7 minutes. Product should achieve a minimum temperature of 75 degrees centigrade. Serve hot ready to eat Mom's Biryani with Raita or Salan.

garlic pepper grilled chicken



1. Thaw the product for 10 to 12 hours at 5 degrees centigrade or less in refrigerator.
2. Heating - Open the packet and place Garlic Pepper Grilled Chicken (i) On a pan and heat the product by intermittent turning on medium flame for 8 to 10 minutes with close lid. OR (ii) Microwave the product for 6 to 7 minutes.
3. Product should achieve a minimum temperature of 75 degrees centigrade.
4. Serve hot with Mayonnaise or Smoked Barbeque Sauce.

New



mughlai chicken biryani



Cut open the pouch and microwave the sealed tray for 8 to 9 minutes OR place the sealed tray into a cooker & steam it for 16 to 18 minutes OR thaw the tray for 120 minutes at 5 degrees centigrade or less in a refrigerator, open the tray and place the Mughlai Chicken Biryani on a non stick pan & heat it on medium flame for 6 to 7 minutes. Product should achieve a minimum temperature of 75 degrees centigrade. Serve hot ready to eat Mughlai Biryani with Raita or Salan.

butter chicken



Thaw the packet in refrigerator at 5 degrees centigrade or less for 8 hours or thaw in a microwave. Remove the cover and heat in microwave for 2 to 3 minutes or in a frying pan without oil for 8 to 9 minutes to achieve a minimum temperature of 75 degrees centigrade. Ready to eat with Chapati / roti / bread or rice.

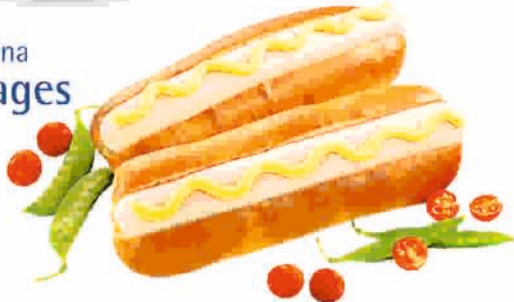
chicken schezwan meat balls

1. Thaw the packet in refrigerator at 5 degrees centigrade or less for 8 hours or thaw in a microwave.
2. Shallow fry Venky's Chicken Schezwan Meat Balls in a non stick pan with very little oil for 5 to 6 minutes to achieve a minimum product temperature of 75 degrees centigrade and it is ready to eat as a snacks.





vienna sausages



1. Thaw the packet in refrigerator at 5 degrees centigrade or less for 8 hours or thaw in a microwave.
2. Shallow fry Venky's Vienna Sausages in a non stick pan with very little oil or put in a steamer for 4 to 5 minutes to achieve a minimum temperature of 75 degrees entigrade.
3. Serve warm.

chicken breakfast sausages



1. Thaw the packet in refrigerator at 5 degrees centigrade or less for 8 hours or thaw in a microwave.
2. Shallow fry Venky's Chicken Breakfast Sausages in a non stick pan with very little oil or put in a steamer for 4 to 5 minutes to achieve a minimum temperature of 75 degrees entigrade.
3. Serve warm.

chicken cheese & onion sausages



1. Thaw the packet in refrigerator at 5 degrees centigrade or less for 8 hours or thaw in a microwave.
2. Shallow fry Venky's Chicken Cheese and Onion Sausages in a non stick pan with very little oil or put in a steamer for 4 to 5 minutes to achieve a minimum temperature of 75 degrees centigrade.
3. Serve warm.

chicken hot dog



1. Thaw the packet in refrigerator at 5 degrees centigrade or less for 8 hours or thaw in a microwave.
2. Shallow fry Venky's Chicken Hot Dog in a non stick pan with very little oil or put in a steamer for 4 to 5 minutes to achieve a minimum temperature of 75 degrees centigrade.
3. Serve warm.
4. Venky's Chicken Hot Dog can be put in a Hot Dog bun with Mustard/Barbeque sauce and served.

chicken sausages



1. Thaw the packet in refrigerator at 5 degrees centigrade or less for 8 hours or thaw in a microwave.
2. Shallow fry Venky's Chicken Sausages in a non stick pan with very little oil or put in a steamer for 4 to 5 minutes to achieve a minimum product temperature of 75 degrees centigrade.
3. Serve warm.

chicken cocktail sausages



1. Thaw the packet in refrigerator at 5 degrees centigrade or less for 8 hours or thaw in a microwave.
2. Shallow fry Venky's Chicken Cocktail Sausages in a non stick pan with very little oil or put in a steamer for 3 to 4 minutes to achieve a minimum temperature of 75 degrees centigrade.
3. Serve warm.



chicken Salami

Make your salads, sandwiches, rolls, pizzas even yummiier by adding Salami to them. Available in a range of flavours. Chicken Salami is a pre-cooked product and needs only to be thawed before consumption.

mexican chicken salami



1. Thaw the packet containing Venky's Mexican Chicken Salami in a refrigerator at 5 degrees centigrade or less for 8 hours or thaw in a microwave.
2. Cut into slices as per your need and it is ready to use as a cold cuts in salads and sandwiches.

spicy chicken salami



1. Thaw the packet containing Venky's Spicy Chicken Salami in a refrigerator at 5 degrees centigrade or less for 8 hours or thaw in a microwave.
2. Cut into slices as per your need and it is ready to use as a cold cuts in salads and sandwiches.

chicken pepper salami



Thaw the packet containing Salami Roll in a refrigerator at 6 to 8 degrees centigrade for 8 hours or in a microwave and its ready to use as a cold cuts, in salads and sandwiches.

New



chicken masala hit sausages

1. Thaw the packet in refrigerator at 5 degrees centigrade or less for 8 hours or thaw in a microwave.
2. Shallow fry Venky's Chicken Masala Hit Sausages in a non stick pan with very little oil or put in a steamer for 4 to 5 minutes to achieve a minimum product temperature of 75 degrees centigrade.
3. Serve warm.



Fry & Serve

Chicken Nuggets
Chicken Fingers
Chicken Cutlets
Chicken Pops
Chicken Samosa
Chicken Burger Patty
Chicken and Cheese Nuggets
Crispy Chicken Burger Patty
Chicken Cordon Bleu Nuggets
Chicken Spicy Fingers

Heat & Serve

Butter Chicken
Chicken Kheema
Murg Masala
Chicken Meat Balls
Chicken Sheek Kabab
Chicken Hariyali Kabab
Garlic Pepper Grilled Chicken
Tandoori Grilled Chicken
Chicken Schezwan Meat Balls

Cold Cuts

Chicken Sausages
Chicken Franks
Vienna Sausages
Chicken Cocktail Sausages
Chicken Cheese and Onion Sausages
Chicken Hot Dog
Mexican Chicken Salami
Spicy Chicken Salami
Chicken Breakfast Sausages
Chicken Masala Hit Sausages

Raw Frozen

Chicken Precut
Chicken Legs
Chicken Breast
Chicken Drumsticks
Chicken Wings
Chicken Plain Kheema
Chicken Boneless

Fresh Chilled

Chicken Whole
Chicken Precut

Venky's (India) Limited

Corporate Office : "Venkateshwara House', S. No. 114/A/2, Pune Sinhadgad Road, Pune 411030. Tel.: 020-24251530 to 41
Pune : 1206/18/B, Dealing Corner, 2nd Floor, J. M. Rd., Opp. Sambhaji Park, Pune-411 030. Ph: 020-25531582/25531661.

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Delhi : 426-428, 4th Floor, World Trade Centre, Babar Road, Connaught Place, New Delhi-110001. Ph: 011-23413986/87.

Bangalore : "Hem's Place", No-233, Kyalasanahalli, Off. Hennur Main Road, Byrathi, K.R.Puram Hobli, Bangalore East-560077.

Ph: 080-28465087 / 28465089. Cell: 98804-75533 / 98805-75533.

Chennai : 403, 4th Floor, Challammal Building, 11, Sir Thyagarayar Road, 'T' Nagar, Chennai - 600 017. Ph: 044-24349806, 24328195.

Kolkata : C/P, 7/3, Sector 5, Salt Lake City, Kolkata - 700091. Ph: 033-23671294/23675358.

Hyderabad : 3-5-808, Hyderguda, N. Bashir Baug, Hyderabad - 500029 Ph: 040-66829220/23237254

Kochi : 1401-C, Puthenveettil, Raj Mandiram, Ponnuranni, Vytilla - Post, Kochi - 682019 Ph: 0484-2306727.

Chandigarh : Sco No. 17, Sector 16, Panchkula - 134109 (Haryana). Ph.: 0172-6900100.

Guwahati : Plot No. 2, Ward No. 13 B.R. Phookan Road Machkhowa, Guwahati 781009.

For any queries, suggestions or consumer complaints please contact Consumer Care Officer on telephone nos +91-20-24250853 to 55 or email at consumercare@venkys.com

www.venkys.com



FINANCIAL HIGHLIGHTS

(Rupees In Lakhs)

PARTICULARS	2016-17	2015-16	2014-15	2013-14	2012-13
OPERATING RESULTS					
Turnover & Other Income	250,967	215,959	176,144	176,601	1,44,393
Material Cost	169,519	157,087	124,479	133,410	1,05,708
Personnel Cost	14,587	12,844	11,955	9,518	8,601
Interest	7,707	8,545	7,106	4,171	2,237
Other Expenses	35,715	29,089	26,773	24,113	22,373
Depreciation	2,850	2,988	3,215	1,924	1,554
Exceptional items - Income	—	—	155	1,053	—
Profit Before Tax	20,590	5,405	2,771	4,517	3,920
Profit After Tax	12,474	3,823	1,870	3,404	2,478
Dividend (In Rs. per Equity Share)	6.00	5.00	5.00	5.00	5.00
FINANCIAL SUMMARY					
Assets Employed					
Current Assets	72,148	85,549	72,249	62,521	45,970
Current Liabilities	62,024	79,697	76,272	59,410	35,119
Net Current Assets	10,125	5,851	(4,522)	3,111	10,851
Net Fixed Assets	47,626	48,065	48,530	46,885	31,320
Investments	200	169	6,157	5,208	3,308
Other Non Current Assets	16,069	16,628	16,179	7,826	5,613
Total Assets	74,021	70,712	66,344	63,030	51,092
Financed By					
Share Capital	1,409	1,409	939	939	939
Reserves & Surplus	51,695	40,488	37,664	35,841	32,802
Capital Grants and Subsidies	33	10	—	—	—
Other non current liabilities	3,977	3,428	3,193	2,364	2,072
Borrowings	16,907	25,376	25,502	23,886	15,278
Total Liabilities	74,021	70,112	66,344	63,030	51,092
Earning Per Share (Rs.)	88.55	27.14	19.91	36.25	26.39
Book Value per share (Rs.)	376.96	297.41	395.48	391.62	359
Debt Equity Ratio	0.32	0.61	0.69	0.65	0.45
Share Price ** High	1073.60	625.00	640.00	594.95	621.50
Low	344.95	219.90	322.00	390.00	322.05
No. of Employees	5173	5,064	5,288	4,418	4,090

Note: Previous year's figures have been regrouped wherever necessary and accordingly changed here.

** Source : www.bseindia.com



FINANCIAL HIGHLIGHTS

(Rupees In Lakhs)

PARTICULARS	2011-12	2010-11	2009-10	2008-09	2007-08
OPERATING RESULTS					
Turnover & Other Income	100,644	86,074	71,066	57,526	52,838
Material Cost	65,062	51,558	45,007	38,224	32,940
Personnel Cost	6,860	5,658	4,374	4,099	3,774
Interest	1,311	455	504	788	872
Other Expenses	20,503	16,661	12,055	10,450	10,243
Depreciation	1,177	964	898	862	827
Exceptional items - Income	—	—	—	—	—
Profit Before Tax	5,719	10,775	8,229	3,103	4,182
Profit After Tax	4,105	7,303	5,432	2,056	2,661
Dividend (In Rs. per Equity Share)	5.00	5.00	4.00	3.50	3.50
FINANCIAL SUMMARY					
Assets Employed					
Current Assets	33,178	21,077	15,948	14,708	14,684
Current Liabilities	20,423	7,554	6,317	6,095	5,750
Net Current Assets	12,754	13,522	9,630	8,613	8,934
Net Fixed Assets	24,346	17,599	13,352	12,617	12,270
Investments	3,733	9,278	8,131	5,211	5,263
Other Non Current Assets	2,851	—	—	—	—
Total Assets	43,684	40,399	31,113	26,441	26,467
Financed By					
Share Capital	939	939	939	939	939
Reserves & Surplus	30,639	26,478	19,721	14,768	13,097
Capital Grants and Subsidies	—	—	3	3	4
Other non current liabilities	1,723	1,530	1,458	1,341	1,392
Borrowings	10,383	11,452	8,992	9,389	11,035
Total Liabilities	43,684	40,399	31,113	26,441	26,467
Earning Per Share (Rs.)	43.72	77.76	57.83	21.89	28.33
Book Value per share (Rs.)	336	291	220	167	149
Debt Equity Ratio	0.33	0.42	0.44	0.60	0.79
Share Price ** High	757.00	1012.40	371.00	174.00	288.00
Low	363.00	336.05	73.00	65.05	100.00
No. of Employees	4,343	3,728	3,084	3,335	3,566

** Source : www.bseindia.com



Tandoori Roast Chicken

The whole tender chicken richly marinated with fresh yoghurt and pure Indian spices is sourced from the best plantations across the country. The juicy and soft tandoori roast chicken treats your taste buds to the rich Indian traditional flavor, the moment you take your first bite. Served with fresh mint dip, the tandoori roast chicken is a delight to have.



Garlic And Pepper Roast Chicken

A well cooked whole tender chicken marinated with a combination of Indian and Italian herbs. The garlic and pepper flavored marinate is roasted at the right temperature without any oil, keeping a check on your fat intake. The medium spicy roast chicken is accompanied with a garlic dip.

The best bet for a quick hunger buster, these burgers have perfectly spiced pure wholesome tender chicken piece. It is perfectly grilled without any oil and served with a delicious mayonnaise spread and ketchup. So tempting that you wouldn't stop with one.

Grilled Chicken Burger





Roast Chicken Platter

There is one for all. A family packed meal with 2 pieces of tandoori roast chicken, 2 pieces of garlic and pepper roast chicken served along with a 2 pieces of Jeera naan. This delicious meal also includes 2 succulent pieces of chicken lollipops and 2 pieces of tender grilled chicken. It is served with schezwan sauce, garlic dip and mint dip.

The lollipops are prepared with the best chicken wings bringing out the fresh taste of chicken in every bite. The blend of Indian and Chinese cuisine gives a unique flavor to crunchy lollipops. The tangy and spicy schezwan sauce served with it, enhances the taste of this preparation. There is no compromise on taste.

Chicken Lollipop



This barbeque style grilled chicken is prepared from boneless and tender breast pieces. Each fillet is grilled by expert hands to ensure that you are served with the juiciest and tastiest piece of meat. The yummy dish is accompanied with a crunchy jeera naan and a smooth in-house garlic dip, striking the right balance. The fillets contain zero fat keeping your health in mind.

Tender Grilled Chicken



Tender chicken drumsticks marinated with fresh yoghurt and pure Indian spices is sourced from the best plantation across the country. The juice and soft chicken tangadi treat your taste buds to the rich Indian traditional flavour, the moment you take your first bite. Served with fresh mint dip and fresh salad.

Chicken Tangadi





Murg Aachari Tikka

Succulent chicken boneless breast chunks marinated with age-old traditional spices used to flavour pickles in the North Indian kitchen. The piping hot Murg Achari Tikkas work as best accompaniment for all celebrations and taste even better with raw crunchy onions and 'in-house' mint dip.



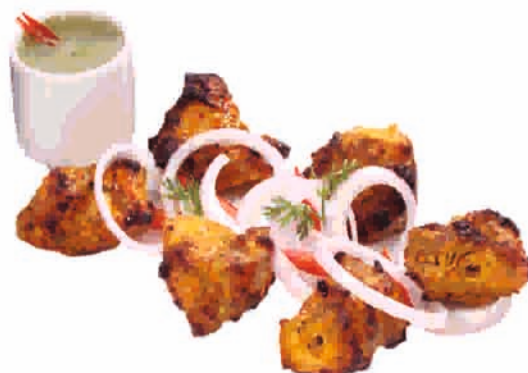
Murg Hariyali Tikka

Tender juicy chicken boneless breast cubes marinated with a generous seasoning of fresh green chillies, coriander, mint leaves and a secret blend of delectable spices, churned in farm fresh mustard oil. Recommended to be served hot with raw crunchy onions and 'in-house' mint dip.



Murg Malai Tikka

Generous chunks of luscious boneless chicken breasts marinated over-night in a secret recipe of yogurt, fresh cream, cheddar cheese and 'Chef's choice' of chosen ingredients. Best served hot with raw crunchy onions ringlets and 'in-house' black pepper dip.



Murg Tandoori Tikka

Most popular version of the Indian tandoor lineage, these tikkas are an all time favourite of one and all and are specially marinated wholesome chicken boneless breast pieces with carefully chosen traditional Indian spices. Can be had as a ubiquitous finger snack coupled up with fresh onion rings and 'in-house' mint dip.



Tender Grilled
Chicken Combo

A real treat for you with 2 pieces of tender grilled chicken and 2 pieces of juicy chicken lollipops. Dip them into the yummy sauces and experience an overpowering confluence of flavours unfolding on your taste buds. Served with a crunchy jeera naan and soft drink.



Grilled Chicken
Wrap Combo

A juicy roll with a blend of deserve flavour pure thigh meat marinated with a combination of Indian and Italian herbs. Grilled to deliver a typical Indian flavour. This juicy chicken preparation mixed with fresh salad, sprinkled with chaat masala is rolled in a soft paratha made from corn flour. A uniform coating of egg on the paratha further enrich the flavour and nutritional value of the roll with 1 piece of juicy Chicken Tangadi and 2 pieces of Chicken Nuggets served with mint dip and tomato ketchup.

VEG MENU



Aloo Tikki



Veg Burger



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IMPORTANT COMMUNICATION TO SHAREHOLDERS

Following are the Company's recommendations to its shareholders:

Green Initiative

We seek the support of our shareholders in helping us saving our environment by registering their email id with the company for receiving all the communication i.e. Annual Report, various notices etc. through email as permitted by the law. Investors willing to avail the electronic mode of communication shall register their email id by filling and sending the form appearing on page no. 142 of this annual report.

Open demat account and dematerialise your shares

Members are requested to convert their physical shares into demat form. Holding shares in demat form helps investors to get immediate transfer of shares. No stamp duty is payable on transfer of shares held in demat form and risk associated with physical certificates such as forged transfer, loss of share certificate or torn certificates are avoided.

Consolidate multiple folios

Members holding shares in identical order or names in more than one folio are requested to write to the company to consolidate their shares and send relevant share certificates for consolidation. This would facilitate the member in one point tracking of his/her holding and corporate benefits.

Appoint a Nominee

Investors are requested to appoint a nominee for their shareholding. Nomination would help the nominees to get the shares transmitted in their name without any hassles. Investor should register their nomination in case of physical shares with the Registrar and Share Transfer Agent of the Company i.e. M/s Bigshare Services Private Limited and in case of demat holding with their respective Depository participant.

(Form on Page No.142)

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Venky's (India) Limited

Registered office : Venkateshwara House, S. No. 114/A/2, Sinhagad Road, Pune - 411 030.

CIN: L01222PN1976PLC017422

Telephone : (020) 2425 1530 to 41

Website : www.venkys.com, Email: corp.shares@venkys.com

NOTICE OF THE 41ST ANNUAL GENERAL MEETING

To,

The Members of Venky's (India) Limited

Notice is hereby given that the 41st Annual General Meeting (AGM) of members of Venky's (India) Limited will be held on Monday, 11th September, 2017 at 10.30 a.m. at Sheraton Grand Pune Bund Garden Hotel (Previous name Hotel Le Meridian), Raja Bahadur Mill Road, Near Pune Railway Station, Pune - 411001 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statement as at 31st March, 2017 together with the Auditor's Report and Directors' Report thereon.
2. To declare dividend on equity shares.
3. To appoint a Director in place of Mr. Jitendra M. Desai, who retires by rotation and being eligible offers himself for re-appointment
4. To appoint Auditors and to fix their remuneration and to pass the following resolution thereof:
"Resolved that pursuant to provisions of Section 139 and Section 142 of the Companies Act 2013 (as amended or re-enacted from time to time) and the Rules made thereunder, and pursuant to the recommendations of the Audit Committee, M/s. B D Jokhakar & Co, Chartered Accountants, (having firm registration no 104345W), be and are hereby appointed as the auditors of the Company, to hold office from the conclusion of this Annual General Meeting to the conclusion of the sixth consecutive Annual General Meeting hereof (subject to ratification of the appointment by the members at every Annual General Meeting) and that the Board of Directors be and are hereby authorized to fix such remuneration as may be recommended by the audit committee in consultation with the auditors."

SPECIAL BUSINESS:

5. To consider and if thought fit, to pass with or without modification(s), the following resolution as an ordinary resolution:
"Resolved that pursuant to provisions of section 148 of the Companies Act, 2013 (as amended or re-enacted from time to time) and the Rules made thereunder, remuneration not exceeding Rs.3,30,000/- (Rupees Three Lakhs Thirty Thousand Only) (exclusive of taxes and incidental expenses) be and is hereby approved to be payable to M/s Joshi Apte & Associates, Cost Accountants, in respect of cost audit of the Company for the financial year 2017-18, on such terms and conditions as may be agreed upon between the cost auditor and the Board of Directors."
6. To consider and if thought fit, to pass with or without modification(s), the following resolution as an ordinary resolution:
"RESOLVED THAT in accordance with the provisions of Section 197 and other applicable provisions, if any, of the Companies Act, 2013 and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of the members be and is hereby accorded to pay the Directors, other than Managing Director/s and Whole-time Director/s of the Company, for a period of 5 (Five) years commencing from 1st April, 2017, such commission as the Board may determine from time to time but not exceeding 1% of the net profits of the Company in any financial year, to be computed in the manner provided in Companies Act, 2013."

By order of the Board of Directors

Pune
May 22, 2017

Rohan Bhagwat
Company Secretary
Membership No: A26954



NOTES :

- a. The Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013 with respect to the special business set out in the Notice is annexed hereto. The information pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of item no.3 in respect of Director seeking re-appointment at the AGM is given in the Report of Corporate Governance, which forms part of Directors' Report and members are advised to refer to the same.
- b. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE IN THE MEETING INSTEAD OF HIMSELF / HERSELF, AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
- c. PURSUANT TO THE PROVISIONS OF SECTION 108 OF THE COMPANIES ACT, 2013 AND RULE 20 & RULE 21 OF COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014, THE COMPANY IS PLEASED TO PROVIDE ITS MEMBERS THE ELECTRONIC FACILITY TO EXERCISE THEIR RIGHT TO VOTE IN RESPECT OF BUSINESS MENTIONED IN THE NOTICE. THE BUSINESS AT THE AGM MAY BE TRANSACTED THROUGH E-VOTING SERVICES PROVIDED BY CENTRAL DEPOSITORY SERVICES LIMITED (CDSL). IT IS HEREBY CLARIFIED THAT IT IS NOT MANDATORY FOR A MEMBER TO VOTE USING THE E-VOTING FACILITY, AND A MEMBER MAY AVAIL OF THE FACILITY AT HIS/ HER/IT'S DISCRETION. THE INSTRUCTIONS AS REGARD TO AVAILING E-VOTING FACILITY IS ANNEXED.
- d. The instrument appointing the proxy, duly completed, must be deposited at the Company's registered office not less than 48 hours before the commencement of the meeting. A proxy form for the AGM is enclosed.
- e. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxy forms lodged at any time during the business hours of the Company, provided that not less than three days notice in writing is given to the Company.
- f. Members/ proxies should bring the duly filled Attendance Slip enclosed herewith to attend the meeting.
- g. The Register of Members and Share Transfer Books will remain closed from 4th September, 2017 to 8th September, 2017 (both days inclusive) for the purpose of payment of final dividend for the financial year ended on 31st March, 2017.
- h. Subject to the provisions of the Companies Act, 2013, dividend as recommended by the Board of Directors, if declared at the meeting, will be paid within a period of 30 days from the date of declaration, to those members whose names appear on the Register of Members as on 5th September, 2017.
- i. Members may avail Electronic Clearing Service (ECS) for receiving direct credit of dividend to their respective accounts with banks. This will enable expeditious credit of dividend amount and protect from loss, theft and postal delay of dividend warrants.
- j. Members are requested to address all correspondence, including dividend matters, to the Registrar and Share Transfer Agents viz. M/s Bigshare Services Private Limited, 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai 400059 Tel: 022 - 62638200.
- k. Members wishing to claim dividends, which remain unclaimed, are requested to correspond with Mr. S Kannan, Assistant General Manager – Secretarial or Mr. Rohan Bhagwat, Company Secretary, at the Company's registered office. Members are requested to note that dividends not claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will, as per the provisions of Companies Act, 2013, to the extent applicable be transferred to the Investor Education and Protection Fund.
- l. Members may also note that, additionally, the Notice of 41st AGM and the Annual Report will be available on the Company's website www.venkys.com.

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- m. MEMBERS REQUIRING INFORMATION ON THE AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2017 ARE REQUESTED TO WRITE TO THE COMPANY AT LEAST SEVEN (7) DAYS BEFORE THE DATE OF THE MEETING TO ENABLE THE COMPANY TO FURNISH THE INFORMATION.
- n. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / Registrar and Transfer Agent.
- o. All the documents referred to in the Notice will be available for inspection at the Company's registered office during normal business hours on working days up to the date of the AGM.
- p. Route map for the venue of AGM is given on the last page of this report.



Statement pursuant to Section 102 (1) of the Companies Act, 2013

Item no. 5

Section 148 of the Companies Act, 2013 read with Rules made thereunder requires certain class of companies to get its cost accounts audited by qualified cost accountant who is member of Institute of Cost Accountants of India and engaged in Wholetime practice. Appointment of such cost auditor has to be made by the Board of Directors at the recommendation of Audit Committee and remuneration payable to him is subject to ratification by the members of the Company. Accordingly, the Board of Directors has appointed M/s Joshi Apte & Associates, Cost Accountants and remuneration payable to them is put up for members ratification.

M/s. Joshi Apte & Associates, Cost Accountants, does not hold any shares in the Company and is not related with any Director of the Company.

The Shareholders' approval is solicited for the resolution at Item No. 5 of the accompanying Notice as an Ordinary Resolution.

None of the Directors or Key Managerial Personnel, or their respective relatives are in any way, concerned or interested, financial or otherwise, in the resolution set out at Item No.5 of the Notice.

Item no. 6

At the 36th Annual general meeting held on 23rd August, 2012, the shareholders had approved to remunerate the Directors, other than Managing Directors and Whole-time Directors, by payment of commission upto 1% of the net profits of the Company computed in the manner provided in Companies Act, 1956. The approval for payment of such commission was valid upto 31st March, 2017. It is proposed to obtain approval of the members for enabling the Board of Directors to pay such amount of commission as it may deem fit not exceeding 1% of the net profit for a further period of 5 (five) years with effect from 1st April, 2017 for the services rendered by directors.

The Shareholders' approval is solicited for the resolution at Item No. 6 of the accompanying Notice as an Ordinary Resolution.

All Directors of the Company, except the Managing Director, are deemed to be interested to the extent of the Commission they will be entitled to, by virtue of passing the proposed resolution. Mr. B. Balaji Rao, Managing Director being relative of some of the other directors is also deemed interested in this resolution. None of the Key Managerial Personnel or their respective relatives are in any way, concerned or interested, financial or otherwise, in the resolution set out at Item No.6 of the Notice.

By order of the Board of Directors

Pune
May 22, 2017

Rohan Bhagwat
Company Secretary
Membership No: A26954

Shareholders Instructions for e-voting

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on Friday, 8th September, 2017 at 10.00 a.m. IST and ends on Sunday, 10th September, 2017 at 05.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) Tuesday, 5th September, 2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> ● Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. ● In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with serial number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> ● If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for Venky's (India) Limited.



Venky's (India) Limited

- (xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvii) If a demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) **Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- (xix) **Note for Non – Individual Shareholders and Custodians**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

DIRECTORS' REPORT

The Shareholders,

Your Directors have pleasure in presenting the Forty First Annual Report and audited financial statements for the financial year ended 31st March 2017.

FINANCIAL RESULTS

(Rs. in Lakhs)

Description	2016-17	2015-16
Revenue from Operations (Net)	247,557.86	212,696.34
Operating Expenditure	219,820.93	199,020.32
Depreciation	2,849.66	2,988.10
Operating Profit	24,887.27	10,687.92
Finance Costs	7,707.04	8,544.92
Other Income	3,409.59	3,262.16
Profit Before Tax	20,589.82	5,405.16
Provision for Tax	7,362.95	1,582.15
Tax adjustment in respect of earlier years	752.40	-
Profit for the year	12,474.47	3,823.01
Amount available for appropriation	19,697.12	10,058.45
Appropriations :		
Transfer to General Reserve	2,000.00	2,000.00
Proposed Dividend	704.37	469.58
Dividend Distribution Tax	143.39	95.60
Net Surplus in the Statement of Profit and Loss	16,849.36	7,493.27

OPERATIONS

The Company achieved a sales turnover of Rs.2,47,558 lakhs for the year ended 31st March, 2017 as compared to Rs.2,12,696 lakhs in the previous year – registering an increase of 16.40%. Profit before tax was at Rs.20,590 lakhs as compared to Rs.5,405 lakhs in the previous year – an increase of 281%.

During the financial year 2016-17, the Poultry and Poultry Products Segment reported better performance due to improved realizations. Performance of Animal Health Products Segment was better as compared to the previous year. Performance of the Oilseed Segment was also better as compared to the previous year due to higher capacity utilization supported by better realizations.

DIVIDEND

Your Directors recommend a dividend of Rs.6.00 per equity share (60%) for the year ended 31st March, 2017 (Rs.5.00 per equity share in the previous year). The dividend, if approved at the ensuing Annual General Meeting, will absorb Rs.845 lakhs (previous year Rs.704 lakhs) plus taxes.

SEGMENT-WISE PERFORMANCE

Operational performance of each business segment has been comprehensively covered in the Management Discussion and Analysis Report given in Annexure-A which forms part of this Report.

CORPORATE GOVERNANCE REPORT

As per the requirements of Regulation 34(3) read with Clause C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 a separate report on Corporate Governance along with the certificate issued by Company Secretary in Whole-Time Practice thereupon is given in Annexure-B which forms part of this Report.

EXTRACT OF ANNUAL RETURN

Pursuant to the provisions of Section 92 of the Companies Act, 2013 extract of the Annual Return in Form MGT-9 is annexed to this report as Annexure C and forms part of this report.

MEETINGS OF BOARD

During the year 2016-17, 6 (Six) meetings of the Board of Directors were held on the following dates:

- 1) 27th May, 2016, 2) 8th September, 2016,
- 3) 6th December, 2016, 4) 9th February, 2017,
- 5) 16th February, 2017, 6) 16th March, 2017.

DIRECTORS' RESPONSIBILITY STATEMENT

The Directors declare that :

1. the accounts for the year ended 31st March, 2017 have been prepared by following applicable accounting standards;
2. the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year ended 31st March, 2017 and of the profit of the Company for that year;



3. proper care has been taken for the maintenance of adequate records for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities;
4. the accounts for the year ended 31st March, 2017 have been prepared on a going concern basis;
5. internal financial controls to be followed by the company are laid down and that such internal financial controls are adequate and are operating effectively; and
6. proper systems are devised to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

BOARD OF DIRECTORS & THEIR COMMITTEES

- a. Changes in the Composition of Board of Directors.

As per the provisions of Companies Act, 2013 and Articles of Association of the Company, Mr. Jitendra M. Desai, Director is due for retirement by rotation at the ensuing Annual General Meeting and, being eligible, offers himself for reappointment. A brief profile of the retiring director is given in the Corporate Governance Report annexed to this report.

Apart from the above, there is no change in the Board of Directors of the Company.

- b. Declaration from Independent Directors:

Pursuant to Section 149(7) of the Companies Act, 2013, the Company has received declarations from all the Independent Directors confirming that they meet the criteria of independence as stipulated under sub section 6 of Section 149 of the Companies Act, 2013 and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- c. Policy relating to the remuneration for directors, key management personnel & other employees.

The Company's policy on directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters provided in sub section 3 of Section 178 is available on the website of the Company at http://www.venkys.com/Policy_on_Remuneration_of_Director,_KMP_etc.pdf

- d. Annual evaluation by the Board of its own performance and that of its Committees.

The board annually performs the evaluation of its own performance, the Committees of the Board and that of individual directors. While carrying out such evaluation various aspects relating to the Board functioning such as adequacy of composition, level of diversity of the Board, execution of specific duties, governance etc. are considered. The same mechanism is applied while evaluating the performance of the Committees of the Board and additionally the fulfillment of duties and scope as stipulated by the Companies Act, 2013, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is considered.

The performance evaluation of individual directors is carried considering factors like execution of specific assignments, effective contribution to the Board discussions and decisions, independence of judgment and steps taken towards proper governance of business and safeguarding interest of stakeholders.

- e. Familiarisation Programme of Independent Directors

The Company at selected intervals takes steps to familiarise its independent directors about their roles, rights and responsibilities. The details of such programme is available on the website of the Company at http://www.venkys.com/Familiarisation_Programme_for_ID.pdf

- f. Audit Committee

The Company has already formed Audit Committee as per Section 177 of the Companies Act, 2013. Details of such committee is given in the Corporate Governance Report which is annexed and forms part of this Report.

CHANGE IN CHIEF FINANCIAL OFFICER AND COMPANY SECRETARY

The Board in their meeting held on 16 February, 2017 has accepted the resignation of Mr. A. G. Bauskar, CFO and CS of the Company and he has ceased to be in those positions from 31st March, 2017. The Board has appointed Mr. J. K. Handa as Chief Financial Officer and Mr. Rohan Bhagwat as Company Secretary of the Company with effect from 1st April, 2017.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

During the year under review the Company has not given any loans, guarantees or made investments which fall under the purview of Section 186 of the Companies Act, 2013.

RISK MANAGEMENT

The Company has in place a risk management plan devised by the Board and focuses on three key elements i.e. Risk Assessment, Risk Management and Risk Monitoring. The Board therefore identifies elements of risk, focus on mitigating the risk as per the plan and monitor the same post execution.

CORPORATE SOCIAL RESPONSIBILITY

VH Group and in particular Venky's (India) Limited has been historically doing CSR activities concentrated on educational and medical services for the upliftment of the society. Your company has pursuant to Section 135 of the Companies Act, 2013 formed a CSR Committee. The Annual Report on CSR for the F.Y. 2016-17 is appended as Annexure D to this report. The policy on CSR is available on the website of the company at http://www.venkys.com/CSR_Policy.pdf.

INTERNAL FINANCIAL CONTROLS

The internal control system is designed to ensure that all the financial and other records are reliable for preparing financial statements and for maintaining accountability of the assets. The Company has a proper and adequate system of internal controls.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

Your company has established a Vigil Mechanism as per the provisions of the Companies Act, 2013 for the directors and employees to report genuine concerns. The Audit Committee is in-charge of this function. The details of vigil mechanism are available on the website of the Company at http://www.venkys.com/VIGIL_MECHAHISM.pdf.

DEPOSITS

During the year under review the Company has neither accepted any deposits under Chapter V of the Companies Act, 2013 nor did any such deposits remain unpaid or unclaimed.

CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

Pursuant to the provisions of Section 134 of the Companies Act, 2013, read with Rule 8 (2) of the

Companies (Accounts) Rules, 2014, contracts or arrangements entered into by the Company with Related Parties have been done at arm's length and are in the ordinary course of business. Hence, no particulars are being provided in Form AOC - 2. Related Party disclosures as per AS -18 have been provided in Note no. 10 to the Financial Statements.

ACCOUNTS

The accounts read with the notes thereon are self-explanatory and hence do not call for any further comments.

INSURANCE

The assets of the Company which include buildings, sheds, machinery, stocks, etc. are adequately insured.

PERSONNEL AND HUMAN RESOURCES

Employee relations continued to be cordial throughout the year. The relevant information and the details of employee whose remuneration is required to be disclosed in terms of the provisions of Section 197 of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 is appended to this Report as Annexure E.

AUDITORS

As per provisions of the Companies Act, 2013 it is mandatory for the Company to rotate auditors of the Company after the expiry of two terms of consecutive five years. Further, the rules had laid down transitional period for existing auditors who have already completed the above term before the Companies Act, 2013 became effective. In that regards, M/s. Sudit K. Parekh & Co., Chartered Accountants, existing auditors of the Company have completed their term as mentioned above and will be ceased to be auditors of the Company on the date of the ensuing AGM.

On the recommendation of Audit Committee the Board has proposed the appointment of M/s. B D Jokhakar & Co., Chartered Accountants as Statutory Auditors of the Company from the conclusion of the ensuing AGM to the conclusion of sixth consecutive AGM hereof on such remuneration as may be decided by the Board.

SECRETARIAL AUDITOR

Pursuant to Section 204 of the Companies Act, 2013 and allied rules thereof, the Board of Directors has re-appointed Mr. P. L. Shettigar, Practicing Company Secretary as Secretarial Auditor for conducting the



audit for the financial year 2017-18. The Secretarial Audit report for financial year ended 2016-17 issued by Mr. Shettigar is appended as Annexure F and forms part of this report. The Secretarial Audit report does not contain any qualification, reservation or adverse remark.

COST AUDITORS

Pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Cost Record and Audit) Rules, 2014 the Company has appointed M/s. Joshi Apte & Associates, Pune as Cost Auditors of the Company for conducting cost audit for the financial year 2017-18. Further, as per sub section (3) of Section 148 of the Companies Act, 2013 the remuneration decided between the Board of Directors and Cost Auditor is put before the members for their ratification in the ensuing Annual General Meeting. The Cost Audit for the financial year ended 31st March, 2017 is under process and the Company will submit the Cost Auditors' Report to the Central Government in time.

INFORMATION UNDER SECTION 134 READ WITH RULE 8 OF THE COMPANIES (ACCOUNTS) RULES, 2014.

A. Conservation of Energy

The operations of the Company are not very power intensive. Nevertheless, the Company continues its efforts to conserve energy wherever practicable, by economizing on the use of power at the farms, hatchery and offices. The Company has installed state-of-the-art hatchers and setters at its hatcheries.

B. Technology Absorption

1. Research and Development (R & D)

- a) Specific areas: R & D activities of the Company are concentrated in the areas of developing wider application of Specific Pathogen Free (SPF) eggs and application of various breeder management techniques to improve productivity and increase feed efficiency.
- b) Benefits derived: Wider acceptance of SPF eggs in the manufacture of human and livestock vaccines in India and higher production and increased feed efficiency of breeders.
- c) Plan of action: Further promotion of SPF eggs applications in the biological industry.

- d) Expenditure on R & D: The expenditure incurred by the Company during the year on Research and Development was Rs. 70.62 Lakhs.

2. Technology Absorption, Adaptation and Innovation

- a) Efforts made : The Company maintains continuous interaction with Charles River Laboratories Inc. (formerly SPAFAS Inc.), U.S.A. for absorption of technology.
- b) Benefits :
 - i. Development of new application
 - ii. Savings in foreign exchange through import substitution.
- c) Technology Imported : SPF egg production and Reagent production technologies were imported from Charles River Laboratories Inc. The benefit of the ongoing research by them in the said technologies is being derived by the Company through continued association with them.

C. Foreign Exchange Earnings and Outgo

1. Efforts have been made to increase exports of hatching eggs and SPF eggs.
2. Earnings and outgo:
 - a. Foreign exchange earnings (FOB): Rs. 1,021.92 lakhs
 - b. Foreign exchange outgo: Rs. 384.74 lakhs

ACKNOWLEDGEMENT

The Directors place on record their appreciation for the excellent services of the employees at all the levels. The Company also expresses its thanks to its shareholders, bankers, Central and State Governments and district level authorities, Stock Exchanges, dealers and customers of the Company for their valued support.

For and on behalf of the Board of Directors

Pune
May 22, 2017

Anuradha J. Desai
Chairperson

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

1. Industry Structure and Development :

The global economic growth remained subdued during the initial part of 2016, while picking up pace towards the end of the year. Overall, the global economy grew 2.6 per cent in the calendar year 2016.

India has emerged as the fastest growing major economy in the world as per the Central Statistical Organisation, with a growth of 7.1 percent for the financial year 2016-17. The agricultural sector reported a growth of 4.9 per cent on the back of good monsoon. The Reserve Bank of India has projected a GDP growth rate of 7.3 percent for the financial year 2017-18. A pick up in the discretionary consumer spending, reduction in bank lending rates after demonetization and robust Government spending are expected to aid in achieving this targeted GDP growth. Given this backdrop the poultry industry continued to grow at satisfactory rates.

For the forthcoming years the poultry industry is expected to continue its growth rates. Presently, the poultry industry is a Rs.100,000 crore industry that provides direct and indirect employment to 5.0 million people and also supports the economy of over 2.5 crore agricultural farmers, especially the maize and soya growers who are dependent on this industry. Price movements of maize and soya are very important for the poultry industry since 75% to 80% of the cost of feed ingredients consist of these two crops.

With an annual production of 67,000 million eggs, India ranks second in the world in egg production. The broiler production is estimated at 4.0 million tons of chicken meat and India ranks 3rd in the world.

2. Opportunities, Threats, Risks and Concerns:

The vast gap between our present per capita consumption (65 eggs and 3.9 kg of meat) and National Institute of Nutrition (NIN) recommended level (180 eggs and 11 kg of meat) offers an excellent opportunity for the growth of poultry industry at least for the next 20 years. Various factors like increasing disposable income and expected revival in industrial activity will

contribute to the growth in demand for poultry products and the industry has a promising future.

While the overall prospects for the poultry industry appear to be encouraging, the industry's growth is impacted by lack of adequate cold storage facilities at key locations and retail infrastructure. Also, higher volatile behaviour of feed ingredients prices is another concern for the poultry industry.

3. Segmentwise Performance:

a. Poultry and Poultry Products

The Company's major business segment is poultry and poultry products which consist of production and sale of day old broiler and layer chicks, specific pathogen free eggs, processed chicken products and poultry feed. In 2016-17 this segment's turnover was Rs.1,24,236 lakhs as compared to Rs.1,01,868 lakhs in the last year. The profit before tax and interest of this segment was Rs.18,438 lakhs as compared to Rs.7,452 lakhs in the previous year.

b. Animal Health Products

The Company has its animal health products manufacturing facility at Pune. This segment's sales turnover was Rs.17,911 lakhs as compared to Rs.15,169 lakhs. Profit before tax and interest was Rs.3,327 lakhs as against Rs. 2,626 lakhs in the last year.

c. Oilseed

This segment registered a sales turnover of Rs.1,10,310 lakhs as compared to Rs.1,00,124 lakhs last year. Profit before tax and interest was Rs.7,428 lakhs as against Rs.4,286 lakhs in the previous year.

4. Outlook

Presently the demand supply scenario for poultry products has shown signs of stabilization and the trend is likely to continue. This, along with the higher production volume after completion of various expansion projects, is expected to help the Company to register a better performance.



With the expectations of a normal monsoon and stable prices of key raw materials, the outlook for the year 2017-18 appears to be better as compared to the last year.

5. Internal Control Systems and their adequacy

The internal control system is designed to ensure that all the financial and other records are reliable for preparing financial statements and for maintaining accountability of the assets. The Company has a proper and adequate system of internal controls to ensure that all assets are safeguarded and protected against loss from unauthorised use or disposition and that transactions are authorised, recorded and reported correctly.

Commensurate with the size of operation, your Company has Internal Audit department which continuously reviews the internal control system by an exclusive programme of Internal Audit. The significant findings are then discussed by the Audit Committee of Directors and corrective measures are initiated. The Audit Committee also monitors the implementation of recommendations made by it.

6. Discussion on Financial Performance with respect to Operational Performance:

The turnover of the Company increased by 16.40% over the last year from Rs.2,12,696 lakhs

to Rs.2,47,558 Lakhs. The profit before tax from operations increased by 281% from Rs.5,405 lakhs to Rs.20,590 lakhs.

The long term borrowings of the Company during the year decreased by about 33.38% from Rs.25,377 lakhs to Rs.16,907 Lakhs. The short term borrowings of the Company during the year were decreased by about 31.47% from Rs.43,919 lakhs to Rs.30,102 Lakhs. Finance cost of the Company has decreased by 9.80% from Rs.8,545 lakhs to Rs.7,707 Lakhs.

Keeping in view liquidity, returns and also safety, the Company has invested certain funds in bank deposit and debt/liquid schemes of mutual funds.

7. Material Development in Human Resources / Industrial Relations front, including number of people employed:

In line with VH Group's corporate philosophy, the Human Resource is considered as the most valuable resource in the Company. The focus is on developing a performance culture with high standards of efficiency and innovation. Employee relations at all levels continue to remain cordial. As on 31st March, 2017 the Company has 5,173 employees.

REPORT ON CORPORATE GOVERNANCE

(Pursuant to Regulation 34(3) read with Clause C of Schedule V of the SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015)

A. MANDATORY REQUIREMENTS

1. Company's Philosophy on Code of Governance :

The Company is committed to benchmarking itself with the best in all areas including Corporate Governance. The Company's Philosophy of Corporate Governance is aimed at strengthening the confidence among shareholders, customers, employees and ensuring a long-term relationship of trust by maintaining transparency and disclosures. The Company believes in maintaining highest standards of quality and ethical conduct in all the activities of the Company.

2. Board of Directors, Composition, No. of Board Meetings attended during the year :

a) Composition and size of the Board.

As on 31st March, 2017 the Board consists of 9 Directors out of which 5 Directors are Independent Directors and 4 Directors are Non - Independent Directors.

Independent Directors are Non-executive Directors, who apart from receiving Director's Remuneration, do not have any other material pecuniary relationship or transactions with the Company, its promoters, its directors, its senior management or its associates, which, may affect the independence of the Director and who are not related to the promoters or senior management of the Company and who has not been an executive of the Company and who is not a partner or an executive of the statutory audit firm, internal audit firm, legal firm and consulting firm who is associated with the Company and who is not a material supplier, service provider or customer or a lessor or a lessee of the Company, which may affect the independence of the director and who is not a substantial shareholder of the company i.e. owning two percent or more of the block of voting shares.

b) No. of Board Meetings held during the year along with the dates of the Meetings.

During the year 2016-17, 6 (Six) meetings were held. The dates on which the said meetings were held are as follows:

1) 27th May, 2016, 2) 08th September, 2016, 3) 06th December, 2016, 4) 09th February, 2017, 5) 16th February, 2017, 6) 16th March, 2017.

c) Attendance of Directors:

Attendance of each Director at the Board Meetings and last Annual General Meeting (AGM) and the number of Companies and Committees where he/she is Director/Member.

Name of Director of the Company	Category of Directorship	No. of Board Meetings Attended	Attendance at last AGM held on 29 th September, 2016	No. of Directorships in other Public Companies	No. of Committee Positions [other than Venky's (India) Limited] in which Chairperson/Member	
					Chairperson	Member
Mrs. Anuradha J. Desai	Chairperson	6	Yes	1	5	5
Mr. B. Venkatesh Rao	Vice -Chairman	6	No	-	-	5
Mr. B. Balaji Rao	Managing Director	5	No	-	-	2
Mr. Jitendra M. Desai	Director	6	Yes	-	-	5
Mr. C. Jagapati Rao*	Director	6	No	2	-	-
Lt. Col. Ashok Mahajan (Retd.)*	Director	6	Yes	-	-	-



Name of Director of the Company	Category of Directorship	No. of Board Meetings Attended	Attendance at last AGM held on 29 th September, 2016	No. of Directorships in other Public Companies	No. of Committee Positions [other than Venky's (India) Limited] in which Chairperson/Member	
					Chairperson	Member
Col. Surinder Kumar (Retd.)*	Director	6	Yes	-	-	-
Brig. Rajeshwar Singh Rathore (Retd.)*	Director	6	Yes	-	-	-
Brig. Amrit Kapur (Retd.)*	Director	6	Yes	-	-	-

*Independent Directors

d) No. of Equity Shares held by Non-Executive Directors as of 31st March, 2017:

S. No.	Name of the Director	No. of Equity Shares as of 31 st March, 2017
1.	Mrs. Anuradha J. Desai	4,82,926
2.	Mr. B. Venkatesh Rao	66,051
3.	Mr. Jitendra M. Desai	30,079
4.	Mr. C. Jagapati Rao	21,372
5.	Lt. Col. Ashok Mahajan (Retd.)	Nil
6.	Col. Surinder Kumar (Retd.)	Nil
7.	Brig. Rajeshwar Singh Rathore (Retd.)	Nil
8.	Brig. Amrit Kapur (Retd.)	Nil

e) Disclosure of Relationship inter-se:

Mrs. Anuradha J. Desai is sister of Mr. B. Venkatesh Rao and Mr. B. Balaji Rao and spouse of Mr. Jitendra M. Desai. No other Directors are related to each other.

3. Details of Directors being appointed or re-appointed :

As per the provisions of the Companies Act, 2013 and Articles 141 to 143 of the Articles of Association of the Company, Mr. Jitendra M. Desai, Director is liable to retire by rotation at the ensuing Annual General Meeting and being eligible has offered himself for re-appointment.

Brief profile of the Director proposed for appointment / re-appointment.

Mr. Jitendra M. Desai, aged 55 years, is Director of the Company since 1993. He is a member of Institute of Chartered Accountants of India and has expertise in corporate structuring, financial management and taxation.

Mr. Jitendra M. Desai is Managing Director of Venkateshwara Research and Breeding Farm Private Limited and Whole-time Director of Venkateshwara Hatcheries Private Limited. He is Director in B.V. Bio-Corp Private Limited, Bala Industries and Entertainment Private Limited, Eastern Hatcheries Private Limited, Srivenk Investments and Finance Private Limited, Srivenk Biological Laboratories Private Limited, Uttara Masala Products Private Limited, Uttara Hatcheries and Agri-Farms Private Limited, Uttara Poultry and Agri Farms Private Limited, Uttara Biosciences Private Limited and Uttara Impex Private Limited. He is alternate Director in Venco Research and Breeding Farm Private Limited.

Mr. Jitendra M. Desai is member of Operations Committee, Share Transfer & Investors Grievances Committee and Audit Committee of Venky's (India) Limited.

4. Audit Committee

(Terms of Reference, Composition and Meetings held during the year.)

There were 5 (Five) meetings of the Audit Committee held during the year. The dates on which the said Audit Committee Meetings were held are as follows:

1) 27th May, 2016, 2) 08th September, 2016, 3) 6th December, 2016 4) 09th February, 2017 and 5) 16th March 2017

The attendance of each Member of the Committee is given below:

Name of Member	Number of Meetings attended
Mr. Jitendra M. Desai	5
Lt. Col. Ashok Mahajan (Retd.)	5
Col. Surinder Kumar (Retd.)	5
Brig. Rajeshwar Singh Rathore (Retd.)	5
Brig. Amrit Kapur (Retd.)	5

The Terms of Reference of this Committee cover the matters specified for Audit Committee under Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 (LODR) as well as in Section 177 of the Companies Act, 2013 as applicable.

The Audit Committee comprises of all the Non-Executive Directors. Lt. Col. Ashok Mahajan (Retd.), an Independent Director, is the Chairman of the Committee. Mr. Jitendra M. Desai, Col. Surinder Kumar (Retd.), Brig. Rajeshwar Singh Rathore (Retd.) and Brig. Amrit Kapur (Retd.) are the other members of the Committee. The Statutory Auditors and Internal Auditors are permanent invitees to the Audit Committee Meetings. The Company Secretary is the Secretary of the Audit Committee.

5. Nomination and Remuneration Committee

(Terms of Reference, Composition, Remuneration Policy and Meetings held during the year.)

The Terms of Reference of this Committee cover the matters specified for Nomination and Remuneration Committee under Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 (LODR) as well as in Section 178 of the Companies Act, 2013 as applicable and allied applicable rules.

The Nomination and Remuneration Committee comprises of all the Non-Executive Directors. Lt. Col. Ashok Mahajan (Retd.) an Independent Director is Chairman of the Committee and Mrs. Anuradha J. Desai and Col. Surinder Kumar (Retd.) are the other members of the Committee.

The Committee met twice on 27th May, 2016 and 16th March, 2017 and the details of attendance of each member are as follows:

Name of Member	Number of Meetings attended
Mrs. Anuradha J. Desai	2
Lt. Col. Ashok Mahajan (Retd.)	2
Col. Surinder Kumar (Retd.)	2



6. Remuneration to Directors

The remuneration of Directors is decided at the Board level and approval of the shareholders is obtained at a general meeting. The details of remuneration paid / payable to the Directors (including sitting fees paid for attending Board Meetings and Committee Meetings) during the financial year 2016-2017 are given below:

Directors	Salary (Rs.)	Perquisites # (Rs.)	Commission Payable (Rs.)	Sitting Fees (Rs.)	Total (Rs.)
Mrs. Anuradha J. Desai	-	-	1,25,000	95,000	2,20,000
Mr. B. Venkatesh Rao	-	-	1,25,000	95,000	2,20,000
Mr. B. Balaji Rao	12,00,000	17,75,000	3,00,000	-	32,75,000
Mr. Jitendra M. Desai	-	-	1,25,000	1,15,000	2,40,000
Mr. C. Jagapati Rao	-	-	1,25,000	30,000	1,55,000
Lt. Col. Ashok Mahajan (Retd.)	-	-	1,25,000	50,000	1,75,000
Col. Surinder Kumar (Retd.)	-	-	1,25,000	50,000	1,75,000
Brig. Rajeshwar Singh Rathore (Retd.)	-	-	1,25,000	50,000	1,75,000
Brig. Amrit Kapur (Retd.)	-	-	1,25,000	50,000	1,75,000
TOTAL	12,00,000	17,75,000	13,00,000	5,35,000	48,10,000

Perquisites includes House Rent Allowance, Leave Travel Assistance and Company's contribution to Provident and Superannuation Funds, Gratuity and other allowances.

The Company has no stock option scheme for any of its Directors.

Except for the above, there are no pecuniary transactions between the Company and Non-Executive Directors.

7. Stakeholders Relationship Committee

(Composition, Number of investor complaints received, number of complaints redressed.)

Mrs. Anuradha J. Desai is the Chairperson of the Committee, Mr. B. Venkatesh Rao and Mr. Jitendra M. Desai are the other members of the Committee. The Company Secretary is the Compliance Officer.

During the period under review, 70 complaints were received from the shareholders and others and all of them have been resolved to date to the satisfaction of shareholders.

There are no investor complaints pending as on 31st March, 2017

8. Details of last Three General Meetings

Details of the location of the last three Annual General Meetings (AGM), including Extra-Ordinary General Meetings and the details of the resolutions passed or to be passed by the Postal Ballot :

Sr. No.	Meeting	Date, Time and Place
1.	AGM for the year 2015-16	29 th September, 2016 at 10.30 a.m. at Hotel Le Meridian, Raja Bahadur Mill Road, Near Pune Railway Station, Pune – 411 001
2.	AGM for the year 2014-15	16 th September, 2015 at 10.30 a.m. at Hotel Le Meridian, Raja Bahadur Mill Road, Near Pune Railway Station, Pune – 411 001
3.	AGM for the year 2013-14	27 th August, 2014 at 10.30 a.m. at Best Western The Pride Hotel, 5, University Road, Shivaji Nagar, Pune – 411 005.

No Extra-ordinary General Meeting was held during the period under consideration. All the resolutions set out in the respective notices were passed by the shareholders.

9. Code of Conduct:

The Company has in place a Code of Conduct applicable to the Board Members as well as the Senior Management. All the Board Members and the Senior Management Personnel have affirmed compliance with Code of Conduct, as on 31st March, 2017.

10. Managing Director / CFO Certification:

The Managing Director and Chief Financial Officer have certified to the Board of Directors, inter alia, the accuracy of Financial Statements and adequacy of Internal Controls for the financial reporting purpose as required under Regulation 17 (8) of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015, for the year ended 31st March, 2017.

11. Disclosures

There are no material related party transactions made by the Company with its Promoters, Directors or Management or their Subsidiaries or Relatives etc. that may have potential conflict with the interests of the Company at large. The Register of Contracts containing the transactions in which Directors are interested is placed before the Board regularly for its approval. The transactions with the related parties are disclosed in Note No. 14 of the Accounts in this Annual Report.

The track record of the Company in handling shareholders' grievances has been very good. During the last three years there were no penalties imposed either by Securities and Exchange Board of India (SEBI) or the Stock Exchanges or any statutory authority for non-compliance of any matter relating to the capital markets.

12. Means of communication (Publishing of financial results in newspapers English and Marathi)

The quarterly / yearly financial Results of the Company are published in widely circulating national dailies such as:

1. Loksatta (Marathi).
2. Financial Express (English)

The Company's results and official news releases are displayed on Company's website www.venkys.com.

13. General Shareholders Information

Particulars	Details
Annual General Meeting Date	Monday, 11 th September, 2017
Time	10.30 A.M.
Venue	Sheraton Grand Pune Bund Garden Hotel, Raja Bahadur Mill Road, Near Pune Railway Station, Pune - 411001.
Financial Calendar 2017-18	i. First Quarter Results – upto August 14, 2017. ii. Second Quarter Results – upto November 15, 2017. iii. Third Quarter Results – upto February 15, 2018. iv. Audited Results for the year ending 31 st March, 2018 – end of May, 2018
Date of Book Closure	4 th September, 2017 to 8 th September, 2017
Dividend Payment Details	Within 30 Days after Annual General Meeting.



Venky's (India) Limited

Names & Address of Stock Exchanges in which it is listed and scrip code. Confirmation of payment of annual Listing Fees	I. Bombay Stock Exchange Limited -- 523261 Address : P.J. Towers, Dalal Street, Mumbai- 400 001 II. National Stock Exchange of India Limited – VENKEYS Address: Exchange Plaza, Bandra Kurla Complex, Bandra (E) Mumbai - 400 051 The Company has paid listing fees in the time limit prescribed.
Demat ISIN number for NSDL and CDSL	INE 398A01010
Registrar & Transfer Agent	M/s Bigshare Services Private Limited, 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai 400059
Share Transfer System	All the transfers received are processed at the office of Registrar and Share Transfer Agent and are approved by the "Stakeholders Relationship Committee" which meets twice in a month or more depending on the volume of transfers. Share transfers are registered and returned within 15 Days from the date of lodgement, if documents are complete in all respects.

Monthly Market High / Low for the year 2016-2017 on National Stock Exchange of India Limited.

Month	High (Rs.)	Low (Rs.)	Month	High (Rs.)	Low (Rs.)
April 2016	403.85	344.95	October 2016	567.00	515.15
May 2016	424.45	372.00	November 2016	530.00	397.50
June 2016	444.85	380.15	December 2016	513.90	410.55
July 2016	516.95	425.10	January 2017	516.00	422.00
August 2016	485.00	429.00	February 2017	896.00	506.00
September 2016	577.00	436.20	March 2017	1072.65	769.90

(Source: www.nseindia.com)

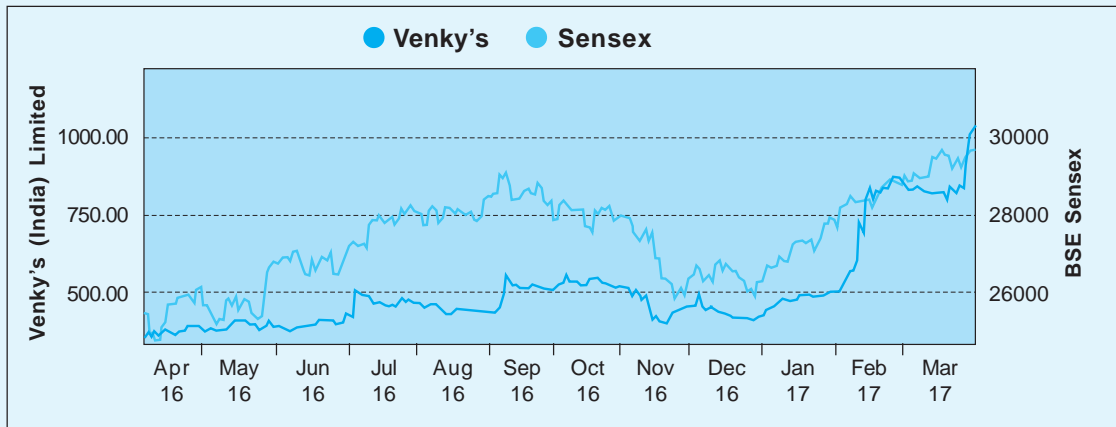
Monthly Market High / Low for the year 2016-2017 on Bombay Stock Exchange Limited.

Month	High (Rs.)	Low (Rs.)	Month	High (Rs.)	Low (Rs.)
April 2016	434.00	345.20	October 2016	567.50	515.25
May 2016	426.00	374.40	November 2016	528.00	397.25
June 2016	446.00	377.05	December 2016	513.00	410.05
July 2016	528.50	427.00	January 2017	518.00	425.10
August 2016	484.50	424.50	February 2017	896.60	498.65
September 2016	578.00	434.05	March 2017	1073.60	781.00

(Source: www.bseindia.com)

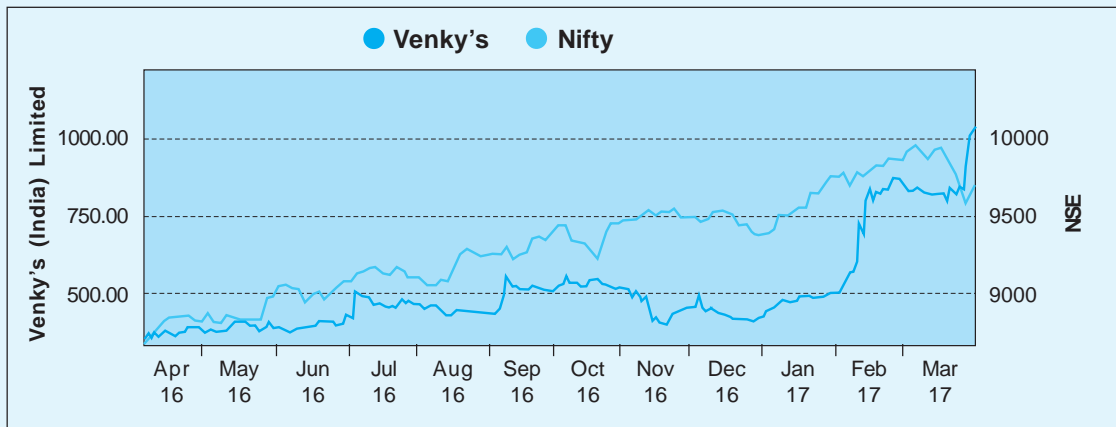
Comparative Price Charts:

Bombay Stock Exchange Limited V/s Venky's (India) Limited



(Source: www.moneycontrol.com)

National Stock Exchange of India Limited V/s Venky's (India) Limited



(Source: www.moneycontrol.com)



Distribution of shareholding and its patterns as on 31.03.2017

I. Distribution of Shareholding

No. of Equity Shares held	No. of Folios	%	No. of Shares	%
1 – 500	20,451	95.90	15,53,276	11.03
501 – 1000	456	2.14	3,29,145	2.34
1001 – 2000	202	0.95	2,86,593	2.03
2001 – 5000	118	0.55	3,78,300	2.68
5001 – 10000	35	0.16	2,51,550	1.79
10001 & above	64	0.30	1,12,88,472	80.13
Total	21,326	100	1,40,87,336	100

II. Shareholding Pattern:

Category	No. of Shares	%
Promoters	78,01,558	55.37
Mutual Funds / Unit Trust of India	1,812	0.01
Financial Institutions / Banks	8,845	0.06
Foreign Institutional Investors	30,502	0.22
Private Bodies Corporate	11,71,478	8.32
Non-resident Indians	88,557	0.63
Public	49,84,584	35.39
Total	1,40,87,336	100

Dematerialisation of shares and liquidity:

About 93.66 % of the paid-up capital of the Company was dematerialised as on 31st March, 2017. The Company has not issued any GDRs/ ADRs/ warrants or any convertible instruments.

Unclaimed Dividend:

Unclaimed dividend up to and for the year 2008-09 has been transferred to the Investor Education and Protection Fund (IEPF) established by Central Government.

According to the provisions of the Companies Act, 2013, if the amount in the Dividend Account remained unclaimed for the period of 7 years from the date of disbursement, then same has to be transferred to IEPF. Following are the details of the unclaimed Dividend, if not claimed within the period of 7 years then same will be transferred to IEPF in accordance with the schedule given below:

Financial Year	Date of declaration of dividend	Total Dividend (Rs.)	Unclaimed Dividend as on 31 st March, 2017 (Rs.)	Due date for transfer to IEPF
2009-10	27.08.2010	3,75,66,000	9,66,532	02.11.2017
2010-11	05.08.2011	4,69,58,000	11,99,730	02.09.2018
2011-12	23.08.2012	4,69,58,000	12,98,770	21.09.2019
2012-13	12.08.2013	4,69,58,000	13,69,625	09.09.2020
2013-14	27.08.2014	4,69,58,000	14,40,420	26.09.2021
2014-15	16.09.2015	4,69,58,000	15,02,895	15.10.2022
2015-16	29.09.2016	7,04,36,680	21,96,265	28.10.2023

Location of Units:

A. Maharashtra

- Pune - Breeder Farms, Specific Pathogen Free Egg, Poultry Feed, Animal Health Products, Chicken Processing, Commercial Farms.
- Solapur - Solvent Extraction, Refinery and Poultry Feed.
- Nanded - Solvent Extraction and Refinery.

B. Gujrat

- Anand - Breeder Farms & Hatchery

C. Uttaranchal

- Dehradun - Breeder Farms, Hatchery and Poultry Feed.

D. Uttar Pradesh

- Allahabad - Breeder Farm, Hatchery and Poultry Feed and Commercial Farms.
- Sunderpur - Breeder Farm
- Jasmour - Breeder Farm
- Basti – Hatchery & Commercial Farms
- Jagdishpur - Commercial Farms
- Faizabad - Commercial Farms
- Sangipur - Commercial Farms
- Varanasi - Commercial Farms
- Partapgarh - Commercial Farms
- Agra - Commercial Farms
- Sujanganj – Commercial Farms

E. Haryana

- Sonapat - Breeder Farms and Hatchery
- Panipat - Breeder Farms and Hatchery
- Ambala - Breeder Farms, Hatchery, Poultry Feed, Commercial Farms.
- Hissar - Commercial Farms
- Hansi - Commercial Farms
- Kurukshetra - Commercial Farms
- Kaithal - Commercial Farms
- Yamuna Nagar - Commercial Farms
- Tohana - Commercial Farms

F. Punjab

- Ludhiana - Breeder Farms, Hatchery, Commercial Farms and Packaging unit
- Hoshiarpur - Breeder Farms, Hatchery and Commercial Farms
- Gurdaspur - Commercial Farms
- Pathankot - Commercial Farms
- Batala - Commercial Farms
- Sangrur - Commercial Farms
- Barnala - Commercial Farms
- Patiala - Commercial Farms
- Mansa – Commercial Farms

G. Madhya Pradesh

- Rewa - Breeder Farms and Hatchery

H. Himachal Pradesh

- Kangra - Hatchery
- Nalagarh - Breeder Farms, Hatchery
- Una - Commercial Farms
- Bangana – Commercial Farms

I. Jammu and Kashmir

- Kathua - Hatchery.



J. Bihar

- Mujjafarpur– Hatchery
- Arrah – Hatchery

K. Rajasthan

- Chirawa – Commercial Farms
- Sikar – Commercial Farms
- Navalgarh – Commercial Farms
- Neem ka thana – Commercial Farms
- Bagru – Commercial Farms

Address for correspondence.

Shareholders' correspondence should be addressed to Registrar and Transfer Agent, M/s Bigshare Services Private Limited. Shareholders holding shares in electronic mode should address all their correspondence to their respective Depository Participants. For dividend related queries, shareholders may contact Mr. S. Kannan, Assistant General Manager – Secretarial (Mob.No. 0988 147 3832) or Mr. Rohan Bhagwat, Company Secretary (Mob.No.095 45 22 88 22) at the registered office, Tel Nos. : 020 – 24251530 to 41 or Email: corp.shares@venkys.com.

B. NON-MANDATORY REQUIREMENTS :

a. The Board

Whether Chairman of the Board is entitled to maintain a Chairman's office at the Company's expenses and also allowed reimbursement of expenses incurred in performance of his duties.	Expenses incurred in performance of duties by the Chairperson are reimbursed.
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b. Shareholder Rights

The half yearly declaration of financial performance including summary of the significant events in last six months should be sent to each household of shareholders.	The Company's half yearly results are published in English and Marathi newspapers having wide circulation and uploaded on the Company's website i.e. www.venkys.com.
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c. Audit Qualifications

Company may move towards a regime of unqualified financial statements.	The Company's financial statements have been unqualified till date.
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d. Separate posts of Chairman and Managing Director / CEO

The Company may appoint separate persons to the post of Chairman and Managing Director / CEO.	The Company already has separate persons for the post of Chairperson and Managing Director.
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e. Reporting of Internal Auditor

The internal auditor may report directly to the Audit Committee.	The internal auditor has direct access to the Audit Committee Chairman and members and is also an invitee for audit committee meetings.
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DECLARATION UNDER REGULATION 34(3) READ WITH CLAUSE D OF SCHEDULE V TO SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENT) REGULATIONS, 2015

This is to confirm that, all the Board Members and Senior Management Personnel of Venky's (India) Limited have affirmed compliance with the respective Codes of Conduct for the Financial Year ended 31st March, 2017.

CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members of
VENKY'S (INDIA) LIMITED
Pune

I have examined the compliance of conditions of Corporate Governance by Venky's (India) Limited for the year ended 31st March, 2017 as stipulated in Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) as referred to in Regulation 15(2) of the SEBI Listing Regulations.

The compliance of conditions of Corporate Governance is the responsibility of the Management. My examination was limited to procedures and implementations thereof, adopted by the Company for ensuring 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 my opinion and to the best of my information and according to the explanation given to me and the representations made by the Management, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Regulations.

I 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.

Pune
May 22, 2017

P. L. Shettigar
Practicing Company Secretary
Manek Hall, Premises Monaa Hotels Pvt. Ltd.,
2, East Street,
Pune - 411001.
C.P. Number : 2917
Membership Number : FCS 3816



**Annexure C
FORM NO. MGT-9**

EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31.03.2017

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

I. REGISTRATION AND OTHER DETAILS:

- i) CIN : L01222PN1976PLC017422
- ii) Registration Date : 01/07/1976
- iii) Name of the Company : VENKY'S (INDIA) LIMITED
- iv) Category / Sub-Category of the Company : Company limited by shares / Indian Non-Government Company
- v) Address of the Registered office and contact details : "Venkareshwara House" Survey No. 114/ A/2 Pune Sinhagad Road, Pune 411 030. Tel. No. : 020 - 24251530-41
- vi) Whether listed company Yes / No : Yes
- vii) Name, Address and Contact details of Registrar and Transfer Agent, if any : M/s. Bigshare Services Private Limited
1st Floor, Bharat Tin Works Building,
Opp. Vasant Oasis, Makwana Road,
Marol, Andheri East, Mumbai 400059
Tel: 022 - 62638200.
Fax: 022 - 62638299
Email: investor@bigshareonline.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated:-

S. No	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Sale of grownup commercial broiler	01461	18.90%
2	Sale of Day old commercial chicks	01463	14.33%
3	Sale of Refined oil	10402	12.54%
4	Sale of De-Oiled Cake for Poultry Feed	10406	29.69%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES –

S. No	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% of shares held	Applicable Section
1	Venkareshwara Hatcheries Private Limited "Venkareshwara House", H. No. 3-5-808 & 808/1, Hyderguda, Hyderabad 500 029	U01222AP1971PTC001422	Holding Company	51.02%	Section 2 (46) & Section 2 (87) (ii) of the Companies Act, 2013

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
	demat	physical	Total	% of total shares	demat	physical	Total	% of total shares	
A. PROMOTERS									
(1) INDIAN									
a) Individual/ HUF	614644	0	614644	4.35	614644	0	614644	4.35	0
b) Central Govt	0	0	0	0.00	0	0	0	0.00	0
c) State Govt (s)	0	0	0	0.00	0	0	0	0.00	0
d) Bodies Corp.	7186914	0	7186914	51.02	7186914	0	7186914	51.02	0
e) Banks / FI	0	0	0	0.00	0	0	0	0.00	0
f) Any Other....	0	0	0	0	0	0	0	0	0
Sub-total (A) (1):-	7801558	0	7801558	55.38	7801558	0	7801558	55.38	0
(2) Foreign									
a) NRIs – Individuals	0	0	0	0.00	0	0	0	0.00	0
b) Other – Individuals	0	0	0	0.00	0	0	0	0.00	0
c) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0
d) Banks / FI	0	0	0	0.00	0	0	0	0.00	0
e) Any Other...	0	0	0	0.00	0	0	0	0.00	0
Sub-total (A)(2):	0	0	0	0.00	0	0	0	0.00	0
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	7801558	0	7801558	55.38	7801558	0	7801558	55.38	0
Public Shareholding									
1. Institutions									
a) Mutual Funds	676	1136	1812	0.01	676	1136	1812	0.01	0
b) Banks / FI/NBFC	2390	248	2638	0.02	22097	248	22345	0.06	0.04
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIs	8700	2397	11097	0.08	28105	2397	30502	0.22	0.14
h) Foreign Venture Capital Funds/FPIs	0	0	0	0	85642	0	85642	0.61	0.61
i) Others(foreign bank)	315	0	315	0.00	315	0	315	0.00	0
(i-1) NRIs / Banks	0	0	0	0	0	0	0	0	0
Sub-total (B)(1):-	12081	3781	15862	0.11	136835	3781	140616	0.90	0.79
2. Non Institutions									
a) Bodies Corp.									
i) Indian	1133834	4849	1138683	8.08	1166659	4819	1171478	8.32	0.24
ii) Overseas	0	4699	4699	0.03	0	4699	4699	0.03	0
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	2030389	799907	2830296	20.09	1628251	754783	2383034	16.92	-3.17
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	2035000	111529	2146529	15.24	2317825	111529	2429354	17.24	2.00
c) Others(specify)									
(c-i) NRIs /OCBS	79059	12225	91284	0.65	76380	12177	88557	0.63	-0.02
(c-ii) Clearing Member	58425	0	58425	0.41	67940	0	67940	0.48	0.07
(c-iii) Trust	0	0	0	0.00	100	0	100	0.00	0
Sub-total (B)(2):-	5336707	933209	6269916	44.51	5257155	888007	6145162	43.62	-0.89
Total Public Shareholding (B)=(B)(1)+ (B)(2)	5348788	936990	6285778	44.62	5393990	891788	6285778	44.62	0
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0.00	0	0	0	0.00	0
Grand Total (A+B+C)	13150346	936990	14087336	100.00	13150346	936990	14087336	100.00	



(ii) Shareholding of Promoters

S. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Mrs. Anuradha J. Desai	482926	3.43	0.00	482926	3.43	0.00	0.00
2.	Mr. B. Venkatesh Rao	66051	0.47	0.00	66051	0.47	0.00	0.00
3.	Mr. B. Balaji Rao	65667	0.47	0.00	65667	0.47	0.00	0.00
4.	M/s. Venkateshwara Hatcheries Private Limited	7186914	51.02	0.00	7186914	51.02	0.00	0.00

(iii) Change in Promoters' Shareholding (please specify, if there is no change): There is no change in the Promoters Shareholding.

S. No	Shareholder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total Shares of the company	No. of shares	% of total Shares of the company
1	Mrs. Anuradha J. Desai				
	At the beginning of the year	4,82,926	3.43	4,82,926	3.43
	Increase in Share holding during the year	NIL	NIL	NIL	NIL
	At the End of the year	4,82,926	3.43	4,82,926	3.43
2	Mr. B. Venkatesh Rao				
	At the beginning of the year	66,051	0.47	66,051	0.47
	Increase in Share holding during the year	NIL	NIL	NIL	NIL
	At the End of the year	66,051	0.47	66,051	0.47
3	Mr. B. Balaji Rao				
	At the beginning of the year	65667	0.47	65667	0.47
	Increase in Share holding during the year	NIL	NIL	NIL	NIL
	At the End of the year	65667	0.47	65667	0.47
4	Venkateshwara Hatcheries Private Limited				
	At the beginning of the year	7186914	51.02	7186914	51.02
	Increase in Share holding during the year	NIL	NIL	NIL	NIL
	At the End of the year	7186914	51.02	7186914	51.02

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(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

No.	Name	Shareholding		Dates	Increase / Decrease in Shareholding	Reason	Cumulative Shareholding during the year	
		No. of Shares at 01.04.16 / 31.03.17	% of total shares of the Company				No. of shares	% of total shares of the Company
1	Tasha Enterprises LLP	460,863	3.27	1-Apr-16	-	-	-	-
				9-Sep-16	3,377	Purchase	4,64,240	3.30
				3-Mar-17	4,289	Purchase	4,68,529	3.33
				31-Mar-17	-	-	-	-
		4,68,529	3.33					
2	Deepak Bhagnani	358,756	2.55	1-Apr-16	-	-	-	-
				8-Apr-16	8,445	Purchase	3,67,201	2.61
				27-May-16	3,870	Purchase	3,71,071	2.63
				2-Feb-17	1,558	Purchase	3,72,629	2.65
				10-Feb-17	1,200	Purchase	3,73,829	2.65
				10-Mar-17	972	Purchase	3,74,801	2.66
				31-Mar-17	-	-	3,74,801	2.66
						3,74,801	2.66	
3	Deepak Bhagnani	234,964	1.67	1-Apr-16	-	-	-	-
				6-May-16	19,916	Purchase	2,54,880	1.81
				13-May-16	13,832	Purchase	2,68,712	1.91
				20-May-16	37,336	Purchase	3,06,048	2.17
				27-May-16	5,120	Purchase	3,11,168	2.21
				10-Jun-16	1,550	Purchase	3,12,718	2.22
				17-Jun-16	11,142	Purchase	3,23,860	2.30
				24-Jun-16	6,915	Purchase	3,30,775	2.25
				30-Jun-16	3,763	Purchase	3,34,538	2.37
				12-Aug-16	3,467	Purchase	3,38,005	2.40
				7-Oct-16	400	Purchase	3,38,405	2.40
				21-Oct-16	913	Purchase	3,39,318	2.41
				23-Dec-16	888	Purchase	3,40,206	2.42
				10-Mar-17	3,102	Purchase	3,43,308	2.44
				17-Mar-17	109	Purchase	3,43,417	2.44
		3,43,417	2.44					
4	Kirti Bhagnani	195,752	1.39	1-Apr-16	-	-	-	-
				8-Apr-16	54,094	Purchase	2,49,846	1.77
				15-Apr-16	25,407	Purchase	2,75,253	1.95
				24-Feb-17	7,255	Purchase	2,82,508	2.01
				3-Mar-17	10,568	Purchase	2,93,076	2.08
				31-Mar-17	-	-	2,93,076	2.08
		2,93,076	2.08					
5	Eadala Padmaja	115,419	0.82	1-Apr-16	-	-	-	-
				10-Feb-17	-1,766	Sale	1,13,653	0.81
				17-Feb-17	-2,300	Sale	1,11,353	0.79
				24-Feb-17	-2,200	Sale	1,09,153	0.77
				03-Mar-17	-1,400	Sale	1,07,753	0.76
				31-Mar-17	-5,200	Sale	1,02,553	0.73
				31-Mar-17	-	-	1,02,553	0.73
		1,02,553	0.73					
6	Srinivasa Hatcheries Limited	112,321	0.80	1-Apr-16	-	-	-	-
				13-Jan-17	-494	Sale	1,11,827	0.79
				20-Jan-17	-1,405	Sale	1,10,422	0.78
				27-Jan-17	-1,600	Sale	1,08,822	0.77
				3-Feb-17	-2,630	Sale	1,06,192	0.75
				10-Feb-17	-4,888	Sale	1,01,304	0.72
				17-Feb-17	-2,200	Sale	99,104	0.70
				24-Feb-17	-2,400	Sale	96,704	0.69
				3-Mar-17	-1,505	Sale	95,199	0.68
				10-Mar-17	-500	Sale	94,699	0.67
				31-Mar-17	-4,710	Sale	89,989	0.64
				31-Mar-17	-	-	89,989	0.64
						89,989	0.64	



Venky's (India) Limited

No.	Name	Shareholding		Dates	Increase / Decrease in Shareholding	Reason	Cumulative Shareholding during the year	
		No. of Shares at 01.04.16 / 31.03.17	% of total shares of the Company				No. of shares	% of total shares of the Company
7	Roopa B. Rao	106,482	0.76	1-Apr-16	-	-	-	-
				17-Jun-16	-5,482	Sale	1,01,000	0.72
				30-Jun-16	-1,000	Sale	1,00,000	0.71
				8-Jul-16	-8,000	Sale	92,000	0.65
				15-Jul-16	-2002	Sale	89,998	0.64
				22-July-16	-2998	Sale	87,000	0.62
				26-Aug-16	-2000	Sale	85,000	0.60
				9-Sep-16	-6000	Sale	79,000	0.56
				23-Sep-16	-1000	Sale	78,000	0.55
				7-Oct-16	-2000	Sale	76,000	0.54
				17-Feb-17	-2000	Sale	74,000	0.53
				24-Feb-17	-500	Sale	73,500	0.52
				3-Mar-17	-500	Sale	73,000	0.52
				10-Mar-17	-500	Sale	72,500	0.51
31-Mar-17	-2500	Sale	70,000	0.50				
		70,000	0.50	31-Mar-17	-	-	70,000	0.50
8	Tasha Investment Advisors Private Limited	98,506	0.70	1-Apr-16	-	-	-	-
				8-July-16	-1,340	Sale	97,166	0.69
				15-July-16	-94,191	Sale	2,975	0.02
				2-Sep-16	-1,537	Sale	1,438	0.01
				7-Oct-16	-1,438	Sale	-	-
				31-Mar-17	-	-	-	-
		0	0.00					
9	Tasha Investment Advisors LLP	0	0.00	1-Apr-16	-	-	-	-
				15-July-16	94,191	Purchase	94,191	0.67
				12-Aug-16	1,833	Purchase	96,024	0.68
				19-Aug-16	382	Purchase	97,844	0.69
				31-Mar-17	-	-	97,844	0.69
		97,844	0.69					
10	Anjul	78,850	0.56	1-Apr-16	-	-	-	-
				31-Mar-17	-	-	78,850	0.56
11	Logo Fashion Textile Private Limited	61,287	0.44	8-Apr-16	30,160	Purchase	91,447	0.65
				29-Apr-16	-2500	Sale	88,947	0.63
				6-May-16	-1500	Sale	87,447	0.62
				13-May-16	-1500	Sale	85,947	0.61
				20-May-16	-2500	Sale	83,447	0.59
				27-May-16	-497	Sale	82,950	0.59
				3-Jun-16	-11,771	Sale	71,179	0.51
				30-Jun-16	-200	Sale	70,979	0.50
				8-July-16	-1,313	Sale	69,666	0.49
				29-Sep-16	-2,000	Sale	67,666	0.48
				14-Oct-16	1,280	Purchase	68,946	0.49
				21-Oct-16	3,759	Purchase	72,705	0.52
				11-Nov-16	3,590	Purchase	76,295	0.54
				25-Nov-16	908	Purchase	77,203	0.55
		77,203	0.55	31-Mar-17	-	-	77,203	0.55
12	Kaushik Poddar	76,500	0.54	1-Apr-16	-	-	76,500	0.54
				31-Mar-17	-	-	76,500	0.54

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	For Each of the Directors and KMP	Shareholding		Cumulative Shareholding during the year
		No. of shares	% of total shares of the company	No. of shares
1	Mrs. Anuradha J. Desai			
	At the beginning of the year	4,82,926	3.43	4,82,926
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	0	NIL	0
	At the End of the year	4,82,926	3.43	4,82,926
2	Mr. B. Venkatesh Rao			
	At the beginning of the year	66,051	0.47	66,051
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	0	NIL	0
	At the End of the year	66,051	0.47	66,051
3	Mr. B. Balaji Rao			
	At the beginning of the year	65667	0.47	65667
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	0	NIL	0
	At the End of the year	65667	0.47	65667
4	Mr. Jitendra M. Desai			
	At the beginning of the year	30,079	0.21	30,079
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	0	NIL	0
	At the End of the year	30,079	0.21	30,079
5	Mr. C. Jagapati Rao			
	At the beginning of the year	21,372	0.15	21,372
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	0	NIL	0
	At the End of the year	21,372	0.15	21,372



Sl. No.	For Each of the Directors and KMP	Shareholding		Cumulative Shareholding during the year
		No. of shares	% of total shares of the company	No. of shares
6	Lt. Col. Ashok Mahajan (Retd.)			
	At the beginning of the year	NIL	NIL	NIL
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NIL	NIL	NIL
	At the End of the year	NIL	NIL	NIL
7	Col. Surinder Kumar (Retd.)			
	At the beginning of the year	NIL	NIL	NIL
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NIL	NIL	NIL
	At the End of the year	NIL	NIL	NIL
8	Brig. Rajeshwar Singh Rathore (Retd.)			
	At the beginning of the year	NIL	NIL	NIL
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NIL	NIL	NIL
	At the End of the year	NIL	NIL	NIL
9	Brig. Amrit Kapur (Retd.)			
	At the beginning of the year	NIL	NIL	NIL
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NIL	NIL	NIL
	At the End of the year	NIL	NIL	NIL
10	Mr. Ashok G. Bauskar			
	At the beginning of the year	NIL	NIL	NIL
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NIL	NIL	NIL
	At the End of the year	NIL	NIL	NIL

V. INDEBTEDNESS :

DETAILS OF INDEBTEDNESS AS OF 31/03/2017.

(Rs. in Lakhs)

Indebtedness of the company including interest outstanding accrued but not due for payment	Secured Loans excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	63,610	11,000	NIL	74,610
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	838	NIL	838
Total (i+ii+iii)	63,610	11,838	NIL	75,448
Change in Indebtedness during the financial year				
● Addition	NIL	NIL	NIL	NIL
● Reduction	(14,230)	(5,840)	NIL	(20,070)
Net Change	(14,230)	(5,840)	NIL	(20,070)
Indebtedness at the end of the financial year				
i) Principal Amount	49,380	5,100	NIL	54,480
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	898	NIL	898
Total (i+ii+iii)	49,380	5,998	NIL	55,378

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(Rs.in Lakhs)

Sl. no.	Particulars of Remuneration	Name of MD/WTD/Manager	
		Mr. B. Balaji Rao	Total
1.	Gross salary		
(a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (including fixed commission of Rs. 3 lakhs)	23.00	23.00
(b)	Value of perquisites u/s 17(2) Income-tax Act, 1961	6.03	6.03
(c)	Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0
2.	Stock Option	NIL	NIL
3.	Sweat Equity	NIL	NIL
4.	Commission		
	- as % of profit	NIL	NIL
	- others	NIL	NIL
5.	Others, please specify (Contribution to PF and other funds)	3.72	3.72
	Total (A)	32.75	32.75
	Ceiling as per the Companies Act, 2013	620.00	620.00



Venky's (India) Limited

B. Remuneration to other directors:

No.	Particulars of Remuneration	Name of Directors					Total
		Mr. C. Jagapati Rao	Lt. Col. Ashok Mahajan (Retd.)	Col. Surinder Kumar (Retd.)	Brig. Rajeshwar Singh Rathore (Retd.)	Brig. Amrit Kapur (Retd.)	
1	Independent Directors						
	● Fee for attending board / Committee meetings	30,000	50,000	50,000	50,000	50,000	2,30,000
	● Commission	1,25,000	1,25,000	1,25,000	1,25,000	1,25,000	6,25,000
	● Others, please specify (Out of pocket expenses for attending Board / Committee Meetings.)	9,000	15,000	15,000	15,000	15,000	69,000
	Total (1)	1,64,000	1,90,000	1,90,000	1,90,000	1,90,000	9,24,000
2	Non Executive Directors	Mrs. Anuradha J. Desai	Mr. B. Venkatesh Rao	Mr. Jitendra M. Desai	-	-	Total
	● Fee for attending board / committee meetings	95,000	95,000	1,15,000	-	-	3,05,000
	● Commission	1,25,000	1,25,000	1,25,000	-	-	3,75,000
	● Others, please specify: (Out of pocket expenses for attending Board / Committee Meetings.)	28,500	28,500	34,500	-	-	91,500
	Total (2)	2,48,500	2,48,500	2,74,500	-	-	7,71,500
	Total (B)=(1+2)	-	-	-	-	-	16,95,500
	Total Managerial Remuneration	-	-	-	-	-	49,70,000
	Overall Ceiling as per the Companies Act, 2013						13,64,00,000

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

Sl. no.	Particulars of Remuneration	Key Managerial Personnel (Rs.in Lakhs)
		CFO & CS
1.	Gross salary	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	15.82
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0
2.	Stock Option	NIL
3.	Sweat Equity	NIL
4.	Commission	
	- as % of profit	0
	-others, specify...	0
5.	Others, please specify	0
	Total	15.82

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VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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

For and on behalf of the Board of Directors

Pune
May 22, 2017

Anuradha J. Desai
Chairperson



ANNEXURE D

CORPORATE SOCIAL RESPONSIBILITY (CSR)

[Pursuant to clause (o) of sub-section (3) of section 134 of the Act and Rule 9 of the Companies (Corporate Social Responsibility) Rules, 2014]

1. A brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs:

The Company's objective is managing its business processes to produce an overall positive impact on the society at large and create wellness. The Company perceives CSR as a strategic social investment aimed at uplifting the society at large. Over the years your company is striving to achieve a fine balance of economic and social imperative. The Company contributes for this purpose through a registered trust viz Venkateshwara Charitable Foundation. The Company year after year is contributing to the social cause for betterment of society and also monitor its end use. At present the contribution made by the Company to Venkateshwara Charitable Foundation is primarily used for activities like a)Eradicating hunger, malnutrition, promoting preventive health care and sanitation and making available safe drinking water and b)Promoting education, including special education and employment enhancing vocation skills. The CSR policy adopted by the Company is available on its website at http://www.venkys.com/CSR_Policy.pdf.

2. CSR Committee: The CSR committee provides oversight of policy execution to ensure that CSR objectives of the Company are met. CSR committee comprises:

- (a) Mr. B. Venkatesh Rao – Chairman
- (b) Mr. Jitendra M. Desai - Member
- (c) Col. Surinder Kumar (Retd.) - Member

3. Average net profit of the company for last three financial years: Rs. 42.52 Crores

4. Prescribed CSR Expenditure (two per cent of the amount as in item 3 above) : Rs.0.85 Crores
The current CSR expenditures are Rs.0.90 Crores.

5. Details of CSR spent during the financial year.

- (a) Total amount to be spent for the financial year: Rs.0.85 Crores;
- (b) Amount unspent, if any: NIL;
- (c) Manner in which the amount spent during the financial year is detailed below.

(Amount in Rs. Crores)

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
S. No	CSR project or activity identified	Sector in which the Project is covered	Projects or programs(1) Local area or other (2) Specify the State and district where projects or programs was undertaken	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs Sub – heads: (1) Direct expenditure on projects or programs (2) Overheads	Cumulative expenditure upto the reporting period	Amount spent : Direct or through implementing agency*
1	Donation to Charitable Trust	Health Care, Education and Eradication of hunger & Poverty etc.	Pune, (Maharashtra)	0.90	0.90	0.90	Through, Venkateshwara Charitable Foundation
	TOTAL			0.90	0.90	0.90	

*Give details of implementing agency.

6. Details of Implementing Agency:

Venkateshwara Charitable Foundation is a public trust registered under the Bombay Public Trust Act, 1950 and was established in the year 1980. Since inception the trust is carrying on charitable activities in the field of providing education, medical aid in rural areas and other charitable services to the weaker sections of the society.

7. Responsibility Statement of CSR Committee.

We hereby affirm that the CSR policy has been implemented and the CSR committee monitors the implementation of CSR projects and activities in compliance with CSR objectives.

For Venky's (India) Limited

Pune
May 22, 2017

B. Venkatesh Rao
Chairman - CSR Committee

Jitendra M. Desai
Director & Member of CSR Committee



Annexure E

Information as per Section 197 of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014.

Information as per Rule 5(1)

1. The ratio of remuneration of each director to the median remuneration of the employees;

Managing Director : 16.19

Non Executive Directors : 0.62

(Mrs. Anuradha J. Desai, Mr. B. Venkatesh Rao and Mr. Jitendra M. Desai.)

Independent Directors : 0.62

[Mr. C. Jagapati Rao, Lt. Col. Ashok Mahajan (Retd.), Col Surinder Kumar (Retd.), Brig. Amrit Kapur (Retd.) and Brig. Rajeshwar Singh Rathore (Retd.)]

2. % increase in remuneration of each Director, KMP and of % increase in median remuneration of employees:

The median remuneration of employees increased by 11.44% as compared to previous year whereas there is no change in the remuneration of Directors and KMP as compared to the previous year.

3. The number of permanent employees on the role of Company as of 31st March, 2017 is 5,173.

4. Explanation of relationship between average increase in remuneration & Company performance.

Average increase in remuneration is 11.44% whereas for the F.Y. 2016-17 the profit after tax increased by 226.00% as compared to previous year.

5. Comparison of remuneration of each KMP against performance of company.

The profit after tax increased by 226.00% as compared to previous year. There was no change in the remuneration of any KMP of the Company.

6. Other Details:

- a. Variation in market cap of the Company: Market cap of the Company as on 31st March, 2016 was Rs.498.69 Crores and as on 31st March, 2017 is Rs.1432.68 crores showing an increase of Rs.933.99 Crores.

- b. PE Ratio as on 31st March 2016 = 16.74

PE Ratio as on 31st March 2017 = 11.48

- c. % increase over decrease in the market quotations of the shares of the Company in comparison to the rate at which the company came out with last public offer:

Closing price on BSE as on 31st March 2017 : Rs.1017.00

Public issue price : Rs.23

Increase : 4321.73%.

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7. Average percentile increase in managerial remuneration with that of increase in remuneration of other employees : There was no change in the remuneration of Directors and KMP, whereas the average increase in remuneration of other employees was 11.44%.
8. Key parameters for any variable remuneration of directors: Remuneration paid to Managing Director does not have any variable component. The Commission received by other non executive directors is decided by the Board considering the performance of the Company in that year.
9. Ratio of remuneration of highest paid director to other employees who gets remuneration more than highest paid director: 2.60
10. Details of employee as per Rule 5(2) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014.:NIL
11. Affirmation that remuneration is as per remuneration policy of the Company: It is hereby affirmed that the remuneration paid to all managerial personnel and other directors is as per the remuneration policy of the Company.

For Venky's (India) Limited

Pune
May 22, 2017

Anuradha J. Desai
Chairperson



Annexure F

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March, 2017

[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

The Members,

VENKY'S (INDIA) LIMITED,
"Venkateshwara House",
S.No.114/A/2, Pune-Sinhagad Road,
Pune - 411030.

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Venky's (India) Limited (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conduct and statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2017 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.

I 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, 2017 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 thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a) The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015.
 - b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (Not Applicable during the audit period.)
 - e) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; (Not Applicable during the audit period.)

- f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not Applicable during the audit period.)
 - g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with the Company;
 - h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not applicable during the audit period) and
 - i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not applicable during the audit period)
- (vi) The following other laws as applicable to the Company:
- Food Safety and Standards Act, 2006 & Rules and Regulations made thereunder.
 - Foods and Drugs Administration Laws.
 - Drug Price Control Order, 2013.
 - Drugs and Cosmetic Act, 1940, Drugs and Cosmetic (Amendment) Act, 2008 and rules and regulations made thereunder.
 - Legal Metrology Act, 2009 & Rules and Regulations made thereunder.
 - The Environment (Protection) Act, 1986
 - The Water (Prevention and Control of Pollution) Act, 1974
 - The Air (Prevention and Control of Pollution) Act, 1981
 - Agricultural Produce Marketing (Regulation) Act, Maharashtra 1963
 - Edible Oil Packaging Order, 1990
 - Factories Act, 1948
 - Local Gram Panchayat laws.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreement entered into by the Company with National Stock Exchange of India Limited and BSE Limited and SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015.

I further report that adequate systems and processes are in place in the Company to monitor and ensure compliance with general laws like labour laws, finance laws and tax laws.

During the period under review the Company has complied with the provisions of the Acts, Rules, Regulations, Guidelines mentioned above.

I further report that the compliances by the Company of applicable financial laws like direct and indirect tax laws, have not been reviewed in this Audit since the same are subject to review by statutory financial audit.

I further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There were no changes in the composition of the Board of Directors during the period under review.



Venky's (India) Limited

I further report that 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 except in case of one Board Meeting where requisite consent of the directors was taken for conducting Board Meeting on shorter notice, 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.

I further report that as per the minutes of the meetings recorded and signed by the Chairperson, the decisions of the Board were unanimous and no dissenting views of the Directors have been noticed in the Minutes.

I 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.

I further report that during the audit period there were no specific events / actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

Pune
May 22, 2017

P. L. Shettigar
Practicing Company Secretary
FCS 3816/C.P.NO.2917

MANAGING DIRECTOR AND CHIEF FINANCIAL OFFICER CERTIFICATE

To
The Board of Directors
VENKY'S (INDIA) LIMITED

Dear Madam / Sirs,

We, the undersigned, in our respective capacities as Managing Director and Chief Financial Officer of Venky's (India) Limited ["the Company"], to the best of our knowledge and belief, certify that:

- (a) We have reviewed the financial statements and the cash flow statements for the year ended on 31st March, 2017 and based on our knowledge and belief, we state that:
 - (i) these statements do not contain any material untrue statement or omit any material fact or contain any statement that might be misleading;
 - (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
- (b) We further state that to the best of our knowledge and belief, there are no transactions entered into by the Company during the year, which are fraudulent, illegal or violative of the Company's code of conduct.
We hereby declare that all the Members of the Board of Directors and Senior Management have confirmed compliance with the Code of Conduct as adopted by the Company.
- (c) We are responsible for establishing and maintaining internal control and for evaluating the effectiveness of the same over the financial reporting of the Company and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal control, if any, of which we are aware and the steps we have taken or proposed to take to rectify these deficiencies.
- (d) We have indicated, based on our most recent evaluation, wherever applicable, to the Auditors and the Audit Committee:
 - i. significant changes, if any, in the internal control over financial reporting during the year;
 - ii. significant changes, if any, in the accounting policies made during the year and that the same has 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 significant role in the Company's internal control system over financial reporting.

Pune
May 22, 2017

B. Balaji Rao
Managing Director

J. K. Handa
Chief Financial Officer



INDEPENDENT AUDITORS' REPORT

To,
The Members of
Venky's (India) Limited

Report on the Ind AS Financial Statements

We have audited the accompanying Ind AS financial statements of **Venky's (India) Limited ("the Company")** which comprise the Balance Sheet as at March 31, 2017, the Statement of Profit and Loss (including other comprehensive income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Ind AS 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 financial position, 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 Accounting Standards specified under Section 133 of the Act, read with rules made thereunder, as applicable.

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

Auditor's Responsibility

Our responsibility is to express an opinion on these 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 thereunder.

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 Ind AS financial statements are free from material misstatement.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the 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 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 including the Ind AS, of the financial position of the Company as at March 31, 2017, and its financial performance including other comprehensive income, cash flows and the changes in equity for the year ended on that date.

Report on Other Legal and Regulatory Requirements

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

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- (c) The Balance Sheet, the Statement of Profit and Loss including other comprehensive income and the Statement of Cash Flows and the Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
- (d) In our opinion, the aforesaid Ind AS financial statements comply with the Accounting Standards specified under section 133 of the Act and rules made thereunder, as applicable;
- (e) On the basis of written representations received from the directors as on March 31, 2017 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2017 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 its Ind AS financial statements – Refer Note 8.1 to the Ind AS financial statements;
- ii. there are no material foreseeable losses on long-term contracts including derivative contracts for which provision is required to be made by the Company under the applicable law or accounting standards;
- iii. there has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company; and
- iv. the Company has provided requisite disclosures in the Ind AS financial statements as to holdings as well as dealings in Specified Bank Notes during the period from November 08, 2016 to December 30, 2016. Based on our audit procedures and relying on the management representation we report that the disclosures are in accordance with books of accounts maintained by the Company and as produced to us by the management.

For **Sudit K. Parekh & Co.**
Chartered Accountants
Firm Registration Number: 110512W

Pune
May 22, 2017

Ch. Soma Raju
Partner
Membership Number: 200354



ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

(Referred to our report of even date)

Re: Venky's (India) Limited

The Annexure referred to in our Independent Auditors' Report to the members of the Company on the Ind AS financial statements for the year ended March 31, 2017, we report that:

- i. In respect of fixed assets
 - (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) The fixed assets have been physically verified during the year by the management under a regular programme of verification by rotation over a period of three years, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed.
 - (c) Based on audit procedures performed by us for the purpose of reporting the true and fair view of the Ind AS financial statements of the Company and based on records produced to us and according to information and explanations provided by the management, the title deeds of immovable properties forming part of the fixed asset, are held in the name of the Company except for the cases mentioned below. As informed to us, registration of said property is in process.

(Rupees in Lakhs)

Particulars	Total number of cases	Gross block as at 31 st March, 2017	Net block as at 31 st March, 2017
Freehold Land and Building	2	1,673.03	1,610.42

- ii. As explained to us, the management has conducted physical verification of its inventory during the year. In our opinion, having regard to the size of the Company and nature of its business, the frequency of verification is reasonable. Based on records produced to us, discrepancies noticed on verification between the physical stocks and the book records were not material and were properly dealt with in the books of account.
- iii. In respect of loans granted:
According to the information and explanations

given to us, the Company has granted unsecured loan to a company covered in the register maintained under section 189 of the Companies Act, 2013.

- a) As per the information and explanation provided to us, the terms and condition on which said loan was granted, are prima facie not pre-judicial to the interest of the Company.
- b) As per the said agreement, the loan and interest is repayable on demand. As informed to us, there has been no default in the repayment of principal amount of loan. The payment of interest had been regular during the year.
- c) As per information and explanation provided to us, there was no amount outstanding as at March 31, 2017 in respect of the said loan.
- iv. In our opinion and according to the information and explanations given to us, in respect of loans, investments, guarantees and securities, the provisions of section 185 and 186 of the Companies Act, 2013 have been complied with by the Company.
- v. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposit from the public within the meaning of the provisions of sections 73 to 76 or any relevant provisions of the Companies Act, 2013 and the rules framed there under.
- vi. We have broadly reviewed the cost accounting records maintained by the Company, pursuant to the Companies (Cost Accounting Records) Rules, 2013 prescribed by the Central Government under section 148(1) of the Companies Act, 2013. However, we have not made a detailed examination of the records with a view to determine its accuracy. Based on our review we are of the opinion that prima facie, the prescribed accounts and records have been made and maintained.
- vii. In respect of statutory dues:
 - a) According to the records of the Company, the Company is generally regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of custom, duty of excise, value added tax,

cess and other statutory dues applicable to it. As per the records of the Company, as at March 31, 2017, the Company does not have any undisputed statutory dues which are outstanding for a period of more than six months from the date they became payable.

- b) According to the information and explanations given to us, the particulars of dues of sales-tax, value added tax, duty of custom and duty of excise as at March 31, 2017 which have not been deposited on account of a dispute, are as follows:

Name of the statute	Nature of Dues	Amount Involved (Rupees in Lakhs)*	Period	Forum where Dispute is pending
Central Sales Tax Act, 1956 and sales tax acts of various states	Sales Tax	5.62	1991-92	High Court, Mumbai
		12.33	1992-93	High Court, Mumbai
		3.14	1993-94	High Court, Mumbai
		16.60	2001-02	Joint Commissioner, Trade tax, Dehradun
		4.77	2004-05	Sales tax appellate tribunal, West Bengal
		35.38	2006-07	Sales tax appellate tribunal, West Bengal
		2.68	2006-07	Sales tax appellate tribunal, Chandigarh
		0.20	2012-13	Deputy Commissioner (Appeal) Sales Tax, Uttar Pradesh
		0.29	2012-13	High Court, Mumbai
		2.60	2013-14	Deputy Commissioner (Appeal) Sales Tax, Uttar Pradesh
		0.11	2013-14	High Court, Mumbai
1.60	2014-15	Deputy Commissioner (Appeal) Sales Tax, Uttar Pradesh		
0.20	2014-15	High Court, Mumbai		
Customs Act, 1962	Duty of Custom	231.56	2015-16	Commissioner of Customs (General)
Central Excise Act, 1944	Duty of Excise	458.16	2015-16	Commissioner of Central Excise and Service Tax, Pune

*net of amounts paid under protest

- viii. In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of loans or borrowing to a financial institution or bank.
- ix. On the basis of overall examination of the balance sheet of the Company and according to the information and explanations provided to us, we report that monies raised by way of term loans were applied for the purposes for which those were raised. The Company did not raise any

money by way of initial public offer or further public offer (including debt instrument).

- x. To the best of our knowledge and belief and according to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees was 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 Companies Act, 2013.
- xii. In our opinion, 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 section 177 and 188 of Companies Act, 2013 where applicable and details of such transactions have been disclosed in the Ind AS financial statements as required by the applicable accounting standards.
- xiv. According to the information and explanations given 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.
- 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 any non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order are not applicable.
- xvi. In our opinion, the Company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934.

For **Sudit K. Parekh & Co.**
Chartered Accountants
Firm Registration Number: 110512W

Pune
May 22, 2017

Ch. Soma Raju
Partner
Membership Number: 200354



ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

(Referred to our report of even date)

Re: Venky's (India) Limited

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 **Venky's (India) Limited ("the Company")** as of March 31, 2017 in conjunction with our audit of the 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, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether

adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal

financial controls over financial reporting were operating effectively as at March 31, 2017, 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 **Sudit K. Parekh & Co.**
Chartered Accountants
Firm Registration Number: 110512W

Pune
May 22, 2017

Ch. Soma Raju
Partner
Membership Number: 200354



Venky's (India) Limited

Financial Statements

BALANCE SHEET AS AT 31ST MARCH, 2017

(Rupees in Lakhs)

Particulars	Note No.	As at 31 st March, 2017	As at 31 st March, 2016	As at 1 st April, 2015
ASSETS				
Non-current Assets				
Property, plant and equipment	3.1	45,521.54	46,053.42	46,309.46
Capital work-in-progress	3.2	834.16	730.59	920.07
Goodwill	3.3	1,267.74	1,267.74	1,267.74
Other Intangible assets	3.3	2.89	12.76	32.97
Financial assets				
- Loans	3.4	740.26	708.63	626.64
- Other financial assets	3.5	2,247.32	2,936.81	2,498.27
Income tax assets (net)	11.1	1,145.99	1,712.51	1,651.10
Other non-current assets	3.6	11,935.86	11,269.69	11,403.43
	(a)	63,695.76	64,692.15	64,709.68
Current Assets				
Inventories	4.1	11,481.15	10,238.45	10,623.33
Biological assets	4.2	13,184.35	12,888.11	11,564.69
Financial assets				
- Investments	4.3	200.17	168.79	6,156.58
- Trade receivables	4.4	26,428.77	31,142.35	22,952.71
- Cash and cash equivalents	4.5	2,728.10	3,923.87	2,224.51
- Other bank balances	4.6	15,002.82	16,425.41	16,573.02
- Loans	4.7	2,543.09	8,468.43	7,390.81
- Other financial assets	4.8	182.31	1,988.04	405.26
Other current assets	4.9	597.90	473.97	515.09
	(b)	72,348.66	85,717.42	78,406.00
Total Assets (a+b)		136,044.42	150,409.57	143,115.68
EQUITY AND LIABILITIES				
Equity				
Equity share capital	5.1	1,408.74	1,408.74	939.16
Other equity	5.2	51,695.43	40,488.39	37,663.82
	(a)	53,104.17	41,897.13	38,602.98
Liabilities				
Non-current Liabilities				
Financial liabilities				
- Borrowings	6.1	16,906.68	25,376.43	24,548.24
- Other financial liabilities	6.2	14.10	5.74	5.13
Provisions	6.3	922.36	741.30	709.96
Deferred tax liabilities (net)	6.4	3,040.56	2,681.15	2,477.63
Other non-current liabilities	6.5	32.94	10.35	-
	(b)	20,916.64	28,814.97	27,740.96



BALANCE SHEET AS AT 31ST MARCH, 2017

(Rupees in Lakhs)

Particulars	Note No.	As at 31 st March, 2017	As at 31 st March, 2016	As at 1 st April, 2015
Current Liabilities				
Financial liabilities				
- Borrowings	7.1	30,101.85	43,919.21	46,939.87
- Trade payables	7.2	17,489.25	24,894.46	20,571.11
- Other financial liabilities	7.3	8,856.88	6,880.52	6,495.02
Other current liabilities	7.4	3,452.50	2,554.13	2,262.18
Provisions	7.5	660.65	535.75	503.56
Current tax liabilities (net)	11.1	1,462.48	913.40	-
	(c)	<u>62,023.61</u>	<u>79,697.47</u>	<u>76,771.74</u>
Total Equity and Liabilities (a+b+c)		<u>136,044.42</u>	<u>150,409.57</u>	<u>143,115.68</u>

Summary of significant accounting policies 1

The accompanying notes form an integral part of the financial statements

As per our report of even date

For **SUDIT K. PAREKH & CO**
Chartered Accountants
Firm Registration Number : 110512W

CH. SOMA RAJU
Partner
Membership Number : 200354

Place : Pune
Date : 22 May 2017

For and on behalf of the Board of Directors of
VENKY'S (INDIA) LIMITED

ANURADHA J. DESAI
Chairperson
DIN : 00012212

B. BALAJI RAO
Managing Director
DIN : 00013551

Place : Pune
Date : 22 May 2017

B. VENKATESH RAO
Vice Chairman
DIN : 00013614

J. K. HANDA
Chief Financial Officer

ROHAN BHAGWAT
Company Secretary
Membership Number : A26954

41st
Annual
Report
2016-17

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2017

Particulars	Note No.	For the year ended 31 st March, 2017	For the year ended 31 st March, 2016
(Rupees in Lakhs)			
INCOME			
Revenue from operations	9.1	247,557.86	212,696.34
Other Income	9.2	<u>3,409.59</u>	<u>3,262.16</u>
TOTAL INCOME (I)		250,967.45	215,958.50
EXPENSES			
Cost of materials consumed	10.1	165,080.79	153,219.39
Purchases of bearer biological assets	10.2	2,861.63	2,308.94
Purchases of stock-in-trade	10.3	11,982.20	7,269.82
Changes in inventories of finished goods, stock-in -trade, work-in-progress and biological assets	10.4	<u>(1,169.33)</u>	<u>(771.84)</u>
Employee benefits expense	10.5	14,587.06	12,843.97
Finance costs	10.6	7,707.04	8,544.92
Depreciation and amortization expense	3.1	2,849.66	2,988.10
Other expenses	10.7	<u>26,478.58</u>	<u>24,150.04</u>
TOTAL EXPENSES (II)		230,377.63	210,553.34
PROFIT BEFORE TAX (I-II)		20,589.82	5,405.16
Less: Tax expense:			
Current tax		6,800.00	1,400.00
Deferred tax		562.95	182.15
Tax adjustment in respect of earlier period		<u>752.40</u>	<u>-</u>
	11.1	<u>8,115.35</u>	<u>1,582.15</u>
PROFIT FOR THE PERIOD	(A)	12,474.47	3,823.01
OTHER COMPREHENSIVE INCOME			
Items that will not be reclassified to profit or loss			
Re-measurement gains / (losses) on defined benefit plans		(360.21)	40.21
Less: Income tax		<u>(124.66)</u>	<u>13.92</u>
		(235.55)	26.29
Items that will be reclassified to profit or loss			
Net movement on cash flow hedges		(227.93)	21.56
Less: Income tax		<u>(78.88)</u>	<u>7.46</u>
		(149.05)	14.10
OTHER COMPREHENSIVE INCOME FOR THE YEAR	(B)	(384.60)	40.39
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	(A+B)	12,089.87	3,863.40
EARNINGS PER SHARE	17.1		
[Nominal value of shares: Rupees 10/-per equity share; Previous year: Rupees 10/-]			
Basic		88.55	27.14
Diluted		88.55	27.14

Summary of significant accounting policies 1

The accompanying notes form an integral part of the financial statements

As per our report of even date

For and on behalf of the Board of Directors of
VENKY'S (INDIA) LIMITED

For **SUDIT K. PAREKH & CO**
Chartered Accountants
Firm Registration Number : 110512W

ANURADHA J. DESAI
Chairperson
DIN : 00012212

B. VENKATESH RAO
Vice Chairman
DIN : 00013614

CH. SOMA RAJU
Partner
Membership Number : 200354

B. BALAJI RAO
Managing Director
DIN : 00013551

J. K. HANDA
Chief Financial Officer

Place : Pune
Date : 22 May 2017

Place : Pune
Date : 22 May 2017

ROHAN BHAGWAT
Company Secretary
Membership Number : A26954



STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31ST MARCH, 2017

(Rupees in Lakhs)

	For the year ended 31 st March, 2017	For the year ended 31 st March, 2016
A. CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before tax	20,589.82	5,405.16
Adjustments for:		
Depreciation and amortization expense	2,849.66	2,988.10
Interest income	(2,151.73)	(2,440.84)
Finance cost	7,707.04	8,544.92
Government grant written back during the year	(2.71)	(1.97)
Fair value changes in biological assets	(422.91)	(934.02)
Loss on sale/discard of fixed assets (net)	43.71	52.30
Gain on sale of current investments (net)	(55.77)	(59.14)
Provision for doubtful debts and advances	66.89	143.22
Operating profit before changes in assets and liabilities	28,624.00	13,697.73
Changes in assets and liabilities		
Inventories	(1,242.70)	384.88
Biological assets	126.67	(389.39)
Trade receivables & other financial assets	7,658.60	(9,707.22)
Non financial assets	(837.58)	(341.92)
Trade payables and other financial liabilities	(7,427.74)	4,325.71
Non financial liabilities and provisions	844.12	395.69
Cash generated from operations	27,745.37	8,365.48
Direct taxes paid	(6,609.56)	(548.01)
NET CASH GENERATED BY OPERATING ACTIVITIES	21,135.81	7,817.47
B. CASH FLOWS FROM INVESTING ACTIVITIES		
Proceeds from sale of fixed assets	27.01	32.65
Payment towards capital expenditure	(2,568.28)	(2,290.24)
Disposal of investments in mutual funds (net of purchases)	24.39	6,046.93
Intercompany loans received back	7,145.00	-
Intercompany deposits placed	(2,388.75)	(22,908.00)
Intercompany deposits received back	1,115.00	21,793.00
Interest received	2,349.82	2,446.48
NET CASH PROVIDED BY INVESTING ACTIVITIES	5,704.19	5,120.82

	(Rupees in Lakhs)	
	For the year ended 31 st March, 2017	For the year ended 31 st March, 2016
C. CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from long-term borrowings	2,938.00	9,362.50
Repayment of long-term borrowings	(8,439.24)	(8,592.22)
Proceeds from / (repayment of) short-term borrowings (net)	(14,153.82)	(3,098.26)
Government grant received during the year	25.30	12.32
Finance cost paid	(7,571.47)	(8,305.60)
Dividend paid (including dividend distribution tax)	(834.54)	(557.12)
NET CASH USED IN FINANCING ACTIVITIES	(28,035.77)	(11,178.38)
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS	(1,195.77)	1,759.91
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	3,923.87	2,163.96
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	2,728.10	3,923.87
COMPONENTS OF CASH AND CASH EQUIVALENTS		
Balances with banks in:		
in current accounts	1,824.99	2,169.57
in deposit accounts with original maturity for less than 3 months	-	824.00
In unpaid dividend accounts*	99.74	86.52
In unpaid fractional shares account*	3.87	-
Cheques, drafts on hand	695.39	548.93
Cash on hand	104.11	294.85
TOTAL CASH AND CASH EQUIVALENTS	2,728.10	3,923.87

* The Company can utilise these balances only towards settlement of the unclaimed dividends and fractional shares proceeds.

Cash and cash equivalents

Cash and cash equivalents comprise cash and cash on deposit with banks.

Cash flow statement

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

As per our report of even date

For **SUDIT K. PAREKH & CO**
Chartered Accountants
Firm Registration Number : 110512W

CH. SOMA RAJU
Partner
Membership Number : 200354

Place : Pune
Date : 22 May 2017

For and on behalf of the Board of Directors of
VENKY'S (INDIA) LIMITED

ANURADHA J. DESAI
Chairperson
DIN : 00012212

B. BALAJI RAO
Managing Director
DIN : 00013551

Place : Pune
Date : 22 May 2017

B. VENKATESH RAO
Vice Chairman
DIN : 00013614

J. K. HANDA
Chief Financial Officer

ROHAN BHAGWAT
Company Secretary
Membership Number : A26954



STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2017

		(Rupees in Lakhs)							
A	Equity Share Capital Equity shares of Rupees 10/- each	Balance at the beginning of the year	Changes in equity share capital during the year	Balance at the end of the year					
	2016-17	1,408.74	-	1,408.74					
	2015-16	939.16	469.58	1,408.74					
		(Rupees in Lakhs)							
B. Other Equity		Balance at the beginning of the year	Profit for the year	Comprehensive Income for the year	Issue of bonus shares	Dividends	Dividend Distribution Tax	Transfer to retained earnings	Balance at the end of the year
2016-17									
Capital Reserve									
- Profit on Reissue of forfeited shares and debentures		1.64	1.64	-	-	-	-	-	1.64
- Amalgamation Reserve		75.95	75.95	-	-	-	-	-	75.95
General reserve		32,830.83	32,830.83	-	-	-	-	-	77.59
Retained Earnings		7,493.27	7,458.20	12,238.92	-	(704.37)	(143.39)	2,000.00	34,830.83
Effective Portion of Cash Flow Hedges		86.70	86.70	(149.05)	-	-	-	(2,000.00)	16,849.36
Total		40,488.39	40,453.32	12,238.92	(149.05)	(704.37)	(143.39)	-	51,695.43
2015-16									
Capital Reserve									
- Profit on Reissue of forfeited shares and debentures		1.64	1.64	-	-	-	-	-	1.64
- Amalgamation Reserve		75.95	75.95	-	-	-	-	-	75.95
Capital redemption reserve		77.59	77.59	-	-	-	-	-	77.59
Securities premium account		87.50	87.50	-	(87.50)	-	-	-	-
General reserve		223.19	223.19	-	(223.19)	-	-	-	-
Retained Earnings		30,989.72	30,989.72	-	(158.89)	-	-	2,000.00	32,830.83
Effective Portion of Cash Flow Hedges		6,213.22	6,209.14	3,849.31	-	(469.58)	(95.60)	(2,000.00)	7,493.27
Total		37,663.82	37,659.74	3,849.31	14.10	(469.58)	(95.60)	-	40,488.39

Summary of significant accounting policies 1
The accompanying notes form an integral part of the financial statements

As per our report of even date

For and on behalf of the Board of Directors of
VENKY'S (INDIA) LIMITED

FOR SUJIT K. PAREKH & CO
Chartered Accountants
Firm Registration Number : 110512W

B. VENKATESH RAO
Vice Chairman
DIN : 00013614

CH. SOMA RAJU
Partner
Membership Number : 200354

J. K. HANDA
Chief Financial Officer

Place : Pune
Date : 22 May 2017

ROHAN BHAGWAT
Company Secretary
Membership Number : A26954

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

1.1 CORPORATE INFORMATION

Venky's (India) Limited ("the Company") is a listed public company domiciled in India and is incorporated under the provisions of the Companies Act, 1956. Its shares are listed on two recognised stock exchanges in India. The registered office of the company is located at Venkateshwara House, S. No. 114/A/2, Pune-Sinhagad Road, Pune 411030.

The Company has diversified its activities in poultry sector that includes production of SPF eggs, chicken and eggs processing, broiler and layer breeding, Animal health products, Poultry feed & equipments, soya bean extract and many more. The Company has its growing and other manufacturing facilities across India and sells primarily in India.

1.2 BASIS OF PREPARATION

Compliance with Ind AS

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards ("Ind AS") as notified by Ministry of Corporate affairs pursuant to section 133 of the Companies Act, 2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

The financial statements for the year ended 31 March 2017 are the first financial statements that the Company has prepared in accordance with Ind AS. For all periods up to and including the year ended 31 March 2016, the Company prepared its financial statements in accordance with accounting standards notified under section 133 of the Companies Act, 2013 read together with paragraph 7 of the Companies (Accounts) Rules, 2014 ("Previous GAAP") used for its statutory reporting requirement in India immediately before applying Ind AS as mentioned above. The financial statements for the year ended 31 March 2016 and the opening balance sheet as at 1 April 2015 have been restated in accordance with Ind AS for comparative information. Detailed explanation, reconciliation and information on effect on transition from Previous GAAP to Ind AS on the Company's balance sheet, statement of profit and loss and statement of cash flow are provided in note no 2.

The financial statements have been prepared on accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the financial statements including the preparation of the opening Ind AS balance sheet as at 1 April 2015 being the date of transition to Ind AS.

Current / non current classification

All assets and liabilities have been classified and disclosed as current or non current as per the Company's normal operating cycle and other criteria set out in division II of Schedule III of the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as up to twelve months for the purpose of current or non current classification of assets and liabilities.

Basis of measurement

The financial statements have been prepared on a historical cost basis, except for the assets and liabilities that require measurement at fair value in accordance with Ind AS. These assets and liabilities mainly consist of biological assets and certain financial instruments.

The financial statements are presented in Indian Rupees and all values are rounded to the nearest lakhs (INR 00,000), except otherwise indicated.

1.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

a. Key accounting estimates and judgements

The preparation and presentation of financial statements in conformity with Indian GAAP requires management to make judgements, estimates and assumptions that affect the reported amounts of



NOTES FORMING PART OF THE FINANCIAL STATEMENTS

assets and liabilities, the disclosure of contingent liabilities on the date of the financial statements and reported amounts of revenues and expenses during the period.

Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods. Accounting estimates could change from period to period. Any revision to accounting estimates is recognized prospectively in the current and future periods, and if material, their effects are disclosed in the financial statements. Actual results could differ from the estimates. Any difference between the actual results and estimates are recognized in the period in which the results are known/materialize.

Information about critical judgements in applying accounting policies, as well as estimates and assumptions that have the most significant effect to the carrying amounts of assets and liabilities within the next financial year, are included in the following notes:

- 1) Measurement of defined benefit obligations
- 2) Measurement and likelihood of occurrence of contingencies
- 3) Recognition of deferred tax assets
- 4) Impairment of intangible assets
- 5) Measurement and recognition of cash flow hedges
- 6) Determination of fair value of biological assets

b. Inventories

Inventories are valued at lower of cost and net realizable value (except as otherwise stated) on an item-by-item basis, as under:

Raw materials, packing materials, stores and spares: Cost of inventory comprises all costs of purchase, duties and taxes (other than those subsequently recoverable from tax authorities) and all other costs incurred in bringing the inventories to their present location and condition. Raw materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost is determined on a first-in first-out formula.

Cost of oilseeds inventories is determined on quarterly moving weighted average basis.

Work-in-progress and finished goods: Cost includes direct materials and costs of conversion in the form of Labour and a systematic allocation of fixed and variable production overheads. It also includes other costs which are incurred in bringing the inventories to their present location and condition. The allocation of fixed production overheads is based on normal capacity of production. Cost is determined on a weighted average/first-in first-out formula. Realisable value of pre-determined normal rate of scrap is deducted from the cost of inventories. However, cost of inventories neither include abnormal amounts of wasted material nor any scrap realisations there from.

By products and scrap are recognised at their net realisable value.

For the production processes which result in more than one product being produced, costs of conversion are allocated between the joint products based on relative sales value of each product at the stage when the products become separately identifiable. Net realizable value of by-products as well as scrap is deducted from the cost of main product.

Stock-in-trade: Cost includes cost of purchases, duties and taxes (other than those subsequently recoverable from authorities) and other costs which are incurred in bringing the inventories to their present location and condition. Cost is determined on a first-in first-out formula.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Net realizable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

Cost of agricultural produce is deemed to be the fair value on the date of harvest.

Cost of finished goods and work-in-progress include cost of conversion and other costs incurred in bringing the inventories to their present location and condition.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make sale.

c. 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.

Current income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit and loss. 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, except when the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

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 utilised, except when the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

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 relating to items recognised outside profit or loss is recognised outside profit or loss.

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 taxation authority.



NOTES FORMING PART OF THE FINANCIAL STATEMENTS

d. Property, plant and equipment

Property, plant and equipment are stated at historical cost less accumulated depreciation and impairment losses, if any. Cost comprises of purchase price net of trade discounts and rebates, non-refundable duties and taxes, any directly attributable cost of bringing the asset to its working condition for its intended use. Cost also includes borrowing cost directly attributable to acquisition / construction of a qualifying asset up to the date the asset is ready for its intended use.

Subsequent expenditure on fixed assets is capitalised only if such expenditure results into an increase in the future benefits from such asset beyond its previously assessed standard of performance.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

Capital work-in-progress comprises the cost of property, plant and equipment that are yet not ready for their intended use at the balance sheet date.

The depreciable amount of a depreciable fixed asset is allocated on a systematic basis to each accounting period over the useful life of the asset. Management's estimate of useful life, which is duly supported by technical evidence, is as stipulated in Schedule II to the Companies Act, 2013.

The useful life is for the whole of the asset, except where cost of a part of the asset is significant to total cost of the asset and useful life of that part is different from the useful life of the remaining asset, useful life of that significant part ("component") is determined separately and the depreciable amount of the said component is depreciated is allocated on a systematic basis to each accounting period during the useful life of the asset

In arriving at the depreciable amount, residual value in case of certain assets are considered to be more than 5% of the original cost, this estimate of residual value is duly supported by technical advice.

Depreciation on assets acquired during the year is calculated on a pro-rata basis from the date of addition. Similarly, depreciation on assets sold, discarded, demolished or destroyed during the year is also calculated on a pro rata basis up to the date on which such asset has been sold, discarded, demolished or destroyed. Depreciable assets costing up to Rupees 5,000/- are depreciated fully in the year of acquisition

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

e. Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease, if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

Company as a lessee

A lease is classified at the inception date as a finance lease or an operating lease. A lease that transfers substantially all the risks and rewards incidental to ownership to the Company is classified as a finance lease.

Finance leases are capitalised at the commencement of the lease at the inception date fair value

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of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised in finance costs in the statement of profit and loss.

A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Company will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

Operating lease payments are recognised as an expense in the statement of profit and loss on a straight-line basis over the lease term.

Company as a lessor

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Company to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Company's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

The Company has decided to recognise operating lease as expense/ income on a straight-line basis since the management believes that straight-line method is more representative of the time pattern of the user's benefit.

f. Employee benefits

Short term employee benefits

All employee benefits which fall due wholly within twelve months after the end of the period in which employee renders the related service are classified as short-term employee benefits. Undiscounted value of short term benefits such as salaries, wages, bonus and ex-gratia are recognized in the period in which the employee renders the related service.

Defined Contribution Plans:

The Company's Employee's Provident Fund scheme, Employee's State Insurance Scheme and Employee's Superannuation Scheme are defined contribution plans. The Company's contribution payable under the schemes is recognized as an expense in the statement of profit and loss during the period in which the employee renders the related service.

Defined benefit plan

Gratuity

The Company operates a defined benefit gratuity plan, which requires contributions to be made to a separately administered fund. The defined benefit plan surplus or deficit on the balance sheet comprises the total for each of the fair value of plan assets less the present value of the defined liabilities.

The cost of providing benefits under the defined benefit plan is determined based on independent actuarial valuation using the projected unit credit method. The gratuity liability is measured at the present value of the estimated future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plan, is based on the market yield on government securities as at the balance sheet date.



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Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognised in profit or loss on the earlier of:

The date of the plan amendment or curtailment, and

The date that the Group recognises related restructuring cost

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income

Other long term employee benefits:

Entitlement to annual leave is recognized when they accrue to employees. Annual leave can either be availed or en-cashed subject to a restriction on the maximum number of accumulation of leaves. The present value of the liability is determined based on independent actuarial valuation using the Projected Unit credit method. The discount rates used for determining the present value of the liability is based on the market yields on Government securities as at the balance sheet date. Actuarial gains and losses are recognized immediately in the statement of profit & loss.

g. Government grants

Government grants are recognized by the company where there is reasonable assurance that the grant will be received and all the attached conditions will be complied with. Revenue grants are recognized in the statement of profit and loss in the same period, in which the related costs are incurred are accounted for.

Government grants related to assets are recognized / presented as deferred income, i.e., wherever the company receives capital grants towards asset acquisition, the grant received thereon are recognized as an income in the statement of profit and loss over the useful life of the asset.

h. Foreign currencies

The Company's financial statements are presented in Indian Rupees, which is also the Company's functional currency. Items included in the financial statements of the Company are recorded using the currency of the primary economic environment in which the Company operates (the "functional currency").

Transactions and balances

Transactions in foreign currencies are initially recorded by the Company at functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at functional currency spot rates of exchange at the reporting date. Differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

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i. Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest expense recognised in the profit and loss account over the period of borrowing using effective interest method and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

j. Earning Per Share

Earnings per share (EPS) is calculated by dividing the net profit for the year attributable to the equity shareholders by weighted average number of equity shares outstanding during the year. For the purpose of calculating diluted earnings per share, the net profit for the period attributable to equity shareholders and weighted average number of shares outstanding during the period is adjusted for the effects of all diluted potential equity shares.

k. Impairment of non-financial assets

The Company 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 Company 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 or other available fair value indicators.

The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated.

These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to projected future cash flows after the fifth year.

Impairment losses of continuing operations, including impairment on inventories, are recognised in profit or loss section of the statement of profit and loss.

l. Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.



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m. Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and accumulated impairment losses. Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in profit or loss in the period in which the expenditure is incurred.

The useful lives of intangible assets are assessed as either finite or indefinite. An intangible asset shall be regarded by the entity as having an indefinite useful life when, based on an analysis of all of the relevant factors, there is no foreseeable limit to the period over which the asset is expected to generate net cash inflows for the entity. Indefinite life intangibles mainly consists of brands/ trade mark/ Technical know how etc. The assesement of indefinite life is reviewed annually to determine whether the indefinite life continues, if not, it is impaired or changed prospectively basis revised estimates.

Intangible assets with finite lives are amortized over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates.

Intangible assets with indefinite useful lives are not amortized, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

The amortization expense on intangible assets is recognised in the statement of profit and loss.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit or loss when the asset is derecognised.

Acquired intangible assets are amortized on a straight line basis over the useful lives of the intangible assets, as estimated by the management. Management estimate of useful life of Intangible assets are as follows:

Software	- 3 years
Trade mark/Technical know how/License cost	- 5 years

n. Biological Assets

Biological assets includes Poultry for live stock breeding parent (Broiler and Layer), hatching eggs and live commercial birds(Broiler and Layer).

Biological assets, except breeder flocks and commercial layer birds, are measured at fair value less cost to sell.

The valuation of the Breeder biological assets and commercial layer birds are determined on the following basis:

Birds are used for captive consumption or to support farmers, it is uncommon to be sold before the end of its useful life and as such, there is no active market for the Company's useful breeding stock and commercial layer birds. Other references to market prices such as market prices for similar assets are also not available due to the uniqueness of the breed. Valuation based on a discounted

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cash flow method is considered to be unreliable given the uncertainty with respect to mortality rates and production. Consequently, breeder flocks and commercial layer birds are measured at cost, less depreciation and impairment losses. Breeder flocks are depreciated over the production cycle which is estimated to be ten to twelve months on average based on anticipated output month to month.

The fair value of the consumable biological assets is determined on the following basis:

The fair values of biological assets are level 3 fair values and are determined based on market prices or, where market prices are not available, by reference to sector benchmarks.

Level 1 inputs could not be used due to the unique breed used by VIL due to which identical products are not available in the market.

Level 2 inputs require adjustments to be made in quoted or unquoted prices available for similar products. The qualitative adjustments are highly subjective and may not show the true & fair picture. Hence, Level 2 inputs are ruled out from the selection criteria of valuation.

Gain and losses arising on the initial recognition of biological asset at fair value less estimated point of sale costs and from a change in fair value less estimated point-of-sale costs are recognised in the statement of profit and loss in the period in which they arise.

o. Business combinations and goodwill

Business combinations are accounted for using the acquisition method. The cost of acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value. Acquisition-related costs are expensed as incurred.

When the Company acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

Transaction cost are expensed as incurred. Any contingent consideration to be transferred by the acquirer will be recognised at fair value at the acquisition date. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of Ind AS 109 Financial Instruments, is measured at fair value with changes in fair value recognised either in profit or loss or as a change to other comprehensive income (herein after referred to as "OCI") . If the contingent consideration is not within the scope of Ind AS 109, it is measured in accordance with the appropriate Ind AS. Contingent consideration that is classified as equity is not re-measured and subsequent settlement is accounted for within equity.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Company re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognised at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognised in OCI and accumulated in equity as capital reserve. However, if there is no clear evidence of bargain purchase, the entity recognises the gain directly in equity as capital reserve, without routing the same through OCI.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Company's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.



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Where goodwill has been allocated to a cash-generating unit and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash-generating unit retained.

p. Segment

Operating segments are reported in a manner consistent with the internal reporting provided to the management of the company.

Identification of segmentsThe Company's management examines the Company's performance both from a product and geographic perspective. The Company's operating businesses are organised and managed separately according to the nature of products, with each segments representing a strategic unit that offers different products and serves different markets. The analysis of the geographical segments is based on the areas in which major operating divisions of the Company operate.

Intersegment transfers

The Company accounts for intersegment sales on the basis of price charged for inter segments transfers.

Allocation of common costs

Common allocable costs are allocated to each segment according to the relative contribution of each segment to the total common costs.

Unallocated items

Unallocated items include general corporate income and expense items which are not allocated to any business segment.

Segment accounting policies

The Company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Company as a whole.

q. Fair value measurement

The Company measures financial instruments such as derivatives and certain non-financial assets such as biological assets, at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, In the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

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The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised 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

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Management of the Company determines the policies and procedures for both recurring fair value measurement, such as derivative instruments.

Independent external valuers are involved for valuation of derivative for hedge agreements. Criteria for selection of the independent external valuers include market knowledge, reputation, independence and whether professional standards are maintained. The management decides, after discussions with the independent external valuers, which valuation techniques and inputs to use for each case.

At each reporting date, the Company analyses the movements in the values of assets and liabilities which are required to be re-measured or re-assessed as per the Company's accounting policies. For this analysis, the Company verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

The Company, in conjunction with the Company's external valuers, also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

r. Revenue recognition

Revenue is measured at the fair value of consideration received or receivable. Amounts disclosed as revenue are inclusive of excise duty and net of returns, trade discount or rebates and applicable taxes and duties collected on behalf of the government and which are levied on such sales.

The Company recognises revenue when the amount of revenue can be reliably measured and it is probable that future economic benefits will flow to the Company .

Revenue from Sale of goods

Revenues from sales of goods are recognised when risks and rewards of ownership of goods are passed on to the customers, which are generally on dispatch of goods and the customer has accepted the products in accordance with the agreed terms. There is no continuing managerial involvement with the goods and the Company retains no effective control of goods transferred to a decree usually associated with ownership. Revenue from sales of goods is based on the price quoted in the market or price specified in the sales contracts.



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Interest Income

Interest income is recognised using effective interest method on time proportion basis taking in to account the amount outstanding.

Dividend income

Dividend income is recognised when the Company's right to receive is established by the reporting date, which is generally when shareholders approve the dividend.

s. Investments and other financial assets

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 amortized 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 profit and loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held.

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

Measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded 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 account.

Debt instruments

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

- Amortized 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 amortized cost. A gain or loss on a debt investment that is subsequently measured at amortized 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 interest 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 asset's 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 recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit or loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is

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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 amortized cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt instrument that is subsequently measured at fair value through profit or loss and is not part of hedging relationship is recognised in profit or loss and presented net in the statement of profit and loss within other gains/(losses) in the period in which it arises. Interest income from these financial assets is included in other income.

Impairment of financial assets

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortized cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note 8.3 details how the Company determines whether there has been a significant increase in credit risk.

Derecognition of financial assets

A financial asset is derecognised only when

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

Where the Company 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 derecognised. Whether the Company has not transferred substantially all risks and rewards of ownership of financial asset, the financial asset is not derecognised.

Where the Company 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.

Derivatives and hedging activities

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently remeasured to their fair value at the end of each reporting period. The accounting for subsequent changes in fair value depends on whether the derivative is designated as a hedging instrument, if so, the nature of the item being hedged and the type of hedge relationship designated.

The Company designates their derivatives as hedges of foreign exchange risk associated with the cash flows of highly probable forecast transactions and variable interest rate risk associated with borrowings (Cash flow hedges).

The Company documents at the beginning of the hedging transaction the economic relationship between hedging instruments and hedged items including whether the hedging instrument is expected to offset changes in the cash flows of hedge items. The Company documents its risk management objective and strategy for undertaking various hedge transactions at the inception of each hedge relationship.

The fair value of a hedging derivative is classified as a non current asset or liability when the remaining maturity of the hedged item is more than 12 months. It is classified as a current asset or liability when the remaining maturity of the hedged item is less than 12 months.



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Cash flow hedges that qualify for hedge accounting

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in the other comprehensive income in cash flow hedge reserve within equity, limited to the cumulative change in fair value of the hedged item on a present value basis from the inception of the hedge. The gain or loss relating to the ineffective portion is recognised immediately in profit or loss, within other gains/(losses).

When option contracts are used to hedge forecast transactions, the Company designates only the intrinsic value of the option contract as the hedging instrument. Gains or losses relating to the effective portion of the change in intrinsic value of the option contracts are recognised in the cash flow hedging reserve within equity. The changes in the fair value of the option contracts that relate the hedged item ('aligned time value') are recognised within other comprehensive income in the costs of hedging reserve within equity.

When forward contracts are used to hedge forecast transactions, the Company designates the full change in the fair value of the forward contract (including forward points) as the hedging instrument. Gains or losses relating to the effective portion of the change in fair value of the entire forward contract are recognised in the cash flow hedging reserve within equity.

Amounts accumulated in equity are reclassified to profit or loss in the periods when the hedge item affects profit or loss.

When a hedging instrument expires, or is sold or terminated, or when a hedge no longer meets the criteria for hedge accounting, any accumulated deferred gain or loss and deferred costs of hedging in equity at that time remains in equity until the forecast transaction occurs. When the forecast transaction is no longer expected to occur, the cumulative gain or loss and deferred cost of hedging that were reported in equity are immediately reclassified to profit or loss within other gains/losses.

If the hedge ratio for risk management purpose is no longer optimal but the risk management objective remains unchanged and the hedge continues to qualify for hedge accounting, the hedge relationship will be rebalanced by adjusting either the volume of the hedging instrument or the volume of the hedge item so that the hedge ratio aligns with the ratio used for risk management purpose. Any hedge ineffectiveness is calculated and accounted for in profit or loss at the time of hedge relationship rebalancing.

t. 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 recognised amounts and there is intention to settle on a net basis or realise 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.

u. Borrowings

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortized cost using the effective interest rate method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as the effective interest rate amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the effective interest rate. The effective interest rate amortization is included as finance cost in the statement of profit and loss.

2.1 FIRST TIME ADOPTION TO IND AS

The Company has adopted Indian Accounting Standards (Ind AS) as notified by the Ministry of Corporate Affairs with effect from 1 April 2016 with a transition date of 1 April 2015. These financial statements for the year ended 31 March 2017 are the first financial statements the Company has prepared under Ind

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

AS. For all periods up to and including the year ended 31 March 2016, the Company prepared its financial statements in accordance with the accounting standards notified under the section 133 of the Companies Act, 2013 read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (herein after referred to as "Previous GAAP") used for its statutory reporting requirement in India immediately before adopting Ind AS. The adoption of Ind AS has been carried out in accordance with Ind AS 101, First Time Adoption of Indian Accounting Standards. Accordingly, the Company has prepared financial statements which comply with Ind AS for the year ended 31 March 2017, together with the comparative period data as at and for the year ended 31 March 2016, as described in the summary of significant accounting policies. In preparing these financial statements, the Companies's opening balance sheet was prepared as at 1 April 2015, the Company's date of transition to Ind AS.

This note explains the principal adjustments made by the Company in restating its Previous GAAP financial statements, including the balance sheet as at 1 April 2015 and the financial statements as at and for the year ended 31 March 2016.

Exemptions availed on first time adoption of Ind AS 101

Ind AS 101 allows first-time adopters certain exemptions from the retrospective application of certain requirements under Ind AS. The Company has applied the following exemptions:

(a) Business Combinations

Ind AS 103 *Business Combinations* has not been applied to business acquisitions that occurred before 1 April 2015. Use of this exemption means that the Indian GAAP carrying amounts of assets and liabilities, that are required to be recognised under Ind AS, is their deemed cost at the date of the acquisition. After the date of the acquisition, measurement is in accordance with Ind AS. Assets and liabilities that do not qualify for recognition under Ind AS are excluded from the opening Ind AS balance sheet. The Company did not recognise or exclude any previously recognised amounts as a result of Ind AS recognition requirements.

Ind AS 101 also requires that Indian GAAP carrying amount of goodwill must be used in the opening Ind AS balance sheet (apart from adjustments for goodwill impairment and recognition or derecognition of intangible assets). In accordance with Ind AS 101, the Company has tested goodwill for impairment at the date of transition to Ind AS. No goodwill impairment was deemed necessary as at 1 April 2015.

(b) Property, plant and equipment and intangible assets

The Company has elected to continue with the carrying value for all of its property, plant and equipment and Intangible assets as recognised in its Indian GAAP financial statements as deemed cost as at the transition date.

(c) Leases

Appendix C to Ind-AS 17 requires an entity to assess whether a contract or arrangement contains a lease. In accordance with Ind-AS 17, this assessment should be carried out at the inception of the contract or arrangement. However, the Company has used Ind AS 101 exemption and assessed all arrangements based on conditions in place as at the date of transition.

(d) Estimates

The estimates at 1 April 2015 and at 31 March 2016 are consistent with those made for the same dates in accordance with Indian GAAP. The estimates used by the Company to present these amounts in accordance with Ind AS reflect conditions at 1 April 2015, the date of transition to Ind AS and as of 31 March 2016.

(e) Classification and measurement of financial assets/ financial liabilities

Ind AS 101 requires an entity to assess classification and measurement of financial assets on the basis of the facts and circumstances that exist at the date of transition to Ind AS.



NOTES FORMING PART OF THE FINANCIAL STATEMENTS

2.2 Reconciliations

The following reconciliations provide the effect of transition to Ind AS from Previous GAAP in accordance with Ind AS 101

2.2.1 Equity as at 1 April 2015 and 31 March 2016

2.2.2 Net profit for the year ended 31 March 2016

2.2.3 Equity reconciliation as at 1 April 2015

2.2.4 Changes in Cash Flow Statement

2.2.1 Reconciliation of equity as previously reported under Previous GAAP to Ind AS

(Rupees in Lakhs)

Particulars	Opening Balance Sheet as at 1 April 2015			Balance Sheet as at 31 March 2016		
	Previous GAAP	Effects of Transition to Ind-AS	IND AS	Previous GAAP	Effects of Transition to Ind-AS	IND AS
ASSETS						
Non-current Assets						
Property, plant and equipment	46,309.46	-	46,309.46	46,053.42	-	46,053.42
Capital work-in-progress	920.07	-	920.07	730.59	-	730.59
Goodwill	1,267.74	-	1,267.74	950.80	316.94	1,267.74
Other Intangible assets	32.97	-	32.97	12.76	-	12.76
Financial assets						
- Loans	730.91	(104.27)	626.64	803.39	(94.76)	708.63
- Other financial assets	2,498.27	-	2,498.27	2,936.81	-	2,936.81
Income tax assets (net)	1,651.10	-	1,651.10	1,712.51	-	1,712.51
Other non-current assets	11,403.43	-	11,403.43	11,269.69	-	11,269.69
(a)	64,813.95	(104.27)	64,709.68	64,469.97	222.18	64,692.15
Current Assets						
Inventories	15,005.53	(4,382.20)	10,623.33	14,778.67	(4,540.22)	10,238.45
Biological assets	6,077.67	5,487.02	11,564.69	6,615.20	6,272.91	12,888.11
Financial assets						
- Investments	6,152.74	3.84	6,156.58	166.58	2.21	168.79
- Trade receivables	22,952.71	-	22,952.71	31,142.35	-	31,142.35
- Cash and cash equivalents	2,224.51	-	2,224.51	3,923.87	-	3,923.87
- Other bank balances	16,573.02	-	16,573.02	16,425.41	-	16,425.41
- Loans	7,390.81	-	7,390.81	8,468.43	-	8,468.43
- Other financial assets	405.26	-	405.26	1,869.58	118.46	1,988.04
Other current assets	443.04	72.05	515.09	407.92	66.05	473.97
(b)	77,225.29	1,180.71	78,406.00	83,798.01	1,919.41	85,717.42
Total Assets (a+b)	142,039.24	1,076.44	143,115.68	148,267.98	2,141.59	150,409.57

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

(Rupees in Lakhs)

Particulars	Opening Balance Sheet as at 1 April 2015			Balance Sheet as at 31 March 2016		
	Previous GAAP	Effects of Transition to Ind-AS	IND AS	Previous GAAP	Effects of Transition to Ind-AS	IND AS
EQUITY AND LIABILITIES						
Equity						
Equity share capital	939.16	-	939.16	1,408.74	-	1,408.74
Other equity	36,203.03	1,460.79	37,663.82	37,592.94	2,895.45	40,488.39
(a)	37,142.19	1,460.79	38,602.98	39,001.68	2,895.45	41,897.13
Liabilities						
Financial liabilities						
- Borrowings	24,612.09	(63.85)	24,548.24	25,432.86	(56.43)	25,376.43
- Other financial liabilities	20.00	(14.87)	5.13	20.00	(14.26)	5.74
Provisions	709.96	-	709.96	741.30	-	741.30
Deferred tax liabilities (net)	2,455.60	22.03	2,477.63	2,682.11	(0.96)	2,681.15
Other non-current liabilities			-	10.35	-	10.35
(b)	27,797.65	(56.69)	27,740.96	28,886.62	(71.65)	28,814.97
Current Liabilities						
Financial liabilities						
- Borrowings	46,939.87	-	46,939.87	43,919.21	-	43,919.21
- Trade payables	20,571.11	-	20,571.11	24,894.46	-	24,894.46
- Other financial liabilities	6,740.17	(245.15)	6,495.02	7,431.34	(550.82)	6,880.52
Other current liabilities	2,344.69	(82.51)	2,262.18	2,685.52	(131.39)	2,554.13
Provisions	503.56	-	503.56	535.75	-	535.75
Current tax liabilities (net)			-	913.40	-	913.40
(c)	77,099.40	(327.66)	76,771.74	80,379.68	(682.21)	79,697.47
Total Equity and Liabilities (a+b+c)	142,039.24	1,076.44	143,115.68	148,267.98	2,141.59	150,409.57



NOTES FORMING PART OF THE FINANCIAL STATEMENTS

2.2.2 Reconciliation statement of Profit and Loss as previously reported under Previous GAAP to Ind AS

(Rupees in Lakhs)

Particulars	For the Year ended 31 March 2016		
	Previous GAAP	Effects of Transition to Ind-AS	IND AS
INCOME			
Revenue from operations	212,696.34	-	212,696.34
Other Income	3,262.70	(0.54)	3,262.16
TOTAL INCOME (I)	215,959.04	(0.54)	215,958.50
EXPENSES			
Cost of materials consumed	153,219.39	-	153,219.39
Purchases of bearer biological assets	2,308.94	-	2,308.94
Purchases of stock-in-trade	7,269.82	-	7,269.82
Changes in inventories of finished goods, stock-in -trade, work-in-progress and biological assets	(143.97)	(627.87)	(771.84)
Employee benefits expense	12,804.29	39.68	12,843.97
Finance costs	8,490.00	54.92	8,544.92
Depreciation and amortization expense	3,305.04	(316.94)	2,988.10
Other expenses	24,089.70	60.34	24,150.04
TOTAL EXPENSES (II)	211,343.21	(789.87)	210,553.34
PROFIT BEFORE TAX (I-II)	4,615.83	789.33	5,405.16
Less: Tax expense:			
Current tax	1,400.00	-	1,400.00
Deferred tax	226.51	(44.36)	182.15
	1,626.51	(44.36)	1,582.15
PROFIT FOR THE PERIOD	2,989.32	833.69	3,823.01
OTHER COMPREHENSIVE INCOME			
Items that will not be reclassified to profit or loss			
Re-measurement gains /(losses) on defined benefit plans	-	40.21	40.21
Less: Income tax	-	13.92	13.92
	-	26.29	26.29
Items that will be reclassified to profit or loss			
Net movement on cash flow hedges	-	21.56	21.56
Less: Income tax	-	7.46	7.46
	-	14.10	14.10
OTHER COMPREHENSIVE INCOME FOR THE YEAR	-	40.39	40.39
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	2,989.32	874.08	3,863.40

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

2.2.3 Equity reconciliation as at transition date

(Rupees in Lakhs)

Particular	Capital reserve		Other reserves					Total
	Profit on Reissue of forfeited shares and debentures	Amalgamation Reserve	Capital Redemption Reserve	Securities Premium Reserve	General reserve	Retained Earnings	Hedge Reserves	
As at 1 April 2015 as per Previous GAAP	1.64	75.95	87.50	223.19	30,989.72	4,368.28	456.75	36,203.03
Changes in equity due to IND AS Adoption								
(a) Fair value adjustment of consumables biological assets	-	-	-	-	-	1,104.80	-	1,104.80
(b) Final dividend and dividend distribution tax	-	-	-	-	-	565.17	-	565.17
(c) Application of effective interest rate method on the external commercial borrowings for which derivatives are taken for hedge purpose	-	-	-	-	-	121.30	(384.15)	(262.85)
(d) Application of effective interest rate method on the borrowings	-	-	-	-	-	63.84	-	63.84
(e) Financial assets and liabilities at amortized cost	-	-	-	-	-	(30.42)	-	(30.42)
(f) Fair valuation of investments	-	-	-	-	-	3.85	-	3.85
(g) Deferred tax impact in respect of above adjustments	-	-	-	-	-	16.40	-	16.40
Total	-	-	-	-	-	1,844.94	(384.15)	1,460.79
As at 1 April 2015 as per Ind AS	1.64	75.95	87.50	223.19	30,989.72	6,213.22	72.60	37,663.82

Footnotes to the reconciliation of equity:

Notes:

- i. Under Indian GAAP, there was no bifurcation between inventories and biological assets and both were valued at cost or net realisable value, whichever is lower. Under Ind AS, consumable biological assets are to be measured at fair value less cost to sell at each reporting date.
- ii. Under Indian GAAP, the Company has amortized goodwill arising on business acquisition over the period of five (5) years. Under Ind AS, goodwill is not amortized but tested for impairment.
- iii. Under Indian GAAP, proposed dividends are recognised as a liability in the period to which they relate, irrespective of when they are declared. Under Ind AS, a proposed dividend is recognised as a liability in the period in which it is declared by the company (usually when approved by shareholders in a general meeting) or paid.
- iv. Under Indian GAAP, transaction costs incurred in connection with interest bearing loans and borrowings are amortized upfront and charged to profit or loss for the period. Under Ind AS, such expenditure are considered for calculating effective interest rate. The impact for the periods up-to the date of transition is adjusted with the retained earnings.
- v. Under Indian GAAP, interest free lease security deposits paid/received and interest free loans and advances to employee are reported at their transaction values. Under Ind AS, interest free security deposits, loans and advances are measured at fair value on initial recognition and at amortized cost on subsequent recognition. The difference between the



NOTES FORMING PART OF THE FINANCIAL STATEMENTS

transaction value and fair value of the lease deposit, employee loans and advances at initial recognition is treated as prepaid/advance rentals and prepaid employee cost respectively. The amount pertaining to the period put- the date of transition is recognised in retained earnings on a straight line basis over the lease and loan term.

- vi. Under Indian GAAP, current investments were measured at lower of cost or net realisable value. Under Ind AS, financial assets other than those valued at amortized cost are subsequently measured at fair value. Investments in mutual funds, have been classified as fair value through statement of profit and loss and changes in fair value on the transition date is recognized in the retained earnings.
- vii. Under Indian GAAP, capital grants received in respect of fixed assets are allowed to be recognised directly in retained earnings. Under Ind AS, such grants are to be amortized on a systematic basis in profit and loss account.
- viii. Under Indian GAAP, deferred taxes are recognised using income statement approach i.e. reflecting the tax effects of timing differences between accounting income and taxable income for the period. The impact of transition adjustments together with Ind AS mandate of using balance sheet approach (against income approach under Indian GAAP) for computation of deferred tax upto the transition date has resulted in consequential impact to retained earnings.

2.2.4 Changes in Cash Flow Statement for the year ended 31 March 2016

(Rupees in Lakhs)

Particular	Previous GAAP	Effects of Transition to Ind-AS	Ind AS
Net Cash Generated By Operating Activities	8,107.54	(290.07)	7,817.47
Net Cash Provided By Investing Activities	5,113.17	7.65	5,120.82
Net Cash Used In Financing Activities	(11,460.80)	282.42	(11,178.38)
Net Increase/(Decrease) In Cash and Cash Equivalents	1,759.91	-	1,759.91
Cash And Cash Equivalents at the Beginning of the Year	2,163.96	-	2,163.96
Cash and Cash Equivalents at the End of the Year	3,923.87	-	3,923.87

Footnotes to the changes in Cash Flow Statement

- i. Under Indian GAAP, the Company has amortized goodwill arising on business acquisition over the period of five (5) years. Under Ind AS, goodwill is not amortized but tested for impairment.
- ii. Under Indian GAAP, interest free lease security deposits paid/received and interest free loans and advances to employee are reported at their transaction values. Under Ind AS, interest free security deposits, loans and advances are measured at fair value on initial recognition and at amortized cost on subsequent recognition. The difference between the transaction value and fair value of the lease deposit, employee loans and advances at initial recognition is treated as prepaid/advance rentals and prepaid employee cost respectively. The amount pertaining to the period put- the date of transition is recognised in retained earnings on a straight line basis over the lease and loan term.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

3.1 PROPERTY, PLANT AND EQUIPMENT

Measurement basis (Cost)

	Freehold land ^{1 & 2}	Leasehold land	Buildings ¹	Plant and equipment	Furniture & fixtures	Vehicles	Office equipment	Electrical installation	Total
(Rupees in Lakhs)									
2016-17									
Gross Carrying Value:									
At the beginning of the year	7,164.27	330.07	25,168.48	23,349.83	1,068.28	1,539.96	1,435.61	5,413.02	65,469.52
Additions during the year	637.02	-	606.78	656.16	46.32	165.40	129.52	133.41	2,374.61
Disposals during the year	7.94	-	72.11	260.58	10.03	87.91	25.67	24.19	488.43
At the end of the year	7,793.35	330.07	25,703.15	23,745.41	1,104.57	1,617.45	1,539.46	5,522.24	67,355.70
Accumulated depreciation:									
At the beginning of the year	-	-	5,223.24	9,031.22	500.48	922.54	1,093.08	2,645.54	19,416.10
For the year	-	-	816.28	1,137.76	138.64	130.70	153.35	459.08	2,835.81
Disposals during the year	-	-	37.00	246.55	9.71	77.63	24.88	21.98	417.75
At the end of the year	-	-	6,002.52	9,922.43	629.41	975.61	1,221.55	3,082.64	21,834.16
Net Carrying Value	7,793.35	330.07	19,700.63	13,822.98	475.16	641.84	317.91	2,439.60	45,521.54
2015-16									
Gross Carrying Value:									
At the beginning of the year	6,775.10	330.07	23,950.07	23,018.48	930.31	1,438.33	1,328.15	5,342.79	63,113.30
Additions during the year	390.65	-	1,233.35	685.54	140.75	131.29	118.17	96.79	2,796.54
Disposals during the year	1.48	-	14.94	354.19	2.78	29.66	10.71	26.56	440.32
At the end of the year	7,164.27	330.07	25,168.48	23,349.83	1,068.28	1,539.96	1,435.61	5,413.02	65,469.52
Accumulated depreciation:									
At the beginning of the year	-	-	4,429.37	8,119.13	377.48	822.48	912.20	2,142.78	16,803.44
For the year	-	-	806.20	1,198.96	125.66	129.21	191.33	516.66	2,968.02
Disposals during the year	-	-	12.33	286.87	2.66	29.15	10.45	13.90	355.36
At the end of the year	-	-	5,223.24	9,031.22	500.48	922.54	1,093.08	2,645.54	19,416.10
Net Carrying Value	7,164.27	330.07	19,945.24	14,318.61	567.80	617.42	342.53	2,767.48	46,053.42

Notes:

- Gross carrying value includes land and buildings of Rupees 1098.66 lakhs (previous year : Rupees 1098.66 lakhs) and Rupees 574.37 lakhs (previous year : Rupees 574.37 lakhs) respectively for which title deed is yet to be executed as at 31 March 2017.
- Includes freehold land having a book value of Rupees 98.68 lakhs (previous year : Rupees 98.68 lakhs) is jointly owned by the company with the ownership right to the extent of twenty five percent.
- Net carrying value includes land and buildings of Rupees 6,313.39 lakhs (previous year : Rupees 5729.10 lakhs) and Rupees 15,503.93 lakhs (previous year : Rupees 15,738.01 lakhs) respectively which has restrictions on their title against various long term and short term facilities.



NOTES FORMING PART OF THE FINANCIAL STATEMENTS

3.2 CAPITAL WORK IN PROGRESS

Particulars	(Rupees in Lakhs)	
	2016-17	2015-16
At the beginning of the year	730.59	920.07
Additions during the year	2,478.18	2,607.06
Transfer to Assets/Disposals	2,374.61	2,796.54
At the end of the year	834.16	730.59

Assets given under operating lease

Description	Carrying value		Depreciation		Net carrying value	
	As at 1 April 2016	Deductions during the year	As at 31 March 2017	For the year	As at 31 March 2017	As at 31 March 2016
Freehold land ⁵	30.14	-	30.14	-	30.14	30.14
Buildings	786.14	39.67	746.47	19.16	377.84	425.35
Plant and equipment	570.56	-	570.56	19.86	239.50	259.36
Furniture and fixtures	16.52	-	16.52	-	0.07	0.07
Vehicles	4.00	-	4.00	-	-	-
Office equipment	16.77	-	16.77	0.04	0.33	0.37
Electrical Installation	164.42	-	164.42	11.29	43.11	54.40
TOTAL	1,588.55	39.67	1,548.88	50.35	690.99	769.69

Notes:

- 4 Leases entered into or cancelled during the year.
- 5 This land corresponds to the *buildings* given on lease

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

3.3 GOODWILL AND INTANGIBLE ASSETS

(Rupees in Lakhs)

	Goodwill ⁶	Intangible Assets			
		Computer software	Technical know how	License cost	Total
2016-17					
Gross Carrying Value:					
At the beginning of the year	1,584.68	219.02	49.24	33.71	301.97
Additions during the year	-	3.98	-	-	3.98
Disposals during the year	-	-	-	-	-
At the end of the year	1,584.68	223.00	49.24	33.71	305.95
Impairment losses/Amortization:					
At the beginning of the year	316.94	213.00	49.24	26.97	289.21
For the year	-	7.11	-	6.74	13.85
Disposals during the year	-	-	-	-	-
At the end of the year	316.94	220.11	49.24	33.71	303.06
Net Carrying Value	1,267.74	2.89	-	-	2.89
2015-16					
Gross Carrying Value:					
At the beginning of the year	1,584.68	218.22	49.24	33.71	301.17
Additions during the year	-	0.80	-	-	0.80
Disposals during the year	-	-	-	-	-
At the end of the year	1,584.68	219.02	49.24	33.71	301.97
Impairment losses/Amortization:					
At the beginning of the year	316.94	199.67	49.24	20.22	269.13
For the year	-	13.33	-	6.75	20.08
Disposals during the year	-	-	-	-	-
At the end of the year	316.94	213.00	49.24	26.97	289.21
Net Carrying Value	1,267.74	6.02	-	6.74	12.76

Notes:

6 Goodwill relates to the acquisition of North based poultry and packaging division from Venkateshwara Hatcheries Private Limited in the year 2013-14 situated at Naraingarh - Haryana, Nalagarh - Himachal Pradesh and Ludhiana - Punjab. These divisions are engaged in the production of commercial layer chicks and packing boxes for day old chicks and eggs.

The Company has performed its annual impairment test in March 2016 and March 2017. The Company considers relationship between its market capitalization and its book value, among other factors, when reviewing for the indicators of impairment. The recoverable amount of the CGU is determined based on value-in-use calculations. These calculations use cash flow projections based on financial budgets approved by management, which include assumptions on profit before interest and tax, depreciation, working capital movements and capital maintenance expenditure. As at 31 March 2017, there were no indicators for the impairment of goodwill based on the assessment done by the Management.

Key assumptions used in impairment testing are as follows:

Discount rate – pre-tax (%) - 18%

Discount rate – post-tax (%) - 12%

Perpetuity growth rate (%) - 3%

Period (years) - 5

The perpetuity growth rate is consistent with long-term industry growth forecasts.

The discount rate reflects specific risks relating to the CGU.



NOTES FORMING PART OF THE FINANCIAL STATEMENTS

	(Rupees in Lakhs)		
	As at 31 st March, 2017	As at 31 st March, 2016	As at 1 st April, 2015
3.4 LOANS (Unsecured, considered good except as otherwise stated)			
Security deposits			
Considered good ⁷	702.84	678.20	584.14
Considered doubtful	9.42	8.20	8.20
	<u>712.26</u>	<u>686.40</u>	<u>592.34</u>
Less: Provision for doubtful deposits	9.42	8.20	8.20
	<u>702.84</u>	<u>678.20</u>	<u>584.14</u>
Loans and advances to employees	37.42	30.43	42.50
Total	<u><u>740.26</u></u>	<u><u>708.63</u></u>	<u><u>626.64</u></u>
Notes:			
7 Include deposits to			
Private companies in which some of the directors of the Company are directors/members			
- Venkateshwara Hatcheries Private Limited (holding company)	139.23	140.23	140.68
3.5 OTHER FINANCIAL ASSETS (Unsecured, considered good except as otherwise stated)			
Derivative instruments ⁸	2,246.13	2,863.99	2,493.65
Balances with banks held as margin money against guarantees ⁹	-	11.41	4.62
Bank deposits with original maturity of more than 12 months	0.97	57.63	-
Interest accrued but not due	0.22	3.78	-
Total	<u><u>2,247.32</u></u>	<u><u>2,936.81</u></u>	<u><u>2,498.27</u></u>
Notes:			

8 As per valuation carried out by an independent valuer.

9 Represents restricted bank balances against guarantees.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

		(Rupees in Lakhs)		
		As at 31 st March, 2017	As at 31 st March, 2016	As at 1 st April, 2015
3.6	OTHER NON CURRENT ASSETS			
	(Unsecured, considered good except as otherwise stated)			
	Capital advances			
	Considered good ¹⁰	10,290.15	10,337.63	10,804.41
	Considered doubtful	16.85	10.81	-
		<u>10,307.00</u>	<u>10,348.44</u>	<u>10,804.41</u>
	Less: Provision for doubtful deposits	16.85	10.81	-
		<u>10,290.15</u>	<u>10,337.63</u>	<u>10,804.41</u>
	Other advances			
	Payments under protest	967.22	592.23	509.80
	Government subsidy receivable ¹¹	647.92	311.00	-
	Balances with Government authorities	30.57	28.83	89.22
	Total	<u><u>11,935.86</u></u>	<u><u>11,269.69</u></u>	<u><u>11,403.43</u></u>
	Notes:			
	10 Includes capital advances to			
	Private companies in which some of the directors of the Company are directors/members			
	- Venkateshwara Hatcheries Private Limited (holding company)	10,100.00	10,100.00	10,100.00
	11 The Company believes that all the conditions attached to the government grants received by the Company are complied with and there are no unfulfilled conditions or other contingencies attaching to these grants.			
4.1	INVENTORIES			
	(Valued at lower of cost and NRV) ¹²			
	(As taken, valued and certified by the management)			
	Raw materials and packing materials	7,632.08	7,271.54	7,052.42
	Raw material in transit	64.39	169.28	127.97
	Work-in-progress	777.52	215.54	369.52
	Finished goods	1,578.85	1,303.95	2,042.29
	Stock-in-trade	742.78	706.37	365.62
	Stores and spares	685.53	571.77	665.51
	Total	<u><u>11,481.15</u></u>	<u><u>10,238.45</u></u>	<u><u>10,623.33</u></u>
	Carrying value of inventory written down to net realisable value	72.01	40.03	57.49
	Amount expensed as write-down to net realisable value	10.00	4.35	4.19

Notes:

- 12 All the inventories are hypothecated for various long term and short term facilities taken by the Company. However, there is no restriction to the title of the inventories held by the Company.



NOTES FORMING PART OF THE FINANCIAL STATEMENTS

4.2 BIOLOGICAL ASSETS ¹³

(Rupees in Lakhs)

	Poultry for livestock breeding	Commercial layer birds	Total
2016-17			
At the beginning of the year at cost	6,603.81	339.51	6,943.32
Gains arising from cost inputs	7,385.83	1,366.16	8,751.99
Decrease due to accumulated depreciation	(7,381.68)	(1,575.98)	(8,957.66)
At the end of the year at cost	6,607.96	129.69	6,737.65
2015-16			
At the beginning of the year at cost	6,076.46	210.96	6,287.42
Gains arising from cost inputs	8,749.08	1,369.46	10,118.54
Decrease due to accumulated depreciation	(8,221.73)	(1,240.91)	(9,462.64)
At the end of the year at cost	6,603.81	339.51	6,943.32

	Hatching eggs	Commercial broiler birds	Total
2016-17			
At the beginning of the year at fair value	3,223.38	2,721.41	5,944.79
Gains arising from cost inputs	32,809.59	60,675.99	93,485.58
Decrease due to harvest/sale	(33,168.35)	(60,238.23)	(93,406.58)
Fair value adjustment recorded in profit & loss	413.97	8.94	422.91
At the end of the year at fair value	3,278.59	3,168.11	6,446.70
2015-16			
At the beginning of the year at fair value	2,766.06	2,511.21	5,277.27
Gains arising from cost inputs	29,766.28	51,232.99	80,999.27
Decrease due to harvest/sale	(29,941.30)	(51,324.47)	(81,265.77)
Fair value adjustment recorded in profit & loss	632.34	301.68	934.02
At the end of the year at fair value	3,223.38	2,721.41	5,944.79

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

NON-FINANCIAL MEASURES OR ESTIMATES OF PHYSICAL QUANTITIES OF BIOLOGICAL ASSETS

	Unit	Closing stock		Production	
		2016-17	2015-16	2016-17	2015-16
Bearer biological assets					
Grand parents SPF birds	Nos	1,726	3,100	-	-
Parent birds (Broiler & Layer)	Nos	1,518,947	1,359,675	-	-
Grand parent hatching eggs	Nos	14,994	-	-	-
Consumable biological assets					
Grown up commercial broilers	Kgs	36,306	25,076	78,052,649	71,251,853
Grown up commercial layers	Nos	162,513	300,334	768,584	767,230
Parent hatching eggs	Nos	20,556	7,387	213,292	887,769
Agriculture produce					
SPF Commercial eggs	Nos	115,200	86,607	8,620,020	8,262,499
Commercial eggs	Nos	326,358	147,309	23,276,966	23,411,015
Processed chicken	Kgs	185,004	263,384	6,304,164	4,748,027

Notes:

- 13 All the biological assets are hypothecated for various long term and short term facilities taken by the Company. However, there is no restriction to the title of the inventories.



NOTES FORMING PART OF THE FINANCIAL STATEMENTS

(Rupees in Lakhs)

4.3 INVESTMENTS

As at 31 st March, 2017 (No. of Units)	As at 31 st March, 2016 (No. of Units)	As at 1 st April, 2015 (No. of Units)		As at 31 st March, 2017	As at 31 st March, 2016	As at 1 st April, 2015
UNQUOTED INVESTMENTS IN MUTUAL FUNDS						
(At fair value through profit and loss)						
(Units of face value of Rupees 10/- each, unless otherwise stated)						
DSP Black Rock Mutual Fund						
5,187	3,875	1,689	DSP Black Rock Money Manager Fund Regular - Growth (Units of face value of Rupees 1,000/- each)	113.11	78.84	31.90
Birla Sun Life Mutual Fund						
5,396	15,479	35,098	Birla Sun Life Savings Fund Regular- Growth (Units of face value of Rupees 100/- each)	17.19	45.33	94.44
L&T Mutual Fund						
263,062	-	-	L & T Ultra Short Term Fund Regular - Growth	69.87	-	-
-	-	519,501	L & T Ultra Short Term Loan Fund - Growth	-	-	117.80
HDFC Mutual Fund						
-	67,320	-	HDFC Cash Management Fund - TAP -Growth	-	21.37	-
-	779	-	HDFC Liquid Fund - Growth (Units of face value of Rupees 1,000/- each)	-	23.25	-
-	-	3,299,261	HDFC Liquid Fund - Growth	-	-	909.81
SBI Magnum Insta Cash Funds						
SBI Income Fund						
-	-	161,872	(Units of face value of Rupees 100/- each)	-	-	5,002.63
Total				200.17	168.79	6,156.58
Aggregate amount of unquoted investments				200.17	168.79	6,156.58
Aggregate amount of impairment in the value of the investments				-	-	-

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

		(Rupees in Lakhs)		
		As at 31 st March, 2017	As at 31 st March, 2016	As at 1 st April, 2015
4.4	TRADE RECEIVABLES ¹⁴ (Unsecured, considered good)			
	Considered good	26,428.77	31,142.35	22,952.71
	Considered doubtful	702.24	642.61	560.20
		<u>27,131.01</u>	<u>31,784.96</u>	<u>23,512.91</u>
	Less: Provision for doubtful debts	702.24	642.61	560.20
	Total	<u><u>26,428.77</u></u>	<u><u>31,142.35</u></u>	<u><u>22,952.71</u></u>
	Notes			
	14 Include dues from:			
	(a) Private companies in which some of the directors of the Company are directors/members			
	- Venkateshwara Hatcheries Private Limited (holding company)	14,323.18	20,245.22	14,333.17
	- Eastern Hatcheries Private Limited	379.53	486.03	254.52
	- Bala Industries & Entertainment Private Limited	492.25	692.25	581.51
	- Uttara Foods & Feeds Private Limited	4,538.93	3,086.72	2,196.73
	- All India Poultry Development Services Private Limited	-	3.90	-
	(b) Firms in which some of the directors of the Company are partners			
	- Venkateshwara Foods and Feeds	779.32	1,463.23	1,309.88
4.5	CASH AND CASH EQUIVALENTS			
	Balances with banks in:			
	- Current accounts	1,824.99	2,169.57	1,371.55
	- Deposit accounts with original maturity of less than three months	-	824.00	-
	- Unclaimed dividend accounts ¹⁵	99.74	86.52	78.46
	- Unclaimed fractional shares account ¹⁵	3.87	-	-
	Cheques, drafts on hand	695.39	548.93	568.22
	Cash on hand	104.11	294.85	206.28
	Total	<u><u>2,728.10</u></u>	<u><u>3,923.87</u></u>	<u><u>2,224.51</u></u>
	Notes			
	15 Represents restricted bank balances on account of unclaimed dividends and fractional shares account.			



NOTES FORMING PART OF THE FINANCIAL STATEMENTS

	(Rupees in Lakhs)		
	As at 31 st March, 2017	As at 31 st March, 2016	As at 1 st April, 2015
4.6 OTHER BANK BALANCES			
Deposit accounts with original maturity of more than three months ¹⁶	14,983.37	16,418.94	16,435.22
Accounts held as margin money against guarantees ¹⁷	19.45	6.47	137.80
Total	15,002.82	16,425.41	16,573.02
Notes			
16 Bank deposits represents restricted bank balances amounting to Rupees 14,819.21 (previous year Rupees 14,817.83) marked as lien for loan taken by group companies.			
17 Represents restricted bank balances against guarantees.			
4.7 LOANS			
(Unsecured, considered good except as otherwise stated)			
Security deposits	8.00	17.43	86.07
Inter-corporate loans	-	7,145.00	7,145.00
Inter-corporate deposits to related parties ¹⁸	2,388.75	1,115.00	-
Loans and advances to employees			
Considered good	146.34	191.00	159.74
Considered doubtful	14.64	-	-
	160.98	191.00	159.74
Less: Provision for doubtful debts	14.64	-	-
	146.34	191.00	159.74
Total	2,543.09	8,468.43	7,390.81
Notes			
18 Includes due from			
(a) Private companies in which some of the directors of the Company are directors/members			
- Venkateshwara Hatcheries Private Limited (holding company)	2,388.75	1,115.00	-

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

		(Rupees in Lakhs)		
		As at 31 st March, 2017	As at 31 st March, 2016	As at 1 st April, 2015
4.8 OTHER FINANCIAL ASSETS				
Derivative instruments	-	118.45	-	
Other receivables ¹⁹	40.00	1,532.75	59.00	
Interest accrued but not due	142.31	336.84	346.26	
	Total	182.31	1,988.04	405.26
Notes:				
19 Includes due from				
(a) Private companies in which some of the directors of the Company are directors/members				
- Venkateshwara Hatcheries Private Limited (holding company)		-	1,473.75	-
4.9 OTHER CURRENT ASSETS				
Advances to suppliers				
Considered good	236.89	218.27	257.75	
Considered doubtful	50.00	50.00	-	
		286.89	268.27	257.75
Less: Provision for doubtful advances	50.00	50.00	-	
		236.89	218.27	257.75
Prepayments	267.65	232.03	247.06	
Balances with Government authorities	7.57	16.80	10.28	
Other receivables	85.79	6.87	-	
	Total	597.90	473.97	515.09



NOTES FORMING PART OF THE FINANCIAL STATEMENTS

	(Rupees in Lakhs)		
	As at 31 st March, 2017	As at 31 st March, 2016	As at 1 st April, 2015
5.1 EQUITY SHARE CAPITAL			
AUTHORISED			
15,000,000 (Previous year 15,000,000) equity shares of Rupees 10/- each	1,500.00	1,500.00	1,100.00
1,000,000 (Previous year 1,000,000) preference shares of Rupees 100/- each	1,000.00	1,000.00	1,000.00
ISSUED, SUBSCRIBED AND PAID-UP			
14,087,336 (Previous year 14,087,336) equity shares of Rupees 10/- each fully paid-up	1,408.74	1,408.74	939.16
Total	1,408.74	1,408.74	939.16
Forfeited equity shares pending re-issue 5,715 (Previous year 5,715)	0.57	0.57	0.57
(a) Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting year:			
Number of shares outstanding at the beginning of the year (In numbers)	14,087,336	9,391,557	9,391,557
Bonus shares issued during the year (In numbers)	-	4,695,779	-
Number of shares outstanding at the end of the year	14,087,336	14,087,336	9,391,557
(b) Terms, rights and restrictions attached to equity shares :			
The Company has only one class of equity shares having a par value of Rupees 10/- per share. Each shareholder is entitled to vote in proportion to his share of the paid up equity capital of the Company except upon voting by "Show of hands" where one shareholder is entitled to one vote. The Company declares and pays dividend in Indian Rupees. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts in proportion to their shareholdings.			
(c) Shares held by holding/ultimate holding company and/or their subsidiaries/associates:			
Holding company			
Venkateshwara Hatcheries Private Limited Nos	7,186,914.00	7,186,914.00	4,791,276.00

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

		(Rupees in Lakhs)		
		As at 31 st March, 2017	As at 31 st March, 2016	As at 1 st April, 2015
(d)	Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company:			
	Venkateshwara Hatcheries Private Limited	Nos 7,186,914.00	7,186,914.00	4,791,276.00
	% of holding	0.51	0.51	0.51
(e)	There are no shares reserved for issue under options or contracts/commitments for the sale of shares/ disinvestment as at 31 March 2017 and 31 March 2016.			
(f)	The Company has allotted fully paid up 4,695,779 bonus shares during the year 2015-16 ranking pari passu with the existing shares in the company without payment being received in cash.			
(g)	The Company has neither allotted any shares as fully paid up pursuant to contracts without payments being received in cash nor bought back any shares for the period of five years immediately preceding 31 March 2017 or 31 March 2016.			
(h)	The Company does not have any securities convertible into equity or preference shares as at 31 March 2017 and 31 March 2016.			
(i)	The Board of Directors, in its meeting on 22 May 2017, proposed final dividend of Rupees 6/- per equity share. The total dividend appropriation for the year ended 31 March 2017 amounts to Rupees 1017.31 lakhs including dividend distribution tax of Rupees 172.07 lakhs. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.			
(j)	For the year ended 31 March 2016, the amount of per share dividend recognized as distribution to equity shareholders was Rupees 5/- towards final dividend as recommended for the year 31 March 2016. The total dividend appropriation for the year ended 31 March 2016 amounted to Rupees 847.76 lakhs including dividend distribution tax of Rupees 143.39 lakhs.			
(k)	The Company does not have any unpaid calls.			



NOTES FORMING PART OF THE FINANCIAL STATEMENTS

	(Rupees in Lakhs)		
	As at 31 st March, 2017	As at 31 st March, 2016	As at 1 st April, 2015
5.2 OTHER EQUITY			
Capital reserves			
Profit on reissue of forfeited shares and debentures	1.64	1.64	1.64
Amalgamation reserve	75.95	75.95	75.95
(a)	<u>77.59</u>	<u>77.59</u>	<u>77.59</u>
Capital redemption reserve			
Opening balance	-	87.50	87.50
Less: Amount utilised for issuance of bonus shares	-	87.50	-
(b)	<u>-</u>	<u>-</u>	<u>87.50</u>
Securities premium account			
Opening balance	-	223.19	223.19
Less: Amount utilised for issuance of bonus shares	-	223.19	-
(c)	<u>-</u>	<u>-</u>	<u>223.19</u>
Hedging reserve			
Opening balance	86.70	72.60	72.60
Transferred from other comprehensive income	(149.05)	14.10	-
(d)	<u>(62.35)</u>	<u>86.70</u>	<u>72.60</u>
General reserve			
Opening balance	32,830.83	30,989.72	28,989.72
Transferred from surplus in the Statement of Profit and Loss	2,000.00	2,000.00	2,000.00
	<u>34,830.83</u>	<u>32,989.72</u>	<u>30,989.72</u>
Less: Amount utilised for issuance of bonus shares	-	158.89	-
(e)	<u>34,830.83</u>	<u>32,830.83</u>	<u>30,989.72</u>
Retained earnings			
Opening balance	7,493.27	6,213.22	6,846.36
Prior period errors	(35.07)	(4.08)	-
Net profit for the year as per the Statement of Profit and Loss	12,238.92	3,849.31	1,932.04
Balance available for appropriations	19,697.12	10,058.45	8,778.40
Less: Appropriations			
Transferred to general reserve	2,000.00	2,000.00	2,000.00
Proposed dividend	704.37	469.58	469.58
Dividend distribution tax	143.39	95.60	95.60
Total appropriations	<u>2,847.76</u>	<u>2,565.18</u>	<u>2,565.18</u>
Net surplus in the Statement of Profit and Loss (f)	<u>16,849.36</u>	<u>7,493.27</u>	<u>6,213.22</u>
Total (a+b+c+d+e+f)	<u>51,695.43</u>	<u>40,488.39</u>	<u>37,663.82</u>

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

		(Rupees in Lakhs)		
		As at 31 st March, 2017	As at 31 st March, 2016	As at 1 st April, 2015
6.1 BORROWINGS				
	Secured			
	Term loans From banks ²⁰			
	Rupee loan	11,498.19	14,997.22	13,044.61
	External commercial borrowings	12,880.36	15,637.55	16,146.96
		<u>24,378.55</u>	<u>30,634.77</u>	<u>29,191.57</u>
	Less: Current maturities of term loans (Refer note no. 7.3)	7,471.90	5,258.75	4,644.50
	(a)	<u>16,906.65</u>	<u>25,376.02</u>	<u>24,547.07</u>
	Unsecured			
	Deferred payment liabilities			
	Sales tax deferral ²⁰	0.41	1.17	1.93
	Less: Current maturities of deferred payment liabilities (Refer note no. 7.3)	0.38	0.76	0.76
	(b)	<u>0.03</u>	<u>0.41</u>	<u>1.17</u>
	Total (a+b)	<u>16,906.68</u>	<u>25,376.43</u>	<u>24,548.24</u>

Notes:

20 Details of securities, guarantees, rate of interest and terms of repayments:

(i) Rupee loan-I (Secured) :

Rupee term loan from IDBI Bank Limited amounting to Rupees 1,666.67 lakhs outstanding as at 31 March 2017 (previous year Rupees 2,777.77 lakhs) carries an interest rate of sum of bank borrowing rate (BBR) as increased by 150 basis points per annum. The loan is repayable in 54 equal monthly installments commencing from 1 April 2014. The loan is secured by way of second charge on movable fixed assets of the Company in form of plant & machinery, electrical installations, vehicles, furniture and fixtures, office equipments, etc. and on the entire current assets of the Company.

(ii) Rupee loan- II (Secured) :

Rupee term loan from State Bank of India amounting to Rupees 4,370.36 lakhs outstanding as at 31 March 2017 (previous year Rupees 7,913.36 lakhs) carries an interest rate of 2% above BR present effective rate 12% per annum with monthly rests (including tenor premium). The loan is repayable in 19 quarterly installments commencing from June 2015. The loan is secured by way of hypothecation on moveable assets of the Company situated at Packaging Division, Gadapur, PO Jodhewal, Basti and hypothecation on moveable assets and mortgage of immovable properties situated at (a) Morwadi, Kikwi, Bhor, Pune. (b) AHP and Feed Mill, Osade, Velhe, Pune. (c) Sountli, PO Shahzadpur, Tehsil Naraingarh, District Ambala, State Haryana, (d) Patvi, Tehsil Naraingarh, District Ambala, State Haryana. (e) Dhamouli/Patheri, Tehsil Naraingarh, District Ambala, State Haryana. (f) Dikadala and Jorasi, Tehsil Samalakha, District Panipat, Haryana. (g) Larsauli, Tehsil Ganapur, District Sonapat, State Haryana. (h) Srini, Naugaon, Pargana Pachwa doon, District Dehradun, State Uttaranchal.



NOTES FORMING PART OF THE FINANCIAL STATEMENTS

(iii) Rupee loan - III (Secured) :

Rupee term loan from IFCI Limited amounting to Rupees 4,362.50 lakhs outstanding as at 31 March 2017 (previous year Rupees 4,362.50 lakhs) carries an interest rate of 0.8% above BR present effective rate 12.2% per annum with half yearly rests (including tenor premium). The loan is repayable in 7 equal half yearly installments starting from end of 24th month. The loan is secured by way of an exclusive first charge by way of hypothecation of borrower's all movable assets and mortgage over immovable properties situated at following locations:(a) IID center, Govindnagar, District Kathua (b)Village Lohagaon, Taluka Haveli, Pune (c)Village Khopodi, Taluka Daund, District Pune (d) Village Mogar and Village Vadod, Tal Anand, Gujrat. (e) Village Bhandgaon, Taluka Daund, District Pune. (f) Village Salumbre, Taluka Maval, District Pune. The loan is secured by a corporate guarantee by Venkateshwara Hatcheries Private Limited.

(iv) Rupee loan - IV (Secured) :

Rupee Term Loan from Mahindra and Mahindra Financial Services Limited amounting to Rupees 1,152.75 lakhs outstanding as at 31 March 2017 (previous year Rupees NIL) carries an interest rate of 3.20% over and above SBI Base rate which at the time of availing loan is 9.30 per annum with monthly rest. The loan is repayable in 48 equated monthly installments starting from date of disbursement. The loan is secured by way of an exclusive first charge by way of mortgage of land and building and hypothecation of machinery, including machinery spares, tools and accessories, electrical installation and fixtures situated at (a) Plot no. E-256, Phase 8-B, Sector74, SAS Nagar Mohali, Punjab (b) Commercial Shop no.15, Ground Floor white square S.No.42/1,49/3,48/4, Vill. Wakad, Hinjewadi Road, Tal: Mulshi, District Pune. (c) Commercial Shop No.13,14,15, Ground Floor, Girme Heights, S.No. 62, Hissa no. 12, Salunkhe Vihar Road, Wanawadi, Pune. (d) S.No. 320/3, 321/3, 321/3, 321/4, off- Indore-Ujjain Highway, Vill Rajoda, Teh - Sanwer, District Indore. The loan is also secured by a corporate guarantee of Venkateshwara Hatcheries Private Limited.

(v) External commercial borrowings - I (Secured):

The Company has availed external commercial borrowings (ECB -I) from ICICI Bank Limited amounting to Rupees 7,183.32 lakhs outstanding as at 31 March 2017 (previous year Rupees 8,908.40 lakhs) into two tranches for financing its expansion plans. ECB-I is repayable in 11 half yearly predetermined installments commencing from 3 April 2013 and is denominated in US\$. It carries an interest rate of 6 month USD LIBOR plus 4.5 percent per annum. Taking the currency risks in the cash flows arising out of fluctuations of USD LIBOR rates and also the currency fluctuations, the Company has entered into hedge agreements with its bankers. Further, the repayment of said liability in respect of the ECB-I is also fixed at predetermined exchange rate pursuant to the hedge agreements. ECB-I is secured by an exclusive mortgage of land, building and immovable plant and machinery at processing plant situated at Baur Kamshet, Pune, Feed Mill and Oilseed plant at Solapur, poultry farm at Village Bhigwan and SPF Plant at Pasure Bhor.

(vi) External commercial borrowings - II (Secured):

The Company has availed external commercial borrowings (ECB - II) from ICICI Bank Limited amounting to Rupees 5,697.04 lakhs outstanding as at 31 March 2017 (previous year Rupees 6,729.15 lakhs) for financing it's expansion plans. ECB-II is repayable in 11 half yearly predetermined installments commencing from 5 August 2015 and is denominated in US\$. It carries an interest rate of 6 month USD LIBOR plus 4.25 percent per annum. Taking the currency risks in the cash flows arising out of fluctuations of USD LIBOR rates and also the currency fluctuations, the Company has entered into hedge agreements with its bankers. Further, the repayment of said liability in respect of the ECB - II is also fixed at predetermined exchange rate pursuant to the hedge agreements subject to caps. ECB - II is secured by an

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

exclusive charge on the properties of the Company situated at Village Tondal, Taluka Purandar, District Pune, Nanded property and at Village Kouthadi, Taluka Daund, District Pune and extension of charge on land and buildings at Khadki and processing plant situated at Village Baur, Kamshet already charged to ICICI Bank Limited. Further, ECB- II is secured by an exclusive hypothecation of all future moveable assets of the company acquired/to be acquired from the loan facilities extended by the bank.

(vi) Deferred payment liabilities (Unsecured):

The deferred sales tax liabilities are interest free and shall be repaid in equal annual installments not exceeding five such installments at the expiry of 4th year. The details of which are as stated below:

Particulars	Animal Health Products division	
	Scheme 01*	Scheme 02*
Deferred sales tax liability amount	1.51	0.37
Deferment scheme started from	30 April 2013	30 April 2013
Installments started upto	30 April 2017	30 April 2017

* The above scheme are interest free

There are no material amount in respect of default of repayment of borrowings and interest as at 31 March 2017 or 31 March 2016.

		(Rupees in Lakhs)		
		As at 31 st March, 2017	As at 31 st March, 2016	As at 1 st April, 2015
6.2 OTHER FINANCIAL LIABILITIES				
Security deposits		14.10	5.74	5.13
Total		<u>14.10</u>	<u>5.74</u>	<u>5.13</u>
 6.3 PROVISIONS				
Provision for employee benefits				
- Compensated absences		922.36	741.30	709.96
Total		<u>922.36</u>	<u>741.30</u>	<u>709.96</u>



NOTES FORMING PART OF THE FINANCIAL STATEMENTS

		(Rupees in Lakhs)		
		As at 31 st March, 2017	As at 31 st March, 2016	As at 1 st April, 2015
6.4 DEFERRED TAX LIABILITIES (NET)				
Deferred tax liabilities				
		3,757.10	3,476.25	3,172.68
	Depreciation/Amortization			
	Cash flow hedges	-	45.89	38.42
	Others ²¹	182.52	-	-
	(a)	3,939.62	3,522.14	3,211.10
Deferred tax assets				
	Employee benefits	580.96	506.71	462.16
	Provision for doubtful debts	243.03	246.28	193.87
	Cash flow hedges	33.00	-	-
	Others ²²	42.07	88.00	77.44
	(b)	899.06	840.99	733.47
	Deferred tax liabilities (net) ²³	3,040.56	2,681.15	2,477.63
	Total (a-b)			
Notes:				
21	Deferred tax liabilities - others represents deferred tax liability in respect of items allowed under Income Tax Act, 1961 on payment basis.			
22	Deferred tax assets - others represents deferred tax assets in respect of items which are allowed expensed out in the financials but are allowable under Income Tax Act, 1961 on a payment basis and capital grants received during the year.			
23	Entire deferred tax liabilities (net) for the year ended 31 March 2017 and 31 March 2016 relates to origination and reversal of temporary differences.			
6.5 OTHER NON CURRENT LIABILITIES				
Government Grant				
	Opening balance	10.35	-	-
	Grant received during the year	25.30	12.32	-
	Less: Amortized in statement of profit and loss	(2.71)	(1.97)	-
	Total	32.94	10.35	-

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

		(Rupees in Lakhs)		
		As at 31 st March, 2017	As at 31 st March, 2016	As at 1 st April, 2015
7.1 BORROWINGS				
	Secured²⁴			
	Loans repayable on demand			
	From banks - Cash credit facilities	7,004.26	5,455.17	3,271.75
	Others - from banks			
	FCNR (B)	-	2,446.18	1,988.27
	Short-term loans	17,997.59	25,017.86	27,769.89
	Unsecured			
	From banks - working capital facilities	4,500.00	11,000.00	10,496.96
	Loans and advances from related parties	600.00	-	3,413.00
	Total	30,101.85	43,919.21	46,939.87

Notes:

24 Details of securities and guarantees

(i) **Loan repayable on demand - Cash Credit facilities:**

The cash credit facilities except cash credit taken from ICICI Bank are secured by way of first charge on the entire current assets of the Company on pari passu basis.

(ii) **FCNR (B) :**

The short-term loan from ICICI Bank Limited in USD amounting to Rupees 'Nil' outstanding as at 31 March 2017 (previous year Rupees 2,446.18 Lakhs) and cash credit facilities in Rupees amounting to balance of Rupees 2,963.50 lakhs outstanding as at 31 March 2017 (previous year Rupees (61.48) lakhs) is secured on first charge by way of hypothecation of the company's entire stocks of raw materials, semi-finished and finished goods, consumables stores and spares and such other movables including book debts, bills whether documentary or clean, outstanding monies, receivables, both present and future, in a form and manner satisfactory to the bank, ranking pari passu with other participating consortium banks.

(iii) **Short term loans :**

(i) The short-term loans from State Bank of India, Industrial Development Bank of India and HDFC Bank amounting to Rupees 9,650.00 lakhs (previous year Rupees 9,930.00 lakhs) are secured by way of hypothecation of first charge on all current assets of the company on pari passu basis.

(ii) The short-term loan from ICICI Bank Limited amounting to Rupees 7,000.00 lakhs outstanding as at 31 March 2017 (previous year Rupees 7,500.00 lakhs) is secured by an extension of charge on land and buildings located at (a) Village Dikadla, Tehsil Samalkha, District Panipat, State Haryana, (b) Plot No.55, Sansarpur terrace, District Kangra, State Himachal Pradesh, (c) Village Laidar, Tehsil Bara, District Allahabad, State Uttar Pradesh, (d) Processing Plant at Baur Kamshet, Pune, (e) Feed Mill and Oilseed Plant at Solapur, (f) Poultry farm at Village Bhigwan and (g) SPF Plant at Pasure Bhor and by way of hypothecation of movable fixed assets acquired/ to be acquired out of Rupees term loan and external commercial borrowings obtained from ICICI Bank Limited at these locations.



NOTES FORMING PART OF THE FINANCIAL STATEMENTS

- (iii) The short-term loan from Axis Bank Limited amounting to Rupees 1,347.59 lakhs outstanding as at 31 March 2017 (previous year Rupees 5,949.86 lakhs) is secured by an exclusive charge by way of hypothecation of plant and machinery and mortgage of land and buildings of the Mouje Kondiwade Taluka Maval District Pune and Mouje Bori Aindi Taluka Daund, District Pune.
- (iv) The short-term loan from Kotak Mahendra Bank Limited amounting to Rupees 'Nil' outstanding as at 31 March 2017 (previous year Rupees 1,638.00 lakhs) is secured by subservient charge on all existing and future movable and immovable fixed assets of the company.

There are no material amount in respect of default of repayment of borrowings and interest as at 31 March 2017 or 31 March 2016.

		(Rupees in Lakhs)		
		As at 31 st March, 2017	As at 31 st March, 2016	As at 1 st April, 2015
7.2	TRADE PAYABLES			
	Dues to Micro and Small Enterprises ²⁵	-	-	-
	Others	17,489.25	24,894.46	20,571.11
	Total	17,489.25	24,894.46	20,571.11
	Notes:			
	25 Under Micro, Small and Medium Enterprises Development Act, 2006 which came into force from 2nd October 2006, certain disclosures are required to be made relating to Micro, Small & Medium Enterprises. Accordingly, information relating to disclosure under the said Act has been given only to the extent such information is readily available with the company. This information has been relied upon by the auditors.			
7.3	OTHER FINANCIAL LIABILITIES			
	Current maturities of long-term debt (Refer note no 6.1)	7,472.28	5,259.51	4,645.26
	Interest accrued	898.43	1,024.75	1,005.76
	Unpaid dividends ²⁶	99.74	86.52	78.46
	Unpaid fractional shares proceeds	3.87	-	-
	Security deposits	175.03	174.72	168.89
	Other payables			
	Payable against capital goods	207.53	335.02	473.89
	Bank overdrafts accounts	-	-	60.55
	Derivative liability	-	-	62.21
	Total	8,856.88	6,880.52	6,495.02
	Notes:			
	26 There are no amounts due and outstanding to be credited to Investor Education and Protection Fund as at 31 March 2017.			

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

	(Rupees in Lakhs)		
	As at 31 st March, 2017	As at 31 st March, 2016	As at 1 st April, 2015
7.4 OTHER CURRENT LIABILITIES			
Revenue received in advance	16.14	11.99	13.08
Advance from customers	2,893.52	2,075.40	1,899.10
Statutory dues ²⁷	542.84	466.74	350.00
Total	3,452.50	2,554.13	2,262.18
Notes:			
27 Statutory dues as at 31 March 2017 include stamp duty payable of Rupees 88.49 lakhs (previous year Rupees 88.49 Lakhs) on land and building for which registration of title deed is yet to be executed.			
7.5 PROVISIONS			
Provision for employee benefits			
Compensated absences	127.91	110.14	100.04
Gratuity	532.74	425.61	403.52
Total	660.65	535.75	503.56
8.1 CONTINGENT LIABILITIES AND COMMITMENTS (TO THE EXTENT NOT PROVIDED FOR)			
Contingent liabilities²⁸			
Claims against the company not acknowledged as debt;			
Income-tax matters in dispute	15.34	87.03	87.03
Sales tax demands in dispute	185.07	370.76	375.19
Electricity demands in dispute	252.48	252.48	252.48
Labour wages in dispute	72.59	44.93	2.70
Service tax demands in dispute	-	-	64.90
Excise duty in dispute	971.30	412.09	320.56
Customs duty in dispute	510.40	11.30	-
Others demands in dispute	9.43	31.25	31.25

Notes:

28 The Company is subject to legal proceedings and claims, which have arisen during the ordinary course of business. The Company's management does not reasonably expect that these legal actions, when ultimately concluded and determined, will have a material and adverse effect on the Company's results of operations or financial conditions.



NOTES FORMING PART OF THE FINANCIAL STATEMENTS

	(Rupees in Lakhs)			
	As at 31 st March, 2017	As at 31 st March, 2016	As at 1 st April, 2015	
Commitments				
(i) Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	2,805.40	2,973.35	3,294.33	
(ii) Other commitments				
Hedge agreements to buy US\$				
	2016-17 In Lakhs (US\$)	2015-16 In Lakhs (US\$)	2016-17 (Rupees in Lakhs)	2015-16 (Rupees in Lakhs)
External commercial borrowings - I				
Hedge of external commercial borrowings principal repayment	110.76	134.46	7,183.32	8,908.40
Interest rate swap against exposure to variable interest outflow on external commercial borrowings, swap to pay fixed interest @ 12% and receive a variable interest @ 6 months USD LIBOR and applicable margin.				
Notional amount	101.00	122.24	6,530.00	8,098.54
Interest rate swap against exposure to variable interest outflow on external commercial borrowings, swap to pay fixed interest @ 12.60% and receive a variable interest @ 6 months USD LIBOR and applicable margin.				
Notional amount	9.76	12.22	653.32	809.86
External commercial borrowings - II				
Hedge of external commercial borrowings principal repayment	87.84	101.57	5,697.04	6,729.15
Interest rate swap against exposure to variable interest outflow on external commercial borrowings, swap to pay fixed interest @ 7.50% and receive a variable interest @ 6 months USD LIBOR and applicable margin				
Notional amount	87.84	101.57	5,697.04	6,729.15
FCNR(B) :				
Hedge of short term borrowings principal repayment	-	36.92	-	2,446.18

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

8.2 FINANCIAL INSTRUMENTS

(Rupees in Lakhs)

The carrying value and the fair value of financial instruments by categories as at 31 March 2017

Particulars	Amortized cost	Financial assets/ liabilities at fair value through profit or loss		Financial assets/ liabilities at fair value through OCI		Total carrying value	Total fair value
		Designated upon initial recognition	Mandatory	Designated upon initial recognition	Mandatory		
Assets:							
-Cash and cash equivalents (refer note 4.5)	2,728.10	-	-	-	-	2,728.10	2,728.10
-Investments (refer note 4.3)							
-in mutual funds	-	-	200.17	-	-	200.17	200.17
-Trade receivables (refer note 4.4)	26,428.77	-	-	-	-	26,428.77	26,428.77
-Other bank balances (refer note 4.6)	15,002.82	-	-	-	-	15,002.82	15,002.82
-Loans (refer note 3.4 & 4.7)	3,283.35	-	-	-	-	3,283.35	3,283.35
-Other financial assets (refer note 3.5 & 4.8)	183.50	-	-	-	2,246.13	2,429.63	2,429.63
Total	47,626.54	-	200.17	-	2,246.13	50,072.84	50,072.84
Liabilities							
-Trade payables (refer note 7.2)	17,489.25	-	-	-	-	17,489.25	17,489.25
-Borrowings*(refer note 6.1 & 7.1)	41,600.47	12,880.36	-	-	-	54,480.83	54,480.83
-Other financial liabilities* (refer note 6.2 & 7.3)	1,398.70	-	-	-	-	1,398.70	1,398.70
Total	60,488.42	12,880.36	-	-	-	73,368.78	73,368.78

* Current maturity of long term debts are presented under other financial liabilities are added to borrowings.

The carrying value and the fair value of financial instruments by categories as at 31 March 2016

Particulars	Amortized cost	Financial assets/ liabilities at fair value through profit or loss		Financial assets/ liabilities at fair value through OCI		Total carrying value	Total fair value
		Designated upon initial recognition	Mandatory	Designated upon initial recognition	Mandatory		
Assets:							
-Cash and cash equivalents (refer note 4.5)	3,923.87	-	-	-	-	3,923.87	3,923.87
-Investments (refer note 4.3)							
-in mutual funds	-	-	168.79	-	-	168.79	168.79
-Trade receivables (refer note 4.4)	31,142.35	-	-	-	-	31,142.35	31,142.35
-Other bank balances (refer note 4.6)	16,425.41	-	-	-	-	16,425.41	16,425.41
-Loans (refer note 3.4 & 4.7)	9,169.41	-	-	-	-	9,169.41	9,169.41
-Other financial assets (refer note 3.5 & 4.8)	1,950.06	-	-	-	2,982.44	4,932.50	4,932.50
Total	62,611.10	-	168.79	-	2,982.44	65,762.33	65,762.33
Liabilities							
-Trade payables (refer note 7.2)	24,894.46	-	-	-	-	24,894.46	24,894.46
-Borrowings*(refer note 6.1 & 7.1)	56,471.41	18,083.73	-	-	-	74,555.14	74,555.14
-Other financial liabilities* (refer note 6.2 & 7.3)	1,626.75	-	-	-	-	1,626.75	1,626.75
Total	82,992.62	18,083.73	-	-	-	101,076.35	101,076.35

* Current maturity of long term debts are presented under other financial liabilities are added to borrowings.



NOTES FORMING PART OF THE FINANCIAL STATEMENTS

The carrying value and the fair value of financial instruments by categories as at 31 March 2015

Particulars	Amortized cost	Financial assets/ liabilities at fair value through profit or loss		Financial assets/ liabilities at fair value through OCI		Total carrying value	Total fair value
		Designated upon initial recognition	Mandatory	Designated upon initial recognition	Mandatory		
Assets:							
-Cash and cash equivalents (refer note 4.5)	2,224.51	-	-	-	-	2,224.51	2,224.51
-Investments (refer note 4.3)							
-in mutual funds	-	-	6,156.58	-	-	6,156.58	6,156.58
-Trade receivables (refer note 4.4)	22,952.71	-	-	-	-	22,952.71	22,952.71
-Other bank balances (refer note 4.6)	16,573.02	-	-	-	-	16,573.02	16,573.02
-Loans (refer note 3.4 & 4.7)	8,017.45	-	-	-	-	8,017.45	8,017.45
-Other financial assets (refer note 3.5 & 4.8)	409.88	-	-	-	2,493.65	2,903.53	2,903.53
Total	50,177.57	-	6,156.58	-	2,493.65	58,827.80	58,827.80
Liabilities							
-Trade payables (refer note 7.2)	20,571.11	-	-	-	-	20,571.11	20,571.11
-Borrowings*(refer note 6.1 & 7.1)	57,998.14	18,135.23	-	-	-	76,133.37	76,133.37
-Other financial liabilities* (refer note 6.2 & 7.3)	1,792.68	-	-	-	62.21	1,854.89	1,854.89
Total	80,361.93	18,135.23	-	-	62.21	98,559.37	98,559.37

* Current maturity of long term debts are presented under other financial liabilities are added to borrowings.

Fair value estimation

Ind AS 13 requires disclosure of fair value measurements by level of the following fair value measurement hierarchy:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1).
- Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (Level 2).
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (Level 3).

The following table presents the Company's assets and liabilities that are measured at fair value as at:

	(Rupees in Lakhs)			
	Level 1	Level 2	Level 3	Total
31 March 2017				
Assets				
- Investments in mutual funds	200.17	-	-	200.17
- Derivative assets	-	2,246.13	-	2,246.13
- Biological assets				
Poultry for livestock breeding	-	-	6,607.96	6,607.96
Commercial birds	-	-	3,297.80	3,297.80
Hatching eggs	-	-	3,278.59	3,278.59
31 March 2016				
Assets				
- Investments in mutual funds	168.79	-	-	168.79
- Derivative assets	-	2,982.44	-	2,982.44
- Biological assets				
Poultry for livestock breeding	-	-	6,603.81	6,603.81
Commercial birds	-	-	3,060.92	3,060.92
Hatching eggs	-	-	3,223.38	3,223.38

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(Rupees in Lakhs)

	Level 1	Level 2	Level 3	Total
1 April 2015				
Assets				
- Investments in mutual funds	6,156.58	-	-	6,156.58
- Derivative assets	-	2,493.65	-	2,493.65
- Biological assets				
Poultry for livestock breeding	-	-	6,076.46	6,076.46
Commercial birds	-	-	2,722.17	2,722.17
Hatching eggs	-	-	2,766.06	2,766.06
Liabilities				
- Derivative liabilities	-	62.21	-	62.21

The fair value of financial instruments traded in active markets is based on quoted market prices at the reporting date. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis. The quoted market price used for financial assets held by the company is the current bid price. These instruments are included in Level 1. Instruments included in Level 1 comprise of investments in mutual funds.

The fair value of financial instruments that are not traded in an active market (for example over-the-counter derivatives) is determined by using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in Level 2. Instruments included in Level 2 comprise of derivative assets taken for hedging purpose.

If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3.

The following valuation techniques and significant inputs were used to measure the level 3 inputs.

In measuring the fair value of biological assets, management estimates and judgements are required for the determination of fair value. These estimates and judgements relate to the market prices, average weight and quality of animals and mortality rates.

Description	Fair value as at 31 March 2017	Unobservable input	Range of unobservable input	Relationship of unobservable input to fair value
Biological assets	1,318,434,078	Hatching Eggs per hen	187 -260 Eggs	The higher the eggs per hen, the higher the fair value.
		Cost of a day old breeder bird	Rupees 235 - 280 per chick	The higher the eggs per hen, the higher the fair value.
		Mortality	5.00%	The higher the eggs per hen, the higher the fair value.
		Feed cost	Rupees 23,000 - 30,000 per ton	The higher the feed cost per ton, the lower the fair value.
		Average Body Weight	1.80 kgs - 2.10 kg per bird	The higher the average body weight , the higher the fair value.
		Feed Conversion Ratio	1.60 kg - 1.75 kg per bird	The higher the feed conversion ratio, the lower the fair value.

Sensitivity analysis

A sensitivity analysis is shown for the significant unobservable inputs below:

Input	Sensitivity
Feed cost	A 5% change in the feed cost would result in a Rupees 5.00 Lakhs change in fair value.



NOTES FORMING PART OF THE FINANCIAL STATEMENTS

8.3 FINANCIAL RISK MANAGEMENT

Financial risk factors

This note presents information about the Company's exposure to financial risks, the Company's objectives, policies and processes for measuring and managing these risks and the Company's management of capital.

The Company's financial instruments consist primarily of cash and cash equivalents, investment in mutual funds, derivatives taken for hedge purpose, loans receivable, trade and other receivables and payables and long term and short borrowings. In the normal course of business, the Company is exposed to credit, liquidity and market risk. In order to manage certain of these risks, the Company may enter into transactions which make use of derivatives. They include forward exchange contracts, interest rate swaps, cross currency swaps and options. A separate committee is used to manage the risks and the hedging activities of the Company. The Company does not speculate in derivative instruments. Certain of the Company's forward exchange contracts qualify as designated hedges for accounting purposes. Their fair values are disclosed in note 3.5.

The Board has overall responsibility for the establishment and oversight of the Company's risk management framework.

The Board has established the Risk Committee which is responsible for developing and monitoring the Company's risk management policies. The Risk Committee reports regularly to the Board 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. The Company, through its training, management standards and procedures, aims to develop a disciplined and constructive control environment in which all employees understand their roles and obligations.

The Audit Committee oversees how management monitors compliance with the Company's risk management policies and procedures and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The Audit Committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the Audit Committee.

Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. Credit risk primarily relates to trade and other receivables, long-term loans, cash and cash equivalents, the investment in mutual fund and derivative financial instruments.

The Company's exposure to credit risk with regards to trade and other receivables is influenced mainly by the individual characteristics of each customer and there is no significant concentration of risk related to industry segments. The granting of credit is controlled by well-established criteria that are reviewed on a regular basis. The terms granted to trade debtors are determined by the respective credit policies of each operating segment. The maximum exposure to credit risk at the reporting date is the carrying amount of each trade receivable (refer to note 4.4).

The credit risk surrounding trade receivables is assessed as low as the counterparties represent large, well established trading companies within India.

The credit policy requires each new customer to be analysed individually for credit worthiness before delivery and payment terms are offered.

The Company's review includes external ratings where available and in some cases bank references. Limits are established for each customer which represents the maximum trading amount without requiring

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

further approval. These limits are reviewed on an ongoing basis. Customers that fail to meet the Company's benchmark creditworthiness may transact with the Company on a cash basis. Customers that default on payments are closely monitored and put on "stop supply" if required.

The Company has various credit terms with its trade debtors specific to each operating segment.

Other receivables consist primarily of security deposits, loans to employees and other receivables.

The risk of default is assessed as low.

Security deposits includes amounts due in respect of certain distribution and lease contracts.

The risk of default is considered low as the counterparties represent large, well established trading companies within India.

The credit risk surrounding loans receivable is assessed as low risk.

Credit risk on cash and cash equivalents is assessed as low risk as the Company deposits cash surpluses with financial institutions of high quality and standing with high credit ratings assigned by international and domestic credit rating agencies.

Derivative instruments are limited to transactions with financial institutions with an acceptable credit rating.

Liquidity risk

The Company actively monitors its cash flows to ensure there is sufficient cash available to meet its working capital requirements. Due to the dynamic nature of the underlying businesses, the Company maintains flexibility in funding by maintaining availability under committed credit lines. Management monitors rolling forecasts of the Company's cash and cash equivalents on the basis of expected cash flow.

The Company's current trade and other payables are all due within one year.

The table below summarises the maturity profile of the Company's financial liabilities as at 31 March 2017 based on contractual undiscounted payments:

(Rupees in lakhs)

Particulars	Less than 1 year	1-2 Years	2-4 Years	>4 Years	Total
Trade payables	17,489.25	-	-	-	17,489.25
Long term borrowings	6,347.89	9,003.61	6,755.81	1,051.83	23,159.14
Short term borrowings	30,101.85	-	-	-	30,101.85
Other financial liabilities	1,384.60	-	-	33.00	1,417.60

Market risk

Interest rate risk

The Company is exposed to interest rate risk on its cash and cash equivalents, long-term loans and borrowings, which can have an impact on the cash flows of these instruments. The exposure to interest rate risk is managed through the Company's Board by using counterparties that offer the best rates which enables the Company to maximise returns whilst minimising risk.

In response to interest rate risk on the variable rate portion of the external borrowings, the Company has entered into hedge derivatives which is effective till the maturity of external borrowings.



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Foreign currency risk

In the normal course of business the Company enters into transactions denominated in Indian Rupees and few transactions in foreign currencies. The Company has also taken external commercial borrowings denominated in US\$. As a result, the Company is subject to exposure from fluctuations in foreign currency exchange rates. The Company utilises forward exchange contracts and currency options to minimise foreign currency exchange risk on external commercial borrowings in terms of its risk management policy. All forward exchange contracts and currency options are supported by underlying transactions.

The hedges in respect of currency risk are expected to mature in line with the maturity of external commercial borrowings.

There was no ineffectiveness to be recorded from the cash flow hedges.

Commodity price and procurement risk

Commodity price risk arises from the risk of an adverse effect on current or future earnings from fluctuations in the prices of commodities.

The principal directive is to procure commodities at the lowest cost to meet forecast requirements, both internally and for external sales. The overall procurement strategy and net positions are reported monthly to the Board and the oversight committees. The oversight committees are responsible for the setting of the monthly company view with regard to future price movements. The daily trading by the procurement teams are restricted in terms of this company view, unless prior approval is obtained from the Procurement Committees.

Capital risk management

The Board's policy is to maintain a strong capital base so as to maintain shareholder, creditor and market confidence and to sustain the future development needs of the business. The Board monitors both the spread of shareholders return on equity (which is defined as profit for the year expressed as a percentage of average total equity) and the level of dividends paid to shareholders. There were no changes to the Company's approach to capital management during the year.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

(Rupees in Lakhs)

	For the year ended 31 st March, 2017	For the year ended 31 st March, 2016
9.1 REVENUE FROM OPERATIONS		
Sale of products (including excise duty)		
Processed chicken	15,326.39	11,644.74
Animal health products		
Powder	13,095.35	10,996.53
Liquid	2,933.17	2,554.92
Poultry feed	9,937.82	9,195.13
Refined oil	31,033.68	24,264.81
De-oiled cake for poultry feed	73,487.72	70,644.79
Packaging products	163.91	177.48
	<u>145,978.04</u>	<u>129,478.40</u>
Sale of biological assets		
Day old commercial chicks	35,471.94	27,514.69
S.P.F. eggs	4,831.72	5,055.17
Grownup commercial broiler	46,799.25	41,527.92
Grownup commercial layer	1,713.37	1,088.84
Grown up parents	683.33	422.34
Hatching eggs	3,534.28	755.15
Culls	2,213.02	2,213.63
	<u>95,246.91</u>	<u>78,577.74</u>
Other operating revenues		
By-products	3,191.92	3,045.10
Government grants	336.92	311.00
Miscellaneous	2,804.07	1,284.10
	<u>6,332.91</u>	<u>4,640.20</u>
	<u>247,557.86</u>	<u>212,696.34</u>
9.2 OTHER INCOME		
Interest income	2,151.73	2,440.84
Profit on foreign currency translation & transaction (net)	32.86	-
Gain on sale of current investments (net)	55.77	59.14
Other non-operating income (net)		
Rent	227.96	226.09
Miscellaneous income	941.27	536.09
	<u>3,409.59</u>	<u>3,262.16</u>



NOTES FORMING PART OF THE FINANCIAL STATEMENTS

(Rupees in Lakhs)

	For the year ended 31 st March, 2017	For the year ended 31 st March, 2016
10.1 COST OF MATERIALS CONSUMED		
Inventories at the beginning of the year	7,271.54	7,052.42
Add: Purchases (net of returns)	165,441.33	153,438.51
	<u>172,712.87</u>	<u>160,490.93</u>
Less: Inventories at the end of the year	7,632.08	7,271.54
	<u>165,080.79</u>	<u>153,219.39</u>
10.2 PURCHASES OF BEARER BIOLOGICAL ASSETS		
Day old parent chicks	2,718.76	2,172.06
SPF eggs	142.87	136.88
	<u>2,861.63</u>	<u>2,308.94</u>
10.3 PURCHASES OF STOCK-IN-TRADE		
Day old commercial chicks	3,777.32	2,453.75
Processed chicken	1,309.38	161.60
Animal health products		
Powder	6,352.00	4,503.66
Liquid	17.17	6.65
Others	526.33	144.16
	<u>11,982.20</u>	<u>7,269.82</u>
10.4 CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS, STOCK-IN-TRADE AND BIOLOGICAL ASSETS		
Inventories at the beginning of the year		
Biological assets	12,888.11	11,564.69
Finished goods	1,303.95	2,042.29
Work in progress	215.54	369.53
Stock in trade	706.37	365.62
	<u>15,113.97</u>	<u>14,342.13</u>
Less: Inventories at the end of the year		
Biological assets	13,184.35	12,888.11
Finished goods	1,578.85	1,303.95
Work in progress	777.52	215.54
Stock in trade	742.58	706.37
	<u>16,283.30</u>	<u>15,113.97</u>
	<u>(1,169.33)</u>	<u>(771.84)</u>

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

(Rupees in Lakhs)

	For the year ended 31 st March, 2017	For the year ended 31 st March, 2016
10.5 EMPLOYEE BENEFITS EXPENSE		
Salaries and wages (Including gratuity, bonus & compensated absences)	12,882.81	11,415.41
Contribution to provident and other funds	907.73	761.35
Staff welfare expenses	796.52	667.21
	<u>14,587.06</u>	<u>12,843.97</u>
10.6 FINANCE COSTS		
Interest expense	7,707.04	8,544.92
	<u>7,707.04</u>	<u>8,544.92</u>
10.7 OTHER EXPENSES		
Consumption of stores, spares and other supplies	1,576.36	1,558.88
Bird rearing and custom hatching charges	4,187.58	3,645.07
Power and fuel	6,752.90	6,291.53
Rent	801.74	817.17
Repairs to:		
Building	522.32	401.12
Machinery	1,054.77	852.84
Others	309.32	312.56
	<u>1,886.41</u>	<u>1,566.52</u>
Insurance	132.98	135.48
Rates and taxes	1,039.11	864.04
Carriage outward (net)	2,269.27	2,181.94
Travelling and conveyance	1,828.19	1,559.28
Advertisement and publicity	542.17	364.32
Loss on fixed assets sold/ / discarded (net)	43.71	52.30
Loss on foreign currency translation and transaction (net)	-	58.09
Bad debts & advances written off and provision for doubtful debts & advances	152.44	147.32
CSR expenses [#]	90.00	60.00
Miscellaneous expenses ^{##}	5,175.72	4,848.10
	<u>26,478.58</u>	<u>24,150.04</u>
 #Details of CSR expenses:		
(a) Gross amount required to be spent	85.04	51.68
(b) Amount spent during the year:		
For promoting education and medical facilities	90.00	60.00



NOTES FORMING PART OF THE FINANCIAL STATEMENTS

(Rupees in Lakhs)

	For the year ended 31 st March, 2017	For the year ended 31 st March, 2016
## Miscellaneous expenses includes auditors' remuneration as follows: (Stated net of service tax)		
Audit	44.38	44.38
Audit under the Income-tax Act,1961	23.96	21.78
Taxation matters	-	3.38
Other services	24.48	19.74
Reimbursement of expenses	4.64	4.46
	<u>97.46</u>	<u>93.74</u>
11.1 INCOME TAX ASSETS (NET)		
Details of income tax assets and income tax liabilities:		
Income tax assets	1,145.99	1,712.51
Current income tax liabilities	1,462.48	913.40
Net current income tax assets/(liability)at the end	<u>(316.49)</u>	<u>799.11</u>
The gross movement in the current income tax assets/ (liabilities)		
Net current income tax assets/(liability)beginning of the year	799.11	1,651.10
Income tax paid during the year	6,609.56	548.01
Current income tax expense	(7,552.40)	(1,400.00)
Interest payable on income tax	(172.76)	-
Net current income tax assets/(liability)at the end	<u>(316.49)</u>	<u>799.11</u>
Reconciliation of income tax expense to the amount computed by applying statutory income tax rate to the profit before tax		
Profit before tax	20,589.82	5,405.16
Enacted tax rates in India	34.61%	34.61%
Computed tax expense	7,125.72	1,870.62
Tax adjustment in respect of earlier period	752.40	-
Effect of non-deductible expense (permanent differences)	314.35	142.66
Effect of depreciation on goodwill	(77.12)	(104.15)
Effect of IND AS adoption directly adjusted with retained earnings	-	(326.99)
Income tax expense	<u>8,115.35</u>	<u>1,582.15</u>

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

		(Rupees in Lakhs)	
		For the year ended 31 st March, 2017	For the year ended 31 st March, 2016
12.1 EMPLOYEE BENEFITS			
(a) Employee benefits expense include contribution towards defined contribution plans as follow :			
Provident fund scheme		745.65	656.82
Superannuation scheme		49.71	48.06
State insurance scheme		94.32	41.19
Total		889.68	746.07

(b) Plan description : Gratuity and compensated absences plan

(i) Gratuity (Funded)

The Company makes annual contributions to the gratuity fund managed by ICICI Prudential Life Insurance Company Ltd., a funded defined benefit plan for qualifying employees. The scheme provides for lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 days salary payable for each completed year of service or part thereof in excess of 6 months. Vesting occurs only upon completion of 5 years of service, except in case of death or permanent disability. The present value of the defined benefit obligation and the related current service cost are measured using the projected unit credit method with actuarial valuation being carried out at balance sheet date by an independent actuary appointed by the Company.

(ii) Compensated absences (Non Funded)

The present value of the defined benefit obligation and the related current service cost are measured using the projected unit credit method with actuarial valuation being carried out at balance sheet date by an independent actuary appointed by the Company.

		(Rupees in Lakhs)	
		As on 31 Mar 2017	As on 31 Mar 2016
(c) Break down of plan assets : Gratuity			
ICICI Prudential Life Insurance Company Limited (Quoted)		2,964.10	2,394.03
Life Insurance Corporation of India (Unquoted)		228.83	179.15
Total		3,192.93	2,573.18



NOTES FORMING PART OF THE FINANCIAL STATEMENTS

(Rupees in Lakhs)

(d) Defined benefit plans/ compensated absences - as per actuarial valuation carried out by an independent actuary as at respective balance sheet date.

Particulars	Gratuity (Funded)		Leave Encashment (Unfunded)	
	2016-17	2015-16	2016-17	2015-16
I Change in defined benefit obligation				
Liability at the beginning of the year	2,998.79	2,728.46	851.44	810.00
Interest cost	235.66	208.50	62.82	56.72
Current service cost	244.84	247.21	125.87	126.01
Benefits paid	(178.92)	(110.80)	(151.80)	(165.61)
Actuarial (gain)/loss on obligation	425.31	(74.58)	161.94	24.32
Liability at the end of the year	3,725.68	2,998.79	1,050.27	851.44
II Change in plan assets				
Fair value of plan assets at the beginning of the year	2,573.18	2,324.94	-	-
Adjustment to opening funds	49.68	-	-	-
Expected return on plan assets	220.01	185.14	-	-
Contributions by employers	300.00	105.06	-	-
Benefits paid	(15.03)	(7.59)	-	-
Actuarial gain/(loss) on plan assets	65.10	(34.37)	-	-
Fair value of plan assets at the end of the year	3,192.94	2,573.18	-	-
Total actuarial (gain)/loss to be recognized	360.21	(40.21)	161.93	24.32
III Actual return on plan assets				
Expected return on plan assets	220.01	185.14	-	-
Actuarial gain/(loss) on plan assets	65.10	(34.37)	-	-
Actual return on plan assets	285.11	150.77	-	-
IV Amount recognized in the balance sheet				
Liability at the end of the year	3,725.68	2,998.79	1,050.27	851.44
Fair value of plan assets at the end of the year	3,192.94	2,573.18	-	-
Amount recognized in the balance sheet	532.74	425.61	1,050.27	851.44
V Expenses recognized in the statement of profit and loss for the year				
Current service cost	244.84	247.21	125.87	126.01
Adjustment to opening funds	(49.68)	-	-	-
Interest cost	235.66	208.50	62.82	56.72
Expected return on plan assets	(220.01)	(185.14)	-	-
Net actuarial (gain)/loss to be recognized	-	-	161.94	24.32
Expenses recognized in statement of profit and loss	210.81	270.57	350.63	207.05

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

(Rupees in Lakhs)

	Particulars	Gratuity (Funded)		Leave Encashment (Unfunded)	
		2016-17	2015-16	2016-17	2015-16
VI	Expenses recognized in the statement of Other Comprehensive Income (OCI)				
	Opening OCI	(40.21)	-	-	-
	Actuarial (gain)/loss on obligation	425.31	(74.58)	-	-
	Actuarial gain/(loss) on plan assets	(65.10)	34.37	-	-
	Amount recognized in the balance sheet	320.00	(40.21)	-	-
VII	Amount recognized in the balance sheet				
	Opening net liability	425.61	403.52	851.44	810.00
	Expenses as above	210.81	270.57	350.63	207.05
	OCI - Net	360.21	(40.21)	-	-
	Contributions by employers/benefits paid	(463.89)	(208.27)	(151.80)	(165.61)
	Amount recognized in the balance sheet	532.74	425.61	1,050.27	851.44
VIII	Actuarial assumptions for the year				
	Discount factor	7.2%	8.1%	7.2%	8.1%
	Expected Rate of return on plan assets	8.1%	7.8%	NA	NA
	Interest rate	7.2%	8.1%	NA	NA
	Attrition rate				
	i) Staff below age 35	5.0%	5.0%	5.0%	5.0%
	ii) Others	1.0%	1.0%	1.0%	1.0%
	Rate of escalation in salary	8.0%	8.0%	8.0%	8.0%

(e) For the estimates of future salary increase, factors that are taken into account are inflation, seniority, promotion and other relevant factors.

(f) The major categories of plan assets as a percentage of total plan assets.

Particulars	% of total investments as at	
	31 st March, 2017	31 st March, 2016
Debentures/ Bonds	24.21	54.37
Securities	63.54	40.17
Deposit with banks	3.56	0.63
Others	8.69	4.83
Total	100.00	100.00



NOTES FORMING PART OF THE FINANCIAL STATEMENTS

(g) Sensitivity Analysis - Gratuity and compensated absences plan

Sensitivity for significant actuarial assumptions is computed by varying one actuarial assumption by one percentage, keeping all other actuarial assumptions constant.

(Rupees in lakhs)

	Particulars	Gratuity (Funded)	Leave Encashment (Unfunded)
I	When Discount rate is decreased or increased by 100 basis point :		
	6.20%	4,144.53	1,139.44
	8.20%	3,369.81	972.68
II	When Rate of escalation in salary is decreased or increased by 100 basis point :		
	7.00%	3,399.80	981.38
	9.00%	4,099.94	1,127.67
III	When Withdrawal rate is decreased or increased by 100 basis point :		
	Decreased by 1%	3,750.12	1,025.47
	Increased by 1%	3,704.13	1,071.76

(h) Experience History

(Rupees in lakhs)

Particulars	31 st March, 2017	31 st March, 2016	31 st March, 2015	31 st March, 2014	31 st March, 2013
Present value of obligation	3,725.68	2,998.79	2,728.46	2,092.34	1,845.59
Fair value of plan assets	3,192.94	2,573.18	2,324.94	2,078.02	1,599.86
Surplus / (Deficit) in the plan	(532.74)	(425.61)	(403.52)	(14.32)	(245.73)
Experience adjustment					
On plan liabilities - (gain)/loss	102.55	18.05	7.01	22.59	60.54
On plan assets - (gain)/loss	(75.97)	34.37	(72.42)	32.30	(17.64)

13.1 SEGMENT REPORTING

Business segment

The Company's management examines the Company's performance both from a product and geographic perspective and has identified six reportable segments of its business. The 'Poultry and Poultry Products' segment produces and sells chicks, grownup commercial broiler and layer, processed chicken, S.P.F. eggs, poultry feed and other miscellaneous poultry products. The 'Animal Health Products' segment produces and sells medicines and other health products for birds. The 'Oilseed Segment' produces and sells edible refined soya oil and soya de-oiled cake. The operating businesses are organised and managed separately according to the nature of the products, with each segment representing a strategic business unit that offers different products and serves different markets.

Transfer price between segments are measured on the basis of price charged for inter segment transfers. Segment revenue includes transfer between inter segments. Those transfers are eliminated in total revenue. Corporate expenses are allocated to other segments at cost.

Geographical segment

Revenue and receivables are specified by location of customers while other geographic information is specified by location of the assets.



NOTES FORMING PART OF THE FINANCIAL STATEMENTS

(Rupees in Lakhs)

B. Geographical segments

Revenues and receivables are specified by location of customers while other geographical information is specified by the location of the assets. Since all the assets are located in India and revenue from customers located out of India are less than 10% of total revenue, there are no reportable geographical segments.

Particulars	India		Outside India		Total	
	2016-17	2015-16	2016-17	2015-16	2016-17	2015-16
Revenue By Geographical Market						
External	247,172.22	212,147.82	385.64	548.52	247,557.86	212,696.34
Inter Segment	-	-	-	-	-	-
Total	247,172.22	212,147.82	385.64	548.52	247,557.86	212,696.34
Non current assets	59,562.19	59,334.20	-	-	59,562.19	59,334.20

Information about Major Customer

Particular	2016-17	2015-16
Venkateshwara Hatcheries Private Limited	61,836.43	63,345.22

Additional information:

The Company has disclosed Business Segment as the primary segment. Segments have been identified taking into account the nature of the products, the differing risks and returns, the organisational structure and internal reporting system.

Segment Revenue, Segment Results, Segment Assets and Segment Liabilities include the respective amounts identifiable to each of the segments as also amounts allocated on a reasonable basis. The expenses, which are not directly relatable to the business segment, are shown as unallocated corporate cost. Assets and liabilities that cannot be allocated between the segments are shown as unallocated corporate assets and liabilities respectively.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

14.1 RELATED PARTIES DISCLOSURES

I NAMES OF RELATED PARTIES AND DESCRIPTION OF RELATIONSHIP

a. Key Management Personnel and their relatives

- 1 Mrs. Anuradha J. Desai
- 2 Mr. B. Venkatesh Rao
- 3 Mr. B. Balaji Rao
- 4 Mr. Jitendra M. Desai

b. Members of same group

(i) Party that exercises control

Venkateshwara Hatcheries Private Limited - Holding Company

(ii) Fellow subsidiaries

- 1 Eastern Hatcheries Private Limited
- 2 Bala Industries and Entertainment Private Limited

c. Entity which is a post-employment benefit plan

- 1 Venky's (India) Limited Employees Group Gratuity Scheme with ICICI Prudential Life Insurance Company Limited
- 2 Venky's (India) Limited Officers Superannuation Scheme with ICICI Prudential Life Insurance Company Limited
- 3 Venky's (India) Limited Officers Superannuation Scheme / Trust with Life Insurance Corporation.

d. Entity which is controlled or jointly controlled by a person identified in (a)

- 1 Venkateshwara Foods & Feeds (Firm)
- 2 Uttara Foods and Feeds Private Limited
- 3 All India Poultry Development And Services Private Limited
- 4 Uttara Impex Private Limited
- 5 B.V. Bio Corp Private Limited
- 6 Srivenk Investments and Finance Private Limited

e. A person identified in (a) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity)

- 1 Venco Research and Breeding Farms Private Limited
- 2 Venkateshwara Research And Breeding Farm Private Limited
- 3 Wayward Acres, Inc.



NOTES FORMING PART OF THE FINANCIAL STATEMENTS

(Rupees in Lakhs)

II. COMPENSATION OF KEY MANAGERIAL PERSONNEL

Sr. No.	Transactions	2016-17	2015-16
a	Short term employee benefits	26.03	25.03
b	Post employment benefits	3.72	3.72

The amounts disclosed in the table are the amounts recognised as an expense during the reporting period related to Key Managerial Personnel.

a. DETAILS REGARDING PAYMENTS MADE TO KEY MANAGERIAL PERSONNEL

Sr. No.	Transactions	2016-17	2015-16
1	Remuneration		
	Salary	20.00	20.00
	Contribution to provident and other funds	3.72	3.72
	Perquisites	6.03	5.03
		29.75	28.75
2	Commission	6.75	6.75
3	Sitting fees	3.05	3.45
4	Rent paid (expense)	3.60	3.60
	Total	43.15	42.55

b. BREAKUP OF PAYMENTS MADE TO KEY MANAGERIAL PERSONNEL

Sr. No.	Transactions	2016-17	2015-16
	Remuneration		
1	Mr. B. Balaji Rao	29.75	28.75
	Total	29.75	28.75
	Commission		
1	Mrs. Anuradha J. Desai	1.25	1.25
2	Mr. B. Venkatesh Rao	1.25	1.25
3	Mr. B. Balaji Rao	3.00	3.00
4	Mr. Jitendra M. Desai	1.25	1.25
	Total	6.75	6.75
	Sitting fees		
1	Mrs. Anuradha J. Desai	0.95	1.10
2	Mr. B. Venkatesh Rao	0.95	1.05
3	Mr. Jitendra M. Desai	1.15	1.30
	Total	3.05	3.45
	Rent paid (expense)		
1	Mr. B. Venkatesh Rao	3.60	3.60
	Total	3.60	3.60

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

III . DETAILS OF RELATED PARTY TRANSACTIONS

(Rupees in Lakhs)

Sr. No.	Transactions	2016-17	2015-16
	Purchase of materials / finished goods		
1	Venkateshwara Hatcheries Private Limited	4,600.94	3,016.74
2	Bala Industries and Entertainment Private Limited	5.87	5.21
3	Venco Research and Breeding Farm Private Limited	3,811.96	3,118.58
4	Venkateshwara Research and Breeding Farm Private Limited	731.20	590.02
5	B V Bio-corp Private Limited	3,485.52	4,272.07
6	Uttara Foods and Feeds Private Limited	2,261.93	946.06
7	Uttara Impex Private Limited	1,294.69	677.22
8	Wayward Acres, Inc.	105.25	-
	Total	16,297.36	12,625.90
	Sale of materials / finished goods		
1	Venkateshwara Hatcheries Private Limited	61,836.43	63,345.22
2	Eastern Hatcheries Private Limited	1,454.12	841.57
3	Bala Industries and Entertainment Private Limited	2,441.46	2,089.86
4	Venco Research and Breeding Farm Private Limited	5,912.88	5,144.92
5	Venkateshwara Research and Breeding Farm Private Limited	1,302.17	1,133.31
6	B V Bio-corp Private Limited	1,939.42	1,053.04
7	Uttara Foods and Feeds Private Limited	9,762.31	1,908.22
8	Venkateshwara Foods and Feeds (Firm)	2,893.29	3,609.98
9	Uttara Impex Private Limited	222.34	228.97
10	All India Poultry Development Services Private Limited	0.28	3.90
	Total	87,764.70	79,358.99
	Purchase of fixed assets		
1	Venkateshwara Hatcheries Private Limited	14.65	-
2	Bala Industries and Entertainment Private Limited	68.60	4.97
3	Venco Research and Breeding Farm Private Limited	0.09	0.11
4	B V Bio-corp Private Limited	1.55	1.99
5	Uttara Foods and Feeds Private Limited	761.96	1.24
	Total	846.85	8.31



NOTES FORMING PART OF THE FINANCIAL STATEMENTS

(Rupees in Lakhs)

Sr. No.	Transactions	2016-17	2015-16
	Sale of fixed assets		
1	Venkateshwara Hatcheries Private Limited	11.14	2.40
2	Uttara Foods and Feeds Private Limited	0.50	-
	Total	11.64	2.40
	Services charges / expenses recharged to other companies (income)		
1	Venkateshwara Hatcheries Private Limited	769.46	618.54
2	Eastern Hatcheries Private Limited	2.30	-
3	Bala Industries and Entertainment Private Limited	1.10	-
4	Venco Research and Breeding Farm Private Limited	2.84	3.97
5	Venkateshwara Research and Breeding Farm Private Limited	8.16	7.23
6	B V Bio-corp Private Limited	13.09	9.98
7	Uttara Foods and Feeds Private Limited	35.21	2.66
8	Venkateshwara Foods and Feeds (Firm)	3.29	1.27
9	All India Poultry Development Services Private Limited	2.13	1.30
	Total	837.58	644.95
	Services charges / expenses recharged by other companies (expense)		
1	Venkateshwara Hatcheries Private Limited	432.43	382.11
2	Bala Industries and Entertainment Private Limited	0.44	0.54
3	Venco Research and Breeding Farm Private Limited	28.82	10.81
4	Venkateshwara Research and Breeding Farm Private Limited	1.11	2.18
5	B V Bio-corp Private Limited	11.46	17.48
6	Uttara Foods and Feeds Private Limited	38.44	9.68
7	Wayward Acres, Inc.	-	0.06
	Total	512.70	422.86
	Custom hatching charges / testing charges / processing charges (income)		
1	Venkateshwara Hatcheries Private Limited	1.18	-
2	B V Bio-corp Private Limited	35.57	36.95
3	Uttara Foods and Feeds Private Limited	4.26	-
	Total	41.01	36.95

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

(Rupees in Lakhs)

Sr. No.	Transactions	2016-17	2015-16
	Custom hatching charges / testing charges / processing charges (expense)		
1	B V Bio-corp Private Limited	-	0.20
	Total	-	0.20
	Cash Discount		
1	Venkateshwara Hatcheries Private Limited	57.82	31.39
2	Venco Research and Breeding Farm Private Limited	9.61	-
3	Venkateshwara Research and Breeding Farm Private Limited	1.11	-
4	Uttara Foods and Feeds Private Limited	0.24	-
	Total	68.78	31.39
	Repairs and maintenance expenses		
1	Bala Industries and Entertainment Private Limited	113.18	82.88
	Total	113.18	82.88
	Rent (income)		
1	Venkateshwara Hatcheries Private Limited	220.72	220.65
2	Venkateshwara Research and Breeding Farm Private Limited	1.34	1.34
3	B V Bio-corp Private Limited	1.25	3.00
	Total	223.31	224.99
	Rent (expense)		
1	Venkateshwara Hatcheries Private Limited	-	27.03
2	Venco Research and Breeding Farm Private Limited	20.52	3.18
	Total	20.52	30.21
	Contributions to trade associations		
1	All India Poultry Development Services Private Limited	165.80	116.29
	Total	165.80	116.29
	Benefits paid to gratuity fund/ superannuation fund		
1	Employees Group Gratuity Scheme with ICICI Prudential Life Insurance Company Ltd	178.92	110.80
2	Officers Superannuation Scheme with ICICI Prudential Life Insurance Company Ltd	41.82	40.27
3	Superannuation Scheme / Trust with Life Insurance Corporation of India	9.97	9.06
	Total	230.71	160.13



NOTES FORMING PART OF THE FINANCIAL STATEMENTS

(Rupees in Lakhs)

Sr. No.	Transactions	2016-17	2015-16
	Interest income on intercorporate deposit and other receivable		
1	Venkateshwara Hatcheries Private Limited	161.45	107.93
	Total	161.45	107.93
	Interest Income on account receivable		
1	Venkateshwara Hatcheries Private Limited	131.31	98.36
	Total	131.31	98.36
	Interest expense on intercorporate loan taken		
1	Venco Research and Breeding Farm Private Limited	-	229.19
2	B V Bio-corp Private Limited	-	3.99
	Total	-	233.18
	Commission received on Collateral security given		
1	Venkateshwara Hatcheries Private Limited	104.27	104.27
2	Uttara Foods and Feeds Private Limited	-	4.86
	Total	104.27	109.13
	Deposit from Lessee / Franchisees repaid		
1	Venkateshwara Hatcheries Private Limited	1.00	0.45
	Total	1.00	0.45
	Intercorporate deposit given during the year		
1	Venkateshwara Hatcheries Private Limited	2,588.75	22,908.00
	Total	2,588.75	22,908.00
	Intercorporate deposit refunded during the year		
1	Venkateshwara Hatcheries Private Limited	1,315.00	21,793.00
	Total	1,315.00	21,793.00
	Intercorporate loan taken during the year		
1	Venco Research and Breeding Farm Private Limited	-	2,210.00
2	Srivenk Investments And Finance Private Limited	600.00	-
	Total	600.00	2,210.00
	Intercorporate loan repaid during the year		
1	Venco Research and Breeding Farm Private Limited	-	5,473.00
2	B V Bio-Corp Private Limited	-	150.00
	Total	-	5,623.00

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

(Rupees in Lakhs)

Sr. No.	Transactions	2016-17	2015-16
	Collateral security given		
1	Venkateshwara Hatcheries Private Limited	400.85	21.58
	Total	400.85	21.58
	Collateral security redeemed during the year		
1	Venkateshwara Hatcheries Private Limited	391.72	98.75
2	Uttara Foods and Feeds Private Limited	-	1,488.00
	Total	391.72	1,586.75
	Guarantee taken during the year		
1	Venkateshwara Hatcheries Private Limited	1,300.00	5,000.00
	Total	1,300.00	5,000.00
	Guarantee released during the year		
1	Venkateshwara Hatcheries Private Limited	784.75	-
	Total	784.75	-
	Accounts receivable and Outstanding		
1	Venkateshwara Hatcheries Private Limited	-	1,473.75
	Total	-	1,473.75
	Outstanding receivable/ (payables), net of payable/ receivable		
1	Venkateshwara Hatcheries Private Limited	14,323.18	20,245.22
2	Eastern Hatcheries Private Limited	379.53	486.03
3	Bala Industries and Entertainment Private Limited	492.25	692.25
4	Venco Research and Breeding Farm Private Limited	(665.51)	(619.59)
5	Venkateshwara Research and Breeding Farm Private Limited	(63.35)	(81.69)
6	B V Bio-corp Private Limited	(794.03)	(1,673.26)
7	Uttara Foods and Feeds Private Limited	4,538.93	3,086.72
8	Venkateshwara Foods and Feeds (Firm)	779.32	1,463.23
9	Uttara Impex Private Limited	(169.99)	(51.92)
10	All India Poultry Development Services Private Limited	-	3.90
11	Wayward Acres, Inc.	(102.93)	-
	Total	18,717.40	23,550.89
	Outstanding intercorporate deposits receivables		
1	Venkateshwara Hatcheries Private Limited	2,388.75	1,115.00
	Total	2,388.75	1,115.00



NOTES FORMING PART OF THE FINANCIAL STATEMENTS

(Rupees in Lakhs)

Sr. No.	Transactions	2016-17	2015-16
	Outstanding deposits from Lessee / Franchisees receivable/ (payables), net of payable/receivables		
1	Venkateshwara Hatcheries Private Limited	139.23	140.23
2	Venkateshwara Research and Breeding Farm Private Limited	(20.00)	(20.00)
	Total	119.23	120.23
	Guarantee Outstanding (taken)		
1	Venkateshwara Hatcheries Private Limited	5,515.25	5,000.00
	Total	5,515.25	5,000.00
	Outstanding collateral security (given)		
1	Venkateshwara Hatcheries Private Limited	14,819.21	14,817.83
	Total	14,819.21	14,817.83
	Outstanding Interest receivables		
1	Venkateshwara Hatcheries Private Limited	-	120.59
	Total	-	120.59
	Outstanding capital advances		
1	Venkateshwara Hatcheries Private Limited	10,100.00	10,100.00
	Total	10,100.00	10,100.00
	Outstanding intercorporate loan (payables)		
1	Srivenk Investments And Finance Private Limited	(600.00)	-
	Total	(600.00)	-

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

(Rupees in Lakhs)

	For the year ended 31 st March, 2017	For the year ended 31 st March, 2016
15.1 LEASES		
Operating Lease: (Company as a lessee)		
The Company has entered into commercial leases on certain office buildings, breeder farms, feed mills, godowns, cold storages and other plant and equipments.		
a. Future minimum lease rentals payable under non-cancellable operating leases are as follows:		
Within one year of the balance sheet date	45.26	31.25
After one year but not more than five years	46.00	33.19
More than five years	26.65	13.75
b. Lease payments recognised in the statement of profit and loss for the period	801.74	817.17

16.1 DISCLOSURE ON SPECIFIED BANK NOTES

During the year, the Company had specified bank notes or other denomination note as defined in the MCA notification G.S.R 308(E) dated 31 March 2017 on the details of Specified Bank Notes (SBN) held and transacted during the period from 8 November 2016 to 30 December 2016, the denomination wise SBNs and other notes as per the notification given below:

Particulars	SBNs*	Other denomination notes	Total
Closing cash in hand as on 8 November 2016	57.02	140.94	197.96
(+) Permitted receipts**	137.10	3,478.87	3,615.97
(-) Permitted payments**	-	(791.65)	(791.65)
(-) Amount deposited in banks	(194.12)	(2,676.58)	(2,870.70)
Closing cash in hand as on 30 December 2016	-	151.58	151.58

* For the purpose of this clause, the term 'Specified Bank Notes' shall have the same meaning provided in the notification of the Government of India, in the Ministry of Finance, Department of Economic affairs number S.O.3407(E), dated 8 November 2016.

** Permitted receipts represents collection towards sales at various branches of the Company prior to 8 November 2016, in Specified Bank Notes, booking of which into the accounting system was delayed to the later date on account of technical issues. Permitted payments represents payment made towards various operating/ administrative expenses.



NOTES FORMING PART OF THE FINANCIAL STATEMENTS

(Rupees in Lakhs)

	For the year ended 31 st March, 2017	For the year ended 31 st March, 2016
17.1 EARNINGS PER SHARE (EPS)		
a. There is no potential equity shares and hence the basic and diluted EPS are the same.		
b. The calculation of the Basic and Diluted EPS is based on the following data:		
Net Profit for the year after tax	12,474.47	3,823.01
Weighted average number of equity shares outstanding during the year	14,087,336	14,087,336
Basic and Diluted EPS for equity share (Face value of Rupees 10/- each)	88.55	27.14

18.1 During May 2017 the Income Tax Department initiated proceedings against the Company under Section 132 of the Income Tax Act, 1961. The impact if any, of on account of the said proceedings on the financial statements is currently not ascertainable.

19.1 The Board of Directors, in it's board meeting held on 22 May 2017, approved the financial statements for issue and the financial statements does not include any events after this date.

As per our report of even date

For and on behalf of the Board of Directors of
VENKY'S (INDIA) LIMITED

For **SUDIT K. PAREKH & CO**
Chartered Accountants
Firm Registration Number : 110512W

ANURADHA J. DESAI
Chairperson
DIN : 00012212

B. VENKATESH RAO
Vice Chairman
DIN : 00013614

CH. SOMA RAJU
Partner
Membership Number : 200354

B. BALAJI RAO
Managing Director
DIN : 00013551

J. K. HANDA
Chief Financial Officer

Place : Pune
Date : 22 May 2017

Place : Pune
Date : 22 May 2017

ROHAN BHAGWAT
Company Secretary
Membership Number : A26954

VENKY'S (INDIA) LIMITED

Registered and Corporate Office: "Venkateshwara House", S.No. 114/A/2, Pune-Sinhagad Road, Pune-411 030

Date: May 22, 2017.

Dear Shareholder(s),

Option for ECS Mandate / Bank Mandate

ECS Mandate

As an added service to our shareholders, we are pleased to offer the facility of electronic credit of dividend directly to the respective bank accounts of our shareholders, through Electronic Clearing Service (ECS). Shareholders who would like to avail this facility are requested to fill up the mandate form provided on Page No.107 and submit the same to the Company' Registrar and Share Transfer Agent's office **latest by 25th August, 2017**. This service not only protects a shareholder against fraudulent interception and encashment of dividend warrants but also eliminates dependence on postal system, loss / damage of dividend warrants in transit and correspondence relating to revalidation / issue of duplicate dividend warrants.

Kindly note that as per the directives of Securities and Exchange Board of India (SEBI), in respect of shareholders holding shares in dematerialised form, dividend shall be paid through ECS (where such facility is available) directly into the bank account furnished by the shareholders to their respective Depository Participant at the time of opening the Demat Account, provided that bank particulars and MICR details are made available to the Company in the beneficiary positions provided by NSDL & CDSL. **Such shareholders therefore need not submit the mandate form provided on the reverse of this letter but should ensure that the Bank particulars submitted to their respective Depositories are correct and valid.** In case it is desired to receive dividend in an account other than the one specified while opening the Demat Account, such shareholders may please inform the same to their respective Depository Participant immediately. The details informed to the Company or its Share Transfer Agent will not be considered in such cases.

Bank Mandate

Shareholders holding shares of the Company in physical form and who, for any reason, would not like to avail of the ECS facility being offered to such shareholders as mentioned above, are requested to furnish, (if not done earlier) in the mandate form provided on Page No.107, details of their Bank Account number and name of the Bank and the Branch, which would be printed on the dividend warrants to avoid fraudulent encashment thereof.

Kindly note that the ECS / Bank Mandate instructions should be under the signature of the shareholder(s) as per specimen lodged with the Company.

We seek your co-operation to enable us to serve you better.
Yours faithfully,

For **Venky's (India) Limited**

ROHAN BHAGWAT
COMPANY SECRETARY



Venky's (India) Limited

FORM FOR ECS MANDATE / BANK MANDATE

I/We _____ do hereby authorise Venky's (India) Limited to-

- Credit my dividend amount directly to my Bank Account as per details furnished below by Electronic Clearing Service (ECS) - ECS Mandate
- Print the details of my Bank Account as furnished below, on my dividend warrant which will be mailed to me - Bank Mandate

(Please tick (P) in the appropriate Box)

Folio No(s) _____

A. Bank Name	
B. Branch	
C. Bank Address (for ECS Mandate only)	
D. Bank Account Number	
E. Account Type (Savings / Current)	
F. 9 Digit Code number of Bank & Branch as appearing on the MICR Cheque (for ECS Mandate only)	
G. STD code & telephone no. / mobile no. of Shareholder (optional)	

I / We shall not hold the Company responsible if the ECS could not be implemented.

(1) _____ (2) _____ (3) _____

Signature of Shareholder(s)
(as per specimen lodged with the Company)

Notes :

1. Please submit this form to the Company's Registrar and Share Transfer Agent's office at 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai 400059, Maharashtra **on or before 25th August, 2017.**
2. Please attach a blank cancelled cheque or a photocopy of a cheque issued by your Bank relating to your above account.

REGISTRATION OF E-MAIL ADDRESS FORM

To,
Bigshare Services Private Limited (Unit : Venky's (India) Limited)
1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East,
Mumbai 400059

I/we shareholder(s) of Venky's (India) Limited hereby accord my/our approval to receive annual reports, notices of general meetings/postal ballot and such other documents that are allowed by the law, to be sent in electronic mode from time to time.

I/we request you to note my/our latest email address, as mentioned below. I/we attach the self attested copy of pan card or passport towards identification proof for the purpose of verification.

Folio No. / DP – Client ID	
Name of the first/ sole shareholder	
Name of joint shareholder(s) if any	
Registered Address	
E-mail address (to be registered)	

Place :

Date :

(Signature of Shareholder)

NOMINATION FORM (FORM NO.SH-13)

[Pursuant to Section 72 of the Companies Act, 2013 and Rule 19(1) of the Companies
(Share Capital and Debentures) Rules, 2014]
(To be filled in by individual(s) applying singly or jointly)

To,
M/s. Venky's (India) Limited
"Venkateshwara House", S.No.114/A/2,
Pune-Sinhagad Road, Pune - 411030

I/We _____ the holder(s) of the securities particulars of which are given hereunder wish to make nomination and do hereby nominate the following persons in whom shall vest, all the rights in respect of such securities in the event of my/our death.

1. PARTICULARS OF THE SECURITIES (in respect of which nomination is being made)

Nature of Securities	Folio No.	No. of Securities	Certificate No.	Distinctive Nos.
Equity Shares				



2. PARTICULARS OF NOMINEE/S :

Name	
Date of Birth	
Father's/Mother's/Spouse's Name	
Occupation	
Nationality	
Address	
Email Id	
Relationship with Security Holder	

3. IN CASE OF NOMINEE IS A MINOR :

Date of Birth	
Date of attaining majority	
Name of guardian	
Address of guardian	

Signature of Security Holder(s)

Name:

Signature of Nominee(s)

Name:

Witness:

Sign:

Name:

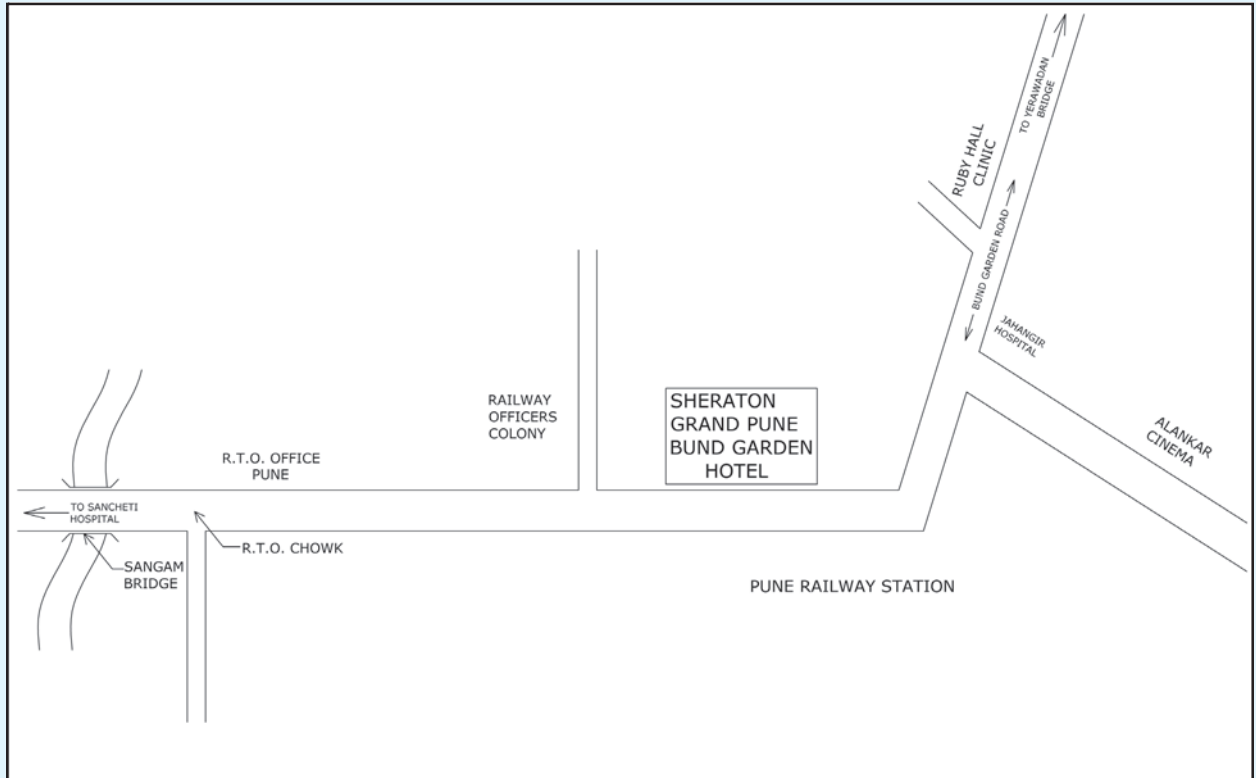
Address:

Date:

Place:



Route Map for Venue of the Annual General Meeting





VENKY'S (INDIA) LIMITED

Registered Office :
"Venkateshwara House", S. No. 114/A/2,
Pune-Sinhagad Road, Pune-411 030.

PROXY FORM

Form MGT-11

CIN:	L01222PN1976PLC017422		
Name of the Company:	Venky's (India) Limited		
Registered Office:	"Venkateshwara House", S.No.114/A/2, Pune - Sinhagad Road, Pune - 411030.		
Name of the Member (s) :			
Registered address :			
E-mail Id :			
Folio No/ Client Id		DP ID	

I/We, being the Member (s), holding shares of the above named Company, hereby appoint :

- (1) Name _____ Address _____
E-mail ID _____ Signature _____ or failing him
- (2) Name _____ Address _____
E-mail ID _____ Signature _____ or failing him
- (3) Name _____ Address _____
E-mail ID _____ Signature _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 41st Annual General Meeting of the Company, to be held on the Monday, 11th day of September, 2017 at 10.30 a.m at Sheraton Grand Pune Bund Garden Hotel, Raja Bahadur Mill Road, Near Pune Railway Station, Pune - 411001 and at any adjournment thereof in respect of such resolutions as are indicated below :

Item No.	Resolutions	Vote* (Optional – See Note 3)		
		For	Against	Abstain
1.	To receive, consider and adopt the Audited Financial Statements as at 31 st March, 2017 together with the Auditor's Report and Directors' Report thereon.			
2.	To declare dividend			
3.	To re-appoint Mr. Jitendra M. Desai as Director of the Company who retires by rotation and offers himself for re-appointment.			
4.	To appoint M/s. B. D. Jokhakar & Co. as Statutory Auditors.			
5.	To ratify remuneration of Cost Auditors.			
6.	To approve remuneration to be paid to non executive directors.			

Signed this day of September, 2017.

Signature of Shareholder : _____

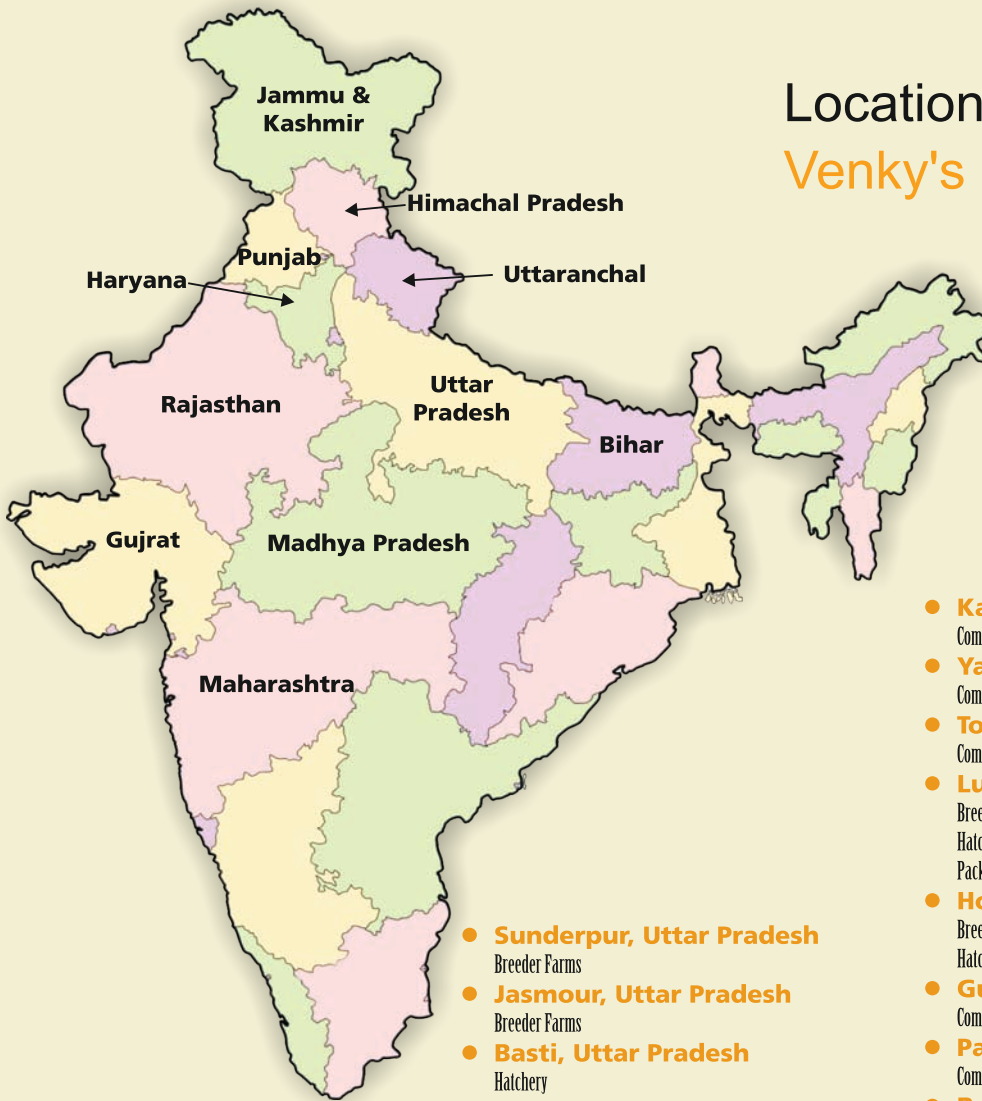
Signature of Proxy holder(s) : _____

Affix
Re 1/-
Revenue
Stamp

Note :

- The Proxy Form to be valid must be deposited at the Registered Office of the Company not later than Forty Eight Hours before the time for holding the aforesaid meeting.
- In the case of Bodies Corporate, this Proxy Form shall be given under the seal of the Company.
- It is optional to indicate your preference by placing the (✓) mark at the appropriate box. If you leave the 'for' 'against' or 'abstain' column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he / she may deem appropriate.

Locations of Units of Venky's (India) Limited



- **Pune, Maharashtra**

Breeder Farms
Specific Pathogen Free Egg
Poultry Feed
Animal Health Products
Chicken Processing
Commercial Farms

- **Solapur, Maharashtra**

Solvent Extraction
Refinery and Poultry Feed

- **Nanded, Maharashtra**

Solvent Extraction and Refinery

- **Anand, Gujarat**

Breeder Farms and Hatchery

- **Dehradun, Uttaranchal**

Breeder Farms
Hatchery and Poultry Feed

- **Allahabad, Uttar Pradesh**

Breeder Farms
Hatchery and Poultry Feed
Commercial Farms

- **Sunderpur, Uttar Pradesh**

Breeder Farms

- **Jasmour, Uttar Pradesh**

Breeder Farms

- **Basti, Uttar Pradesh**

Hatchery

- **Jadishpur, Uttar Pradesh**

Commercial Farms

- **Faizabad, Uttar Pradesh**

Commercial Farms

- **Sangipur, Uttar Pradesh**

Commercial Farms

- **Varanasi, Uttar Pradesh**

Commercial Farms

- **Akbarpur, Uttar Pradesh**

Commercial Farms

- **Partappgarh, Uttar Pradesh**

Commercial Farms

- **Agra, Uttar Pradesh**

Commercial Farms

- **Sonepat, Haryana**

Breeder Farms and Hatchery

- **Panipat, Haryana**

Breeder Farms and Hatchery

- **Ambala, Haryana**

Breeder Farms and Hatchery,

Poultry Feed

Commercial Farms

- **Hissar, Haryana**

Commercial Farms

- **Hansi, Haryana**

Commercial Farms

- **Kurukshetra, Haryana**

Commercial Farms

- **Kaithal, Haryana**

Commercial Farms

- **Yamuna Nagar, Haryana**

Commercial Farms

- **Tohana, Haryana**

Commercial Farms

- **Ludhiana, Punjab**

Breeder Farms

Hatchery and Commercial Farms

Packaging Unit

- **Hoshiapur, Punjab**

Breeder Farms

Hatchery and Commercial Farms

- **Gurudaspur, Punjab**

Commercial Farms

- **Pathankot, Punjab**

Commercial Farms

- **Batala, Punjab**

Commercial Farms

- **Sangrur, Punjab**

Commercial Farms

- **Patiala, Punjab**

Commercial Farms

- **Barnala, Punjab**

Commercial Farms

- **Rewa, Madhya Pradesh**

Breeder Farms and Hatchery

- **Kangra, Himachal Pradesh**

Hatchery

- **Nalagarh, Himachal Pradesh**

Breeder Farms and Hatchery

- **Una, Himachal Pradesh**

Commercial Farms

- **Kathua, Jammu & Kashmir**

Hatchery

- **Mujjafarpur, Bihar**

Hatchery

- **Arrah, Bihar**

Hatchery

- **Palsana, Rajasthan**

Commercial Farms

- **Chirwa, Rajasthan**

Commercial Farms

- **Sikar, Rajasthan**

Commercial Farms



VENKY'S (INDIA) LIMITED

Registered & Corporate Office:

Venkateshwara House, S.No. 114/A/2, Pune-Sinhagad Road, Pune 411 030.

Tel.: (020) 2425 1530 - 41 Fax: (020) 2425 1077, 2425 1060.

E-mail: corp.shares@venkys.com Website: www.venkys.com