

23rd Annual Report

Of

Natura Hue Chem Limited

For The Financial Year
2017-18

Sunil Johri and Associates
Chartered Accountants
110, Wallfort Ozone, Fafadih Chowk
Raipur, (Cg)
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Telephone: 0771- 4030947

Natura Hue Chem Limited

Registered Office: 501, Wallfort Ozone, Fafadih, Raipur (Chhattisgarh) 492001

[CIN NO: L24117CT1995PLC009845]

CORPORATE PROFILE

BOARD OF DIRECTORS

Mr. Ravi Kamra	Managing Director
Mr. Laxmi Narayan Kachavat	Director
Mr. Mansoor Ahmed	Director
Mr. Ravindra Pokharana	Independent Director
Mrs. Satyawati Parashar	Independent Director
Mr. Ghanshyam Soni	Independent Director
Mr. Chandra Bhusan	Chief Financial Officer

COMMITTEES OF THE BOARD

I. AUDIT COMMITTEE

Mrs. Satyawati Parashar – Independent Director	Chairman
Mr. Ravi Kamra – Managing Director	Member
Mr. Ravindra Pokharna – Independent Director	Member

II. NOMINATION & REMUNERATION COMMITTEE

Mrs. Satyawati Parashar – Independent Director	Chairman
Mr. Ravindra Pokharna – Director	Member
Mr. Ravi Kamra – Managing Director	Member

III. STAKEHOLDERS RELATIONSHIP COMMITTEE

Mr. Ravi Kamra – Managing Director	Chairman
Mr. Mansoor Ahmed – Director	Member
Mrs. Satyawati Parashar – Independent Director	Member

Company Secretary & Compliance Officer

CS Arun Kumar Jain

INDEPENDENT AUDITORS

Sunil Johri and Associates
Chartered Accountants
110, Wallfort Ozone, Fafadih Chowk
Raipur, (Cg)
Mob: 9893121888
Email: Johri62@Rediffmail.Com

SECRETARIAL AUDITORS

SATISH BATRA & ASSOCIATES,
Company Secretaries,
C-501, Ashoka Ratan,
PO Shankar Nagar,
Raipur (C. G.) 492 007

REGISTRAR & SHARE TRANSFER AGENTS

BEETAL Finance And Computer Services (P) Limited
BEETAL HOUSE, 99 Madangir, Behind LSC,
Near Dada Harsukhdar Mandir,
Delhi – 110062
Telephone :011- 29961281
Email Address : Beetalrta@Gmail.Com

LISTED ON

BOMBAY STOCK EXCHANGE, MUMBAI

REGISTERED OFFICE

501, Wallfort Ozone, Fafadih, Raipur (Chhattisgarh) 492001

Natura Hue Chem Limited

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NOTICE

To
All the Members

NOTICE is hereby given that 23rd Annual General Meeting of the Company will be held at 3.00pm on Thursday, the 25th October, 2018 at 501, Wallfort Ozone, Fafadih Chowk, Raipur (C. G.) 492001. Agenda of the meeting is as under:

ORDINARY BUSINESS:

1. To receive, consider and adopt audited Statement of Profit and Loss for the year 2017-18, Balance Sheet as at that date, the Directors' Report for the year ended 31st March 2018, and the Report of the Independent Auditors thereon and if thought fit, to pass the following resolution with or without modification as an **Ordinary resolution** -

"**RESOLVED THAT** the audited financial statement of the Company for the financial year ended March 31, 2018 and the reports of the Board of Directors and Auditors thereon laid before this meeting be and are hereby adopted."

2. To consider re-appointment of director, Shri Mansoor Ahmed (DIN 01398796) who retire by rotation and being eligible, offers himself for re-appointment and if thought fit, to pass the following resolution with or without modification as an **Ordinary resolution** -

"**RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013, Shri Mansoor Ahmed (DIN 01398796) who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

All the members are requested to attend the meeting.

By order of the Board
For, Natura Hue Chem Limited,

(Ravi Kamra)
Managing Director

Date: 24th September, 2018
Place: Raipur

ADDITIONAL DISCLOSURE AS PER REGULATION 36(3) OF THE SEBI (LISTING OBLIGATION & DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

1. **MR. MANSOOR AHMED**

Mr. Mansoor Ahmed is associated with the Company since 2000 and in the process he has gained extensive knowledge and experience about the business. He is performing his duties and responsibilities with due care.

DISCLOSURE OF RELATIONSHIPS BETWEEN DIRECTORS INTER-SE

- NIL

LISTED COMPANIES (OTHER THAN NATURA HUE CHEM LIMITED) IN WHICH MR. MANSOOR AHMED HOLDS DIRECTORSHIP AND COMMITTEE MEMBERSHIP

- ASHOKA REFINERIES LIMITED

DIRECTORSHIP

- PRESSWELL INDUSTRIES (INDIA) LIMITED
- ASHOKA REFINERIES LIMITED

CHAIRPERSON OF THE COMMITTEES

- NIL

MEMBERSHIP IN COMMITTEES

- NIL

SHAREHOLDING IN THE COMPANY

- NIL

Notes:

1. A member of the company entitled to attend and vote at the meeting, is entitled to attend a proxy to attend and vote instead of himself and a proxy need not be a member.
2. Instruments of proxies in order to be valid must be deposited at the registered office of the company not less than 48 hours before the time for the meeting.
3. The statement pursuant to Section 102 of the Companies Act, 2013, relating to the special business to be transacted at the meeting is annexed hereto.
4. Details pursuant to SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 in respect of director seeking appointment/re-appointment at Annual General Meeting forms part of the notice.
5. The Register of Members and Share Transfer Books will remain closed from 19th October, 2018 to 25th October, 2018 (both days inclusive).
6. Members who are holding Shares in Physical Form are requested to notify their e-mail address, addresses or Bank details or changes if any to the Company's Registrar and Transfer Agent (RTA) and always quote their Folio Numbers in all correspondences with the Company and RTA. In respect of holding Shares in Electronic Form, members are requested to notify any change in email, addresses or Bank details to their respective Depository Participants.
7. Members holding shares in physical form and desirous of making a nomination in respect of their shareholding in the Company, as permitted under Section 72 of the Act, are requested to submit details to the Registrar and Transfer Agents of the Company, in the prescribed Form SH. 13 for this purpose.
8. Corporate Member(s) intending to send their Authorized Representative(s) are requested to send a duly certified copy of the Board Resolution authorizing such representative(s) to attend and vote at the Annual General Meeting.
9. There shall be voting by show of hands at the Annual General Meeting. The members who will be physically present at the Annual General Meeting shall be provided with polling papers to cast their votes at the meeting.
10. 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 the PAN to their Depository Participants with which they are maintaining their Demat Accounts. Members holding shares in Physical Form can submit their PAN details to the Company's Registrar and Transfer Agent.
11. Members who are still holding Shares in Physical Form are advised to dematerialize their shareholdings to avail the benefits of dematerialization which beside others include easy liquidity (since trading is permitted only in Dematerialized Form), electronic transfer, savings in stamp duty, prevention of forgery etc.
12. The Ministry of Corporate Affairs has taken "Green Initiative in the Corporate Governance" by allowing paperless compliances by the Companies and has issued circulars stating that service of notice/documents including Annual Report can be effected through e-mail to its members. To support this green initiative of the Government in full measure, the Company is sending Annual Report electronically to the e-mail addresses of members as obtained from Depositories/other sources, unless specifically requested to be sent in Physical Form. The members, who have not registered/updated their e-mail addresses so far, are requested to register/update their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participant. Members who hold their Shares in Physical Form shall be sent hard copies of Annual Report and who are desirous of receiving the communications/documents in Electronic Form are requested to promptly register their e-mail addresses with the Company.
13. Members may also take a note that notice of 23rd Annual General Meeting and Annual Report for 2017-18 will also be available on the Company's website <http://naturahuechem.com/>
14. Members are requested to bring their attendance slip and copy of annual report at the meeting.
15. Voting through electronic means-
 - a. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation the Company is pleased to provide members facility to exercise their right to vote at the 27th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services (India) Limited.
 - b. **THE INSTRUCTIONS FOR SHAREHOLDERS VOTING ELECTRONICALLY ARE AS UNDER:**
 - (i) The voting period begins on 22nd October, 2018 from 10.00am onwards and ends on 24th October, 2018 at 5.00pm. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 18th October, 2018 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
 - (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
 - (iii) The shareholders should log on to the e-voting website www.evotingindia.com.
 - (iv) Click on Shareholders.
 - (v) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

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

For Members holding shares in Demat Form and Physical Form	
PAN	<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 sequence 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 (v).

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for **Ashoka Refineries Limited** on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) **NOTE FOR 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.

DIRECTORS' REPORT

The Members,
Natura Hue Chem Limited
Raipur (C. G.) 492001,

Your Directors are pleased to present the **23rd Annual Report** on the business and operation of the Company together with audited statement of accounts for the year ended on 31st March, 2018.

1. FINANCIAL RESULTS:		
Particulars	31 st March, 2018	31 st March, 2017
Operating Income	2,82,62,850.00	2,08,57,022.00
Other Income	0	37,92,030.00
Total Receipts:	2,82,62,850.00	2,46,49,052.00
Total Expenses	2,63,33,589.96	2,37,33,082.00
Profit/Loss Before Tax:	19,29,260.04	9,16,024.00
Tax Expenses	5,90,430.00	5,76,261.00
Profit/Loss for the year :	13,38,830.04	3,39,763.00
Earnings Per Share (in Rs.)	0.32	0.08

2. PERFORMANCE REVIEW

Your directors are pleased to inform you that the year under review, Company has performed well as compared to the previous year. The total income including other income amounted to Rs. 2.83 Crores as against Rs. 2.46 Crores during the previous financial year. The Company has recorded a total profit of Rs. Rs.13.39 lakhs. It is significant to note that the directors have fulfilled their assurance given in the last year's report of improving the situation and bring more profit in the current year.

Your directors further state that they shall make all best possible efforts to maintain the growth and even improve the same barring any unforeseen circumstances.

3. THE PROPOSED AMOUNTS TO CARRY TO ANY RESERVES

The Profit has been carried over to Balance Sheet under Surplus in statement of Profit & Loss.

4. DIVIDEND

In order to conserve the funds for execution of future expansion plans, your directors are not in a position to recommend any dividend for the period under review.

5. CHANGE IN THE NATURE OF BUSINESS, IF ANY

There is no change in the nature of business of the Company.

6. INDIAN ACCOUNTING STANDARD

The Ministry of Corporate Affairs (MCA) on February 16, 2015, notified that Indian Accounting Standards (Ind AS) are applicable to prescribed Listed Companies from April 1, 2017. Ind AS has replaced the previous Indian GAAP prescribed under Section 133 of the Companies Act, 2013 ("the Act") read with Rule 7 of the Companies (Accounts) Rules, 2014. Ind AS is applicable to the Company from April 1, 2017. The reconciliations and descriptions of the effect of the transition from previous GAAP to Ind AS have been set out in Note 17 in the notes to accounts in the standalone financial statement.

7. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY

No material changes and commitments affecting the financial position of the Company have occurred during the current year.

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

There are no such orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

9. INDUSTRIAL RELATIONS:

The Company is not running any industry it's into service sector and engaged in business of cargo handling. The management & employer relations continue to be cordial.

10. LISTING

The Company continues to be listed on Bombay Stock Exchange (BSE) and duly paid its listing fees and also company is duly complying with SEBI (LODR) Regulations, 2015 from time to time.

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

The Company has adequate Internal Control System, commensurate with its size, scale and operations. The Internal Audit Department monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies of the Company.

During the year no reportable material weakness in the design or operation was observed.

12. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Company does not have any Subsidiary, Joint venture or Associate Company. The Company is also not a subsidiary of any other company.

13. VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Board of Directors have established 'Whistle Blower Policy' and 'Code of Conduct' for the directors & employees of the Company as required under the provisions of Section 177 of the Companies Act, 2013 read with Rule 7 of the Companies (Meeting of Board and its powers) Rules, 2014. The said Policy has been properly communicated to all the directors and employees of the Company through the respective departmental heads and the new employees shall be informed about the Vigil Policy by the Personnel Department at the time of their joining.

14. DEPOSITS:

The Company did not accept any deposit within the meaning of Section 73 of the Companies Act, 2013 and the Rules made there under. As such there are no small depositors in the company.

15. STATUTORY AUDITORS

Sunil Johri & Associates, Chartered Accountants (Firm registration number: 005960C) who were appointed in 22nd Annual General Meeting for a period of consecutive five years continues from the conclusion of the 22nd Annual General Meeting of the Company till the conclusion of the 27th Annual General Meeting to be held in 2021-22 continues to hold the office of Statutory auditor and has also given their consent and eligibility certificate to act as Statutory Auditors of the Company on a remuneration to be decided by the Board of Director and the Auditor mutually.

16. AUDITORS OBSERVATION:

There are no qualifications, reservations, adverse remarks or disclaimers in the statutory Auditor's Report on the Financial Statements of the company for the financial year 2017-18 and hence does not require any explanations or comments.

17. Directors

Pursuant to the provisions of section 149 of the Act, Mr. Ravindra Pokharna, Mrs. Satyawati Parashar were appointed as independent directors at the annual general meeting of the Company held on 30th September, 2015 and Mr. Ghanshyam Soni was appointed as independent director at the annual general meeting of the Company held on 26th September, 2016 respectively. They have submitted a declaration that each of them meets the criteria of independence as provided in section 149(6) of the Act and there has been no change in the circumstances which may affect their status as independent director during the year.

During the year, the non-executive directors of the Company had no pecuniary relationship or transactions with the Company, other than the sitting fees, commission and reimbursement of expenses incurred by them for the purpose of attending meetings of the Company.

Mr. Ravi Karma was appointed as Managing Director not liable to retire and similarly Independent Directors appointed are not liable to retire as per the provisions of the Act. Therefore, considering the above Mr. Mansoor Ahmed and Mr. Laxminarayan Kachawat are the only directors liable to retire by rotation at the ensuing Annual General Meeting. As per the provision the director who has been holding the office for long is liable to retire. In view of this Shri Mansoor Ahmed (DIN 01398796) holds office for the longest and is liable to retire by rotation and being eligible has offered himself for re-appointment. Your Directors recommend his appointment as a Director.

Pursuant to the provisions of section 203 of the Act, the key managerial personnel of the Company are Mr. Ravi Kamra, Managing Director, Mr. Chandra Bhushan, Chief Financial Officer, and CS Arun Jain acts as a Company Secretary and Compliance Officer of the Company.

a) Declaration by Directors under Section 184

Directors declare that no directors are disqualified from being appointed as Director of the Company under Section 184 of the Companies Act, 2013.

18. SHARE CAPITAL

Authorised Capital of the Company is Rs.7,00,00,000.00 divided into 70,00,000 equity shares of Rs.10.00 each further the paid-up and subscribed capital stands at Rs.4,14,53,000.00 divided into 41,45,300 equity shares of Rs.10.00 each. There have been no changes in the Share Capital of the company. Further, Company has not -

- a. Issued any equity shares with differential rights during the year.
- b. Issued any sweat equity shares during the year
- c. Issued employee stock options during the year.
- d. Made any provision for purchase of its own shares during the year.

19. CONSERVATION OF ENERGY & TECHNICAL ABSORPTION:

The Company is not a manufacturing Company and as such no provisions of Conservation of Energy, Technology Absorption under Section 134 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 are attracted.

As the Company has not carried out any activities relating to the export and import during the financial year. There is no foreign exchange expenses and foreign income during the financial year.

20. CORPORATE SOCIAL RESPONSIBILITY

Discharging Corporate Social Responsibility (CSR) is now statutorily recognized in India. Section 135 of Companies Act, 2013. Your Company is not covered under Section 135(2) of the Companies Act, 2013. Hence, no policy or disclosures are required to be made under the said section or applicable rules.

21. NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

The Board of Directors met five (5) times during the year under review. Proper notices of the meeting were given to all the Directors and intimation were duly made to Stock Exchange regarding the conducting of the Board Meeting and its outcome.

22. SECRETARIAL AUDIT

Pursuant to the provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, every listed Company is required to conduct a Secretarial Audit and obtain a report from a Practising Company Secretary. In view of this, the Board of Directors has appointed Satish Batra & Associates, a Practising Company Secretary firm for conducting secretarial audit of the Company for the financial year 2017-18. There are no qualifications, reservations, adverse remarks or disclaimers in the Secretarial Auditor's Report on Secretarial and other applicable legal compliances to be made by the company for the financial year 2017-18 and hence does not require any explanations or comments His report is annexed herewith as (Annexure-1).

23. MANAGEMENT DISCUSSION AND ANALYSIS:

Management's Discussion and Analysis Report for the year under review as stipulated under Schedule V of SEBI (LODR) Regulations, 2015 is presented in (Annexure - 2).

24. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All the transactions made with related parties are duly approved by Audit committee in their meetings and in normal course of business. Form AOC-2 as required under the Companies (Accounts) Rules, 2014 is attached as (Annexure-4).

25. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in notes to the Financial Statements.

26. DISCLOSURE OF DIRECTORS' REMUNERATION

As per Section 197(12) read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, an amount of Rs.4,20,000.00 has been paid to Shri Ravi Kamra, Managing Director of the Company.

27. RISK MANAGEMENT POLICY

Risk Management is a very important part of business as it is an inherent part of any business unless and until a Company takes a risk can't achieve success. Higher the risk maximum the return. Therefore, your directors keep a close watch on the risk prone areas and take actions from time to time. The policy of the Company is to comply with statutory requirements and try to overcome the risk of penalties and prosecutions.

The Company does not have any insurable assets. However, the policy of the Company is to keep insured all insurable assets to keep them adequately insured against risks and uncertainties like fire, riot, earthquake, terrorism, loss of profit, etc.

28. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to requirement under Section 134(5) of the Companies Act, 2013, with respect to Directors' Responsibility Statement, it is hereby confirmed:-

- i. In the preparation of the annual accounts for the year ended 31st March, 2018, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- ii. The directors have ensured that all applicable accounting policies are applied them consistently and directors have 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 as at 31st March, 2018 and of the profit and loss of the company for that period;
- iii. The directors had taken and continue to take proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- iv. The directors had prepared and continue to prepare the annual accounts on a going concern basis;
- v. The directors had laid and continue to lay down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- vi. The directors had devised and continue to devise proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

29. PERSONNEL

There was no employee receiving remuneration attracting provisions of section 134(3) (q) of the Companies Act, 2013 read with Rule 5(2) & (3) of rules the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014.

30. PREVENTION SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

Your Directors are committed to create and ensure an enabling, dignified and equitable work environment for every employee. The Company has in place an Anti harassment policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. An Internal Complaint Committee has been set up with majority women. Committee has a full excess to the Board of Directors and during the year under review, there were no reported instances pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

31. ACKNOWLEDGEMENT

Your directors wish to place on record their sincere appreciation for contributions made by employees of the company and cooperation extended by the bankers and all persons who have directly and indirectly contributed to the success of the company.

Your directors also acknowledge the trust and confidence you have reposed in the company.

BY AND ON BEHALF OF THE BOARD.

Dated: 14th August, 2018
Place: Raipur (C. G.)

(Ravi Kamra)
Managing Director
DIN 00745058

(Mansoor Ahmed)
Director
DIN 01398796

CORPORATE GOVERNANCE REPORT

1. Company Philosophy on code of governance:

Corporate Governance is the system of rules, practices and processes by which a company is directed and controlled and your Company strictly follows the rules and believes that following rules and maintaining transparency.

At Natura, we give accurate and correct information to all the sections related to the Company whether it be internal parties or external like stock exchange and other stakeholders as we believe that adopting ethical practices, transparency in operations and timely complying with all the requirements and disclosures thereon helps to go long and enhances the growth of the Company and safeguarding the interest of the Company and all the stakeholders.

Your Company is listed companies on Bombay Stock Exchange and has duly entered into the Listing Agreement with the Stock exchange and had been complying with all the requirements of SEBI (Listing Obligation & Disclosure Requirements), 2015 from time to time.

Regulation 17 to 27 of the SEBI (LODR), Regulations, 2015 are applicable to the listed companies having Paid-up capital of your Company of Rs.10.00 crore or more or the turnover of Rs.25.00 crore or more for other Companies the compliances of these regulations are optional. Your company does not have either of them. Therefore, Company has been complying with these regulations, as company believes in the spirit of good corporate governance

A report on compliance with the principles of Corporate Governance as prescribed by SEBI in Chapter IV read with Schedule V of Listing Regulations is given below:-

2. Board of Directors :

a. Composition of Board of Directors.

The Board of Directors of your Company as on March 31st 2018 consisted of 6 Directors with varied experience in different areas. The composition of the Board is in conformity with the Regulation 17 of SEBI (LODR) Regulation, 2015, with 50% of the Board consisting of Independent Directors. The details of composition and categories of Directors are as follows.

Sr. No.	Name	Category	Designation
1	Shri Mansoor Ahmed	Executive Director	Director
2	Shri Ravi Kamra	Executive Director	Managing Director
3	Shri Laxmi Narayan Kachavat	Executive Director	Director
4	Smt Satyawati Parashar	Non-Executive Director	Independent Director
5	Shri Ravindra Pokharna	Non-Executive Director	Independent Director
6	Shri Ghanshyam Soni	Non-Executive Director	Independent Director

b. NUMBER OF MEETING OF BOARD OF DIRECTORS:

All statutory & other significant and material information are placed before the Board to enable it to discharge its responsibilities of strategic supervision of the company and as trustees of stakeholders, as per policy the Board meets at least once every quarter. During the year the Board met 8 times as mentioned below on 16th April, 2016, 30th May, 2016, 9th June, 2016, 1st August, 2016, 13th August, 2016, 1st September, 2016, 14th November, 2016, 13th February, 2017.

c. DIRECTORS' ATTENDANCE RECORD AND THEIR OTHER DIRECTORSHIPS/ COMMITTEE MEMBERSHIPS

As required under Regulation 26 of the Listing Regulations, none of the Directors is a member of more than ten Board level Committees (considering only Audit Committee and Stakeholders' Relationship Committee) or Chairman of more than five Committees across all public limited companies (listed or unlisted) in which he/she is a Director.

All Directors have informed about their Directorships, Committee Memberships/ Chairmanships including any changes in their positions. Relevant details of the Board of Directors as on 31st March, 2016 are given below:

Sr. No.	Name of Directors	Category	Designation	Relation-ship with other Directors	No. of Board Meetings Attended	Attend-ance at Last AGM	No of other Directorsh ip(s) as on 31-03-2018*	No. of other Board Committees member/ Chairman ***
a.	Shri Mansoor Ahmed	Executive Director	Director	NIL	5	Yes	1	0
b.	Shri Ravi Kamra	Executive Director	Managing Director	NIL	5	Yes	5	4
c.	Shri Laxmi Narayan Kachavat	Executive Director	Director	NIL	3	Yes	0	0

d.	Smt Satyawati Parashar	Non-Executive Director	Independent Director	NIL	5	Yes	4	3
e.	Shri Ravindra Pokharna	Non-Executive Director	Independent Director	NIL	5	Yes	2	1
f.	Shri Ghanshyam Soni	Non-Executive Director	Independent Director	NIL	4	Yes	1	0

* **The Directorships, held by directors as mentioned above, include directorship in Private Company also.**

** **Only Audit Committee and Stakeholders Relationship Committee has been considered of other Companies as per Regulation 26 of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015.**

d. CRITERIA FOR PERFORMANCE EVALUATION:

The Nomination and Remuneration Committee lays down the criteria for performance of Directors from time to time. The annual evaluation is made on the basis of their attendance in the Board meetings and interaction with the management and employees. Their role and accountability towards the work allocated to them.

e. FAMILIARISATION PROGRAM FOR INDEPENDENT DIRECTORS

Your Company has duly appointed Independent Directors in compliance of the law and also to gain benefits of expertise knowledge and skill of the Independent directors.

Company has duly taken up familiarizing programs for the independent directors so that they can get acquainted with the Company and the details of programme are available on the website of the Company.

f. MEETING OF INDEPENDENT DIRECTORS

An exclusive meeting of all Independent Directors took place on 26th March, 2018 to discuss the following –

- The performance of non-independent directors.
- The quantity, quality, and timeliness of information between the management and Board of Directors.
- Effectiveness of duties and responsibilities of Board and Senior Management.

g. CODE OF BUSINESS CONDUCTS AND ETHICS

The Board of Directors has laid down a Code of Conduct for all Board Members and senior employees of the Company. The annual accounts contain the Code of Conduct and a declaration by the Managing Director.

Your company has adopted a code of conduct for all the Board members and members of senior management, between whom it has been circulated and compliance thereto affirmed. A declaration has been duly made in the Directors' Report.

3. Audit Committee

Your Company has duly constituted Audit Committee. The composition of the Audit Committee is in conformity of Section 177 of the Companies Act, 2013 and Regulation 18(3) of the SEBI (LODR), Regulations 2015. The members of the Audit Committee are capable of understanding the accountings and terms related to financial management. All the members of the Committee are duly complying with their duties as prescribed under the Act and SEBI (LODR) Regulations, 2015.

The Committee continues working under Chairmanship of Smt. Satyawati Parashar, a non-executive Independent Woman Director with Shri Ravindra Pokharna, a non-executive Independent Director with Shri Ravi Kamra, an executive director as co-members

The committee met on four occasions.

The committee met on the following dates with attendance as shown below:

Date of Meeting	Committee strength	No. of members present
29.05.2017	3	3
13.08.2017	3	3
13.11.2017	3	3
13.02.2018	3	3

Mr. Arun Jain, Company Secretary & Compliance Officer acts as secretary to the meeting of the Committee.

Mrs. Satyawati Parashar was present at the 22nd Annual General Meeting of the Company held on 31st July, 2017

4. Nomination & Remuneration Committee

Your Company has duly constituted Nomination & Remuneration Committee. The composition of the Nomination & Remuneration Committee is as per the mandate of Section 178 of the Companies Act, 2013 and Regulation 19 of the SEBI (LODR), Regulations 2015.

The Nomination & Remuneration Committee is working under the Chairmanship of Smt. Satyawati Parashar, a non-executive independent director with Shri Ravindra Pokharna, a non-executive independent director, and Shri Ghanshyam Soni, non-executive independent director as co-members.

The Committee has been formed to review and recommend the remuneration policy of the Company and to recommend the revision in salary structure of Directors. During the year, the sub-committee met on 1st August, 2017 with full attendance of all the members and decided that due to slow growth in Industries and low profits whole-time directors, directors should not draw any remuneration and also recommended appointments of Directors and other Key Managerial Personnel.

5. Stakeholders Relationship Committee

Stakeholders Relationship Committee is working under the Chairmanship of Shri Ravi Kamra, Managing Director with Shri Mansoor Ahmed, an executive director and Smt. Satyawati Parashar, a non-executive Independent director of the Company as the co-members. In the Financial year under review, Committee has resolved all the cases of share transfers and no investors grievances are pending as on date of the Report..

6. General Body Meeting

Particulars of last three Annual General Meetings

AGM	Year ended 31 st March	Venue	Date	Time
20 th	2015	Registered office of the Company	30-09-2015	11.00 a.m.
21 st	2016		28-09-2016	11.00 a.m.
22 nd	2017		31-07-2017	03.00 p.m.

Special resolution passed in the general meeting held on 31.07.2017 are as under –

- Approval to Board of Directors under Section 180(1)(a) of the Companies Act, 2013.
- Approval to Board of Directors under Section 180(1)(c) of the Companies Act, 2013 relating to borrowing powers of the Company
- Approval to Board of directors under Section 186 of the Companies act, 2013 to grant of loans or make investment or provide security or guarantee.

No other special resolutions were passed through the means of Postal Ballot in the General Meeting.

7. Means of Communication

Information like financial results (quarterly, half-yearly, or annual) and press releases on significant developments in the Company that has been updated on the company's website naturahuechem.com and have also submitted to the stock exchanges to enable them to put it on their websites and communicate to their members.

Details of management discussion are a part of the annual report.

No presentation made to institutional investors or to the analysts. Management Discussion & Analysis are not a part of Annual Report.

8. General Shareholder Information for the year

a.	AGM- Date, Time and venue	25 th October, 2018 at 3.00pm at Registered Office
b.	Financial Calendar - Tentative Schedule for declaration of results during the Financial Year 2018-19	
	Unaudited First Quarter Results	On or before 14th August 2018
	Unaudited second Quarter Results	On or before 14th November 2018
	Unaudited Third Quarter Results	On or before 14th February 2019
	Audited Fourth Quarterly Results	On or before 30th May, 2019
	Annual General Meeting for the year ending on 31 st March, 2017	On or before 30th September, 2019
c.	Book Closure Dates	19 th October, 2018 to 25 th October, 2018
d.	Dividend Payment Date	No dividend has been declared. Hence, no date is required to be give.
e.	Listing of Equity Shares on Stock Exchange	Bombay Stock Exchange
f.	International Security Identification Number	INE487B01019
g.	Stock Code	531834
h.	Payment of Annual Listing Fee	Yes, Annual listing fees have been paid to BSE
i.	Registrar & Transfer Agent.	Beetal Financial & Computer Services (P) Limited Beetal House, 99 Madangir, Behind Lsc, Near Dada Harsukhdar Mandir, Delhi-110062
j.	Market Price High-Low **	NIL AS TRADING IN SECURITIES OF THE COMPANY IS SUSPENDED
k.	Share Transfer System	Applications for transfer of shares held in physical form will be sent to the Company's Registrar & Share Transfer Agent. All valid applications are processed within 15 Days from the Date of receipt and after being registered in the name of the transferee, the share certificates have been dispatched to the shareholders.

		Shareholders who continue to hold shares in physical form are requested to dematerialize their shares at the earliest and avail of the various benefits of dealing in securities in electronic/dematerialized form. For any clarification, assistance or information please contact " BETAL FINANCIAL & COMPUTER SERVICES (P) LIMITED ".																																																		
i.	Distribution of shareholding as on 31 st March, 2018	<table border="1"> <thead> <tr> <th>SHARE HOLDING OF NOMINAL VALUE OF RS. 10</th> <th>NO. OF SHARE-HOLDERS</th> <th>% TO TOTAL</th> <th>NO. OF SHARES</th> <th>% OF TOTAL</th> </tr> </thead> <tbody> <tr> <td>UP TO 5000</td> <td>628</td> <td>44.35</td> <td>151</td> <td>3.76</td> </tr> <tr> <td>5001 TO 10000</td> <td>363</td> <td>25.63</td> <td>340986</td> <td>8.19</td> </tr> <tr> <td>10001 TO 20000</td> <td>147</td> <td>10.38</td> <td>228961</td> <td>5.22</td> </tr> <tr> <td>20001 TO 30000</td> <td>67</td> <td>4.73</td> <td>174233</td> <td>4.78</td> </tr> <tr> <td>30001 TO 40000</td> <td>32</td> <td>2.25</td> <td>115783</td> <td>2.70</td> </tr> <tr> <td>40001 TO 50000</td> <td>31</td> <td>2.18</td> <td>144995</td> <td>3.07</td> </tr> <tr> <td>50001 TO 100000</td> <td>64</td> <td>4.51</td> <td>476481</td> <td>12.13</td> </tr> <tr> <td>100001 AND ABOVE</td> <td>84</td> <td>5.93</td> <td>2511993</td> <td>60.15</td> </tr> <tr> <td>TOTAL</td> <td>1416</td> <td>100.00</td> <td>4145300</td> <td>100.00</td> </tr> </tbody> </table>	SHARE HOLDING OF NOMINAL VALUE OF RS. 10	NO. OF SHARE-HOLDERS	% TO TOTAL	NO. OF SHARES	% OF TOTAL	UP TO 5000	628	44.35	151	3.76	5001 TO 10000	363	25.63	340986	8.19	10001 TO 20000	147	10.38	228961	5.22	20001 TO 30000	67	4.73	174233	4.78	30001 TO 40000	32	2.25	115783	2.70	40001 TO 50000	31	2.18	144995	3.07	50001 TO 100000	64	4.51	476481	12.13	100001 AND ABOVE	84	5.93	2511993	60.15	TOTAL	1416	100.00	4145300	100.00
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n.	Outstanding GDRs/ADRs	Not Applicable as the Company has not issued any GDRs/ADRs or any convertible instruments so far.																																																		
o.	Address of Correspondence	501, WALLFORT OZONE, FAFADIH, RAIPUR (C. G.) 492001 Email: naturahue@rediffmail.com																																																		

**Source: <http://www.bseindia.com>

9. **OTHER DISCLOSURES**

- i. There was no transaction of material nature with any of the related party, which is in conflict with the interest of the company.
- ii. There were no non-compliance by the company, penalties, and structures imposed on the company by the Stock Exchange or SEBI or any authority on any matter related to capital markets during last 3 years.
- iii. The company has put in place a mechanism of reporting illegal or unethical behavior. Employees are free to report violations of laws, rules, regulations or unethical conduct to their immediate supervisor/notified persons. The reports received from any employee will be reviewed by the audit committee. It is affirmed that no person has been denied access to the audit committee in this respect. The Directors and senior management are to maintain confidentiality of such reporting and ensure that the whistle blowers are not subjected to any discriminatory practice.
- iv. Regulation 17 to 27 of the SEBI (LODR), Regulations, 2015 are applicable to the listed companies having Paid-up capital of your Company of Rs.10.00 crore or more or the turnover of Rs.25.00 crore or more for other Companies the compliances of these regulations are optional. Your company does not have either of them. Therefore, Company has been complying with these regulations, as company believes in the spirit of good corporate governance.
- v. Web-link where policies are disclosed
 - a. Materiality : <http://naturahuechem.com/policies.html>
 - b. Related Party : <http://naturahuechem.com/policies.html>

10. **AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE**

As required under SEBI (LODR) Regulations, 2015, a Certificate from a Practising Company Secretary on compliance of Corporate Governance is annexed as Annexure -3 to this Report.

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

In terms of SEBI (LODR) Regulations, 2015, I hereby confirm that all the Board members and Senior Management Personnel have affirmed compliance with the Code of Conduct of Board of Directors and Senior Management of Natura Hue Chem Limited.

BY AND ON BEHALF OF THE BOARD.

DATED: 14/08/2018
PLACE: RAIPUR (C. G.)

SD/-
(Ravi Kamra)
Managing Director
DIN 00745058

ANNEXURE-1

098931-26091, 0771-4038836
Email: satishbatra40@yahoo.co.in

SATISH BATRA & ASSOCIATES COMPANY SECRETARIES

2nd floor, Ashoka Plaza, Ashoka Ratan,
Vidhan Sabha Marg, Shankar Nagar,
Raipur 492007 (C. G.)

Form No. MR-3 SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March, 2018

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

The Members,
Natura Hue Chem Limited,
501, Wallfort Ozone,
Fafadih Chowk,
Raipur (C. G.) 492001

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **NATURA HUE CHEM LIMITED**, (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our 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, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2018 ('Audit Period') 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:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by NATURA HUE CHEM LIMITED for the financial year ended on 31st March, 2018 according to the provisions of:

- i. The Companies Act, 1956 as well as 2013 and the Rules made there under;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iv. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, as amended from time to time;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, as amended from time to time;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;

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

- a) Secretarial Standards issued by The Institute of Company Secretaries of India.
- b) The Listing Agreements entered into by the Company with Bombay Stock Exchange.
- c) Securities and Exchange Board of India (Listing Obligation and Disclosure requirements) Regulations, 2015 and amendments thereto;
- d) The Apprentices Act, 1961
- e) The Income Tax Act, 1961
- f) The Negotiable Instruments Act, 1881
- g) The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act. None of the Board of Directors of the Company are have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Board/ Ministry of Corporate Affairs or any such Statutory Authority for the time being.

Adequate notice has been given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. All decisions at Board Meetings and Committee Meetings are carried out in proper manner as recorded in the minutes of the meeting of the Board of Director or Committee of the Board, as the case may be.

We have relied on the representation made by the Company and its officers for systems and mechanism framed by the Company for compliances under other Acts, Laws and Regulations applicable to the Company.

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines as mentioned above.

We further report that Company has filed a revised settlement terms in Settlement Application No. 3029/2015 filed before the Securities Exchange Board of India in response to their show cause notice No. EAD/PJ/VP/17967/2015 dated 30th June, 2015 to which already consent terms have been filed on 30th November, 2015 pertaining to Rule 4(1) of SEBI (Procedure for Holding Inquiry and Imposing Penalties by Adjudicating Officer) Rules, 1995 and/or Notice under Rule 4 of Securities Contracts (Regulation) (Procedure for Holding Inquiry and Imposing Penalties by Adjudicating Officer) Rules, 2005. The imposed penalty of Rs. 2,75,250.00 stands paid to SEBI vide DD No. 190522 on 18th December, 2017 and the proceeding stand closed.

We further report that during the audit report there were no specific events/actions having a major bearing on the affairs of the Company.

For, Satish Batra & Associates,
Company Secretaries,

PLACE: RAIPUR (C. G.)
DATED: 18th May, 2018

(Satish Batra)
FCS: 1316
C P No.: 2875

ANNEXURE-2

MANAGEMENT DISCUSSION AND ANALYSIS

FORWARD- LOOKING STATEMENT

This report contains forward-looking statements based on certain assumptions and expectations of future events. The Company, therefore, cannot guarantee that these assumptions and expectations are accurate or will be realized. The Company's actual results, performance or achievements can thus differ materially from those projected in any such forward-looking statements. The Company assumes no responsibility to publicly amend, modify, or revise any forward looking statements, on the basis of any subsequent developments, information or events.

SERVICES

Company is engaged in Cargo handling services. Due to removal of restriction on import, this is excellent field to provide services to the importers. The size of the Company needs to be expanded to enter this industry on a large scale for which Directors are concentrating their attention.

BUSINESS OVERVIEW

Your directors are pleased to inform you that the year under review, Company has performed well as compared to the previous year. The total income including other income amounted to Rs. 2.83 Crores as against Rs. 2.46 Crores during the previous financial year. The Company has recorded a total profit of Rs. Rs.13.390 lakhs. It is significant to note that the directors have fulfilled their assurance given in the last year's report of improving the situation and bring more profit in the current year.

MARKETING

The Company is making all efforts to revamp its marketing in new areas and hopes for good results in the current year.

SWOT

Our strength is our determination, weakness is the low equity base and suspension in trading of securities by BSE, opportunities are multiples and threats are practically none.

The financial highlights are as under:-Fig. in lacs

Turnover for the year 2017-18	282.63
Provision for taxation	5.90
Profit/Loss after tax	13.39
Paid-up Equity Share Capital as on 31 st March'2017	414.53

INTERNAL CONTROL

The Company has an internal control system, commensurate with the size of its operations, adequate records and documents were maintained as required by laws. The Company's audit Committee reviewed the internal control system. All efforts are being made to make the internal control system more effective.

SEGMENT WISE REPORTING

During the year under review, Company has operated through a single segment i.e. "Cargo Services" only.

RISK AND CONCERNS

In any business, risks and prospects are inseparable. As a responsible management, the Company's principal endeavor is to maximize returns. The Company continues to take all steps necessary to minimize losses through detailed studies and interaction with experts.

ANNEXURE-3
AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

The Members of Natura Hue Chem Limited
501, Wallfort Ozone,
Fafadih,
Raipur (C. G.) 492001

We have examined the compliance of conditions of Corporate Governance by Natura Hue Chem Limited for the year ended 31st March, 2018 as stipulated SEBI (LODR) Regulations, 2015 pertaining to Corporate Governance.

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

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

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

For, Satish Batra & Associates
Practising Company Secretaries

PLACE: RAIPUR (C.G.)
DATED: 18th May, 2018

SD/-
(S. K. Batra)
F1316, CP 2875

ANNEXURE - 4
Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

1. Details of contracts or arrangements or transactions not at arm's length basis:

Sr. No	Particulars	Details
(a)	Name(s) of the related party and nature of relationship	Nil
(b)	Nature of contracts/arrangements/transactions	Nil
(c)	Duration of the contracts / arrangements/transactions	Nil
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	Nil
(e)	Justification for entering into such contracts or arrangements or transactions	Nil
(f)	date(s) of approval by the Board	Nil
(g)	Amount paid as advances, if any:	Nil
(h)	Date on which the special resolution was passed in general meeting as required under first proviso to section 188	Nil

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

Amounts (Rs. In lacs)

Name of the Related Party	Nature of relationship	Duration of Contract	Salient Terms of the Contract	Date(s) of approval by the Board, if any:	Amount paid as advances, if any:
Mr. Ravi Kamra	Directors Remuneration	5 years	On prevailing cash prices as per Contract u/s 196, 269, 309 of companies Act 1956 read with sch XIII value pertaining Rs. 5.00 Lacs per annum	1 st April, 2015	Nil
Mr. Arun Jain	CS (KMP) Remuneration	-	As per the terms of appointment letter dated 1 st March, 2015	1 st March, 2015	Nil

BY AND ON BEHALF OF THE BOARD.

DATED: 14.08.2018
PLACE: RAIPUR (C. G.)

(Ravi Kamra)
Managing Director
DIN 00745058

INDEPENDENT AUDITOR'S REPORT

**TO,
THE MEMBERS
NATURA HUE CHEM LIMITED
RAIPUR (C.G.)**

Report on the Audit of the Ind AS Financial Statements

We have audited the accompanying Ind AS financial statements of **NATURA HUE CHEM LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2018, and the Statement of Profit and Loss, the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Ind AS financial Statements), which we have signed under reference to this report.

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 and presentation of these Ind AS financial statements that give a true and fair view of the state of affairs, profit/loss (including other comprehensive income), changes in equity and cash flows of the Company in accordance with accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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.

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

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 of the Ind AS financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the 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 are also responsible to conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the entity's ability to continue as a going concern.

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

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, of the state of affairs of the Company as at 31 March 2018 and its Profit (including other Comprehensive income), its changes in equity and its cash flows for the year ended on that date.

Emphasis of Matters

We draw attention to the following matters in the notes to the financial statements:-

Note No.20 of Notes forming part to the Standalone financial statements which describes regarding certain disclosure relating to Micro / Small / Medium Enterprises

Our opinion is not qualified / modified in respect of other matter

Report on Other Legal and Regulatory Requirements

1. As required by Section 143 (3) of the Act, based on our audit, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c) The Balance sheet, the Statement of Profit and loss, the Statement of Changes in Equity and the Statement of Cash flows dealt with by this Report are in agreement with the books of account;
 - d) In our opinion, the aforesaid Ind AS statements comply with the Accounting Standards specified under Section 133 of the Act.
 - e) On the basis of the written representations received from the directors of the Company as on 31 March 2018 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2018 from being appointed as a director in terms of Section 164 (2) of the Act;
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure A", our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's Internal financial controls over financial reporting, and
 - g) With respect to the other matters to be included in the Auditors Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - (i) The Company did not have any pending litigations which would impact its financial positions.
 - (ii) The Company did not have any long term contracts including derivative contracts for which there were any foreseeable losses.
 - (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure B", a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.

For, Sunil Johri and Associates
Chartered Accountants
FRN 005960C

CA Bivor Kumar
Partner
MNO 422898

Date: 30.05.2018
Place: Raipur

ANNEXURE A TO THE AUDITORS REPORT

**[Referred to in paragraph 1 under "Report on Other Legal and Regulatory Requirements" of our Report of even date to the members of
of
NATURA HUE CHEM LIMITED
on the accounts of the company for the year ended 31st March, 2018]**

We have audited the internal financial controls over financial reporting of **NATURA HUE CHEM LIMITED** ("the Company") as of March 31, 2018 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. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Qualified Opinion

According to the information and explanations given to us and based on our audit, the following material weakness has been identified as at March 2018:-

The Company did not have an appropriate internal control system for the identification of Micro / Small / Medium Enterprises Development and SSI Units as per the requirements of the MSMED Act. These could potentially result in the Company's account balances and Interest expenses not charged on account of noncompliance of the above Act.

A 'material weakness' is a deficiency, or a combination of deficiencies, in internal financial control over financial reporting, such that there is a reasonable possibility that a material misstatement of the Company's annual financial statements will not be prevented or detected on a timely basis.

In our opinion, except for the effects/possible effects of the material weakness described above on the achievements of the objectives of the control criteria, the Company has maintained, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

We have considered the material weakness identified and reported above in determining the nature, timing, and extent of audit tests applied in our audit of the March 31, 2018 financial statements of the Company, and the material weakness does not affect our opinion on the financial statements of the Company.

**For, Sunil Johri and Associates
Chartered Accountants
FRN 005960C**

**CA Bivor Kumar
Partner
MNO 422898**

**Date: 30.05.2018
Place: Raipur**

ANNEXURE B TO THE AUDITORS REPORT

The annexure referred to in Independent Auditors' report to the members of the Company on the Standalone financial statements for the year ended 31st March, 2018, we report that:

- i) a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
 - b) The Company has a program for the physical verification of fixed assets at periodic intervals. In our opinion, the period of verification is reasonable having regard to the size of the company and nature of its assets. No significant discrepancies were noticed on such verification.
 - c) We have inspected the original deeds of the immovable properties of the company held as fixed assets which are in the custody of the Company. Based on our audit procedures and the information and explanation received by us, we report that all title deeds of immovable properties of the company held as fixed assets are held in the name of the Company. However, we express no opinion on the validity of the title of the Company to these properties.
- ii) The inventory has been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable. The discrepancies noticed on verification between the physical stocks and the book records were not material.
 - iii) The Company has not granted any loans or advances in the nature of Loans to parties covered in the register maintained under section 189 of the Companies Act, 2013. Hence, the question of reporting whether the terms and conditions of such loans are prejudicial to the interest of the Company, whether reasonable steps for recovery of overdue of such loans are taken does not arise.
 - iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Act, with respect to the loans and advances made
 - v) The Company has not accepted any deposits from public.
 - vi) According to the information and explanations provided by the management, the Company is not engaged in production of any such goods or provision of any such services for which Central Govt. has prescribed particulars relating to utilization of material or labour or other items of cost. Hence, the provisions of section 148(1) of the Act do not apply to the Company. Hence, in our opinion, no comment on maintenance of cost records under section 148(1) of the Act is required.
 - vii) a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/accrued in the books of accounts in respect of undisputed statutory dues including income tax, sales tax, wealth tax, service tax, custom duty, excise duty, cess, Provident Fund and other material statutory dues applicable to it have been regularly deposited during the year by the Company with the appropriate authorities. As informed to us, the Employees State Insurance Act, Investor Education & Protection Fund Act are not applicable to the Company and hence they do not have any dues on these account.
 - b) According to the records of the company there are no dues of income-tax, Sales Tax, Service Tax, custom duty, wealth tax, excise duty / cess which have not been deposited on account of any dispute except that an amount of Rs.2309964.5 is showing as demand of TDS in Traces Site

Name of the Statute	Nature of Dues	Amount (Rs)	Period to which the amount arises	Forum where the dispute is pending
Income Tax Act	Income Tax	213560.00	AY 2011-12	Jurisdictional AO
Income Tax Act	TDS	2309964.50	FY 07-08 TO 13-14	TDS AO

- viii) According to the records of the Company, the Company has not borrowed from financial institutions or banks or government issued debentures till 31st March, 2018. Hence, in our opinion, the question of reporting on defaults in repayment of loans or borrowing to a financial institutions, bank, government or dues to debenture holders does not arise.
- ix) The Company did not raise any money by way of initial public offer of further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3(ix) of the order is not applicable.

- x) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, we have neither come across any instance of fraud on or by the Company, noticed and reported during the year, nor have we been informed of such case by the Management.
- xi) In our opinion and according to the information and explanations given to us and based on examination of the records of the Company, the Company has paid/provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.
- xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly paragraph 3(xii) of the Order is not applicable.
- xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related party are in compliance with Sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the 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 non-cash transactions with directors or persons connected to him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

For, Sunil Johri and Associates
Chartered Accountants
FRN 005960C

CA Bivor Kumar
Partner
MNO 422898

Date: 30.05.2018
Place: Raipur

BALANCE SHEET AS AT 31ST MARCH, 2018

		Notes	As on 31st March, 2018	As on 31st March, 2017	As on 1st April, 2016
I	ASSETS				
A	Non- current Assets				
a	Property ,Plant & equipment	1	872,000.00	872,000.00	872,000.00
b	Capital Work in progress		-	-	-
c	Investment property		-	-	-
d	Goodwill		-	-	-
e	other Intangible Assets		-	-	-
f	Intangible assets under development		-	-	-
g	Biological Assets other than bearer plants		-	-	-
h	Financial Assets				
(i)	Investments	2	54,799,541.71	54,799,541.71	34,245,550.00
(ii)	Trade receivables		27,415,350.08	12,465,809.08	15,290,289.77
(iii)	Loans & Advances	3	92,572,886.00	76,573,766.00	84,015,645.00
i	Deferred tax assets (net)	4	22,319.00	114,942.00	36,214.00
j	Other non-current assets	5	-	-	-
	Total Non Current Assets	A	175,682,096.79	144,826,058.79	134,459,698.77
B	Current assets				
a	Inventories	6	-	14,728,835.00	5,963,454.00
b	Financial Assets				
(i)	Investments		-	-	-
(ii)	Trade receivables		-	-	5,571,489.88
(iii)	Cash and cash equivalents	7	607,016.84	1,912,117.44	1,763,010.94
(iv)	Bank balances other than(iii) above	8	-	-	-
(v)	Loans	3	1,097,245.00	18,754,438.00	18,618,040.10
(vi)	Others (to be specified)		-	-	-
c	Current Tax Assets (Net)		-	-	-
d	Other current assets		-	-	-
	Total Current Assets	B	1,704,261.84	35,395,390.44	31,915,994.92
	Total Assets	I=(A+B)	177,386,358.63	180,221,449.23	166,375,693.69
II	Equity and Liabilities				
	Equity				
a	Equity Share Capital	9	41,453,000.00	41,453,000.00	41,453,000.00
b	Other Equity	10	51,274,470.63	49,935,640.59	29,041,885.69
	Total Equity	II	92,727,470.63	91,388,640.59	70,494,885.69
III	Liabilities				
A	Non Current Liabilities				
a	Financial Liabilities				
i.	Borrowings	11	82,800,000.00	47,200,000.00	47,200,000.00
ii.	Trade payables		-	-	-
iii.	Other financial liabilities (other than those specified in item (b), to be specified)		-	-	-
b	Provisions		-	-	-
c	Deferred tax liabilities (Net)		-	-	-
d	Other non-current liabilities	12	-	-	-
	Total Non Current Liabilities	A	82,800,000.00	66,972,248.00	70,711,799.00
B	Current Liabilities				
a	Financial Liabilities				
i.	Borrowings	11	600,000.00	-	-
ii.	Trade payables	13	168,417.00	2,274,855.58	24,642,916.00
iii.	Other financial liabilities (other than those specified in item (c))		-	-	-
b	Other current liabilities	12	592,664.00	19,155,394.06	526,093.00
c	Provisions	14	497,807.00	430,311.00	-
d	Current Tax Liabilities (Net)		-	-	-
	Total Current Liabilities	B	1,858,888.00	21,860,560.64	25,169,009.00
	Total Liabilities	III=(A+B)	84,658,888.00	88,832,808.64	95,880,808.00
	Total Equity and Liabilities	II+ III	177,386,358.63	180,221,449.23	166,375,693.69

The accompanying notes form an integral part of the standalone financial statements

As per our report of even date attached

For, Sunil Johri & Associates.

Chartered Accountants

Firm Reg. No. 005960C

By Order Of The Board

For Natura Hue Chem Limited

Sd/-

(CA Bivor Kumar)

Partner

M. No. 422898

Place: Raipur

Date: 30.05.2018

(Ravi Kamra)

Managing Director

DIN 00745058

(Mansoor Ahmed)

Director

DIN: 01398796

(Chandra

Bhusan)

CFO

PAN:

BJPJB0888N

STATEMENT OF PROFIT & LOSS AS AT 31ST MARCH, 2018

S.NO	Particulars		Year ended	
			31-Mar-18	31-Mar-17
			(Audited)	(Audited)
I	Revenue from operations:	15	28262850.00	20857022.00
II	Other income	16	0.00	3792030.00
III	Total Income from Operations	I+II	28262850.00	24649052.00
IV	EXPENSES			
	a. Cost of materials consumed	17	17692470.00	14203764.00
	b. Changes in inventories of finished goods		0.00	0.00
	c. Excise duty on sale of products		0.00	0.00
	d. Employees benefits expenses	18	1791500.00	2081605.00
	e. Finance costs	19	52592.10	54165.10
	f. Depreciation and amortisation expenses		0.00	0.00
	g. Other Expenses	20	6797027.86	7340293.71
	f. prior Period Expenses	21	0.00	53200.00
	Total expenses (a+b+c+d+e+f+g)	IV	26333589.96	23733027.81
V	Profit/Loss before exceptional items and tax	(III-IV)	1929260.04	916024.19
VI	Exceptional items		0.00	0.00
VII	Profit/Loss before and tax	V-VI	1929260.04	916024.19
VIII	Tax Expense			
	a) Current Tax		497807.00	654988.74
	b) Deferred Tax		92623.00	-78728.00
	(In Respect of Current Year)			
IX	Profit/(loss) for the period	VII-VIII	1338830.04	339763.45
X	Other comprehensive income			
	A. (i) Items that will not be reclassified to profit and loss:		0.00	2803145.49
	(ii) Income tax relating to items that will not be reclassified to profit or loss		0.00	-721809.96
	B. (i) Items that will be reclassified to profit or loss			
	(ii) Income tax relating to items that will be reclassified to profit or loss			
XI	Total Comprehensive Income for the period [Comprising Profit (Loss) and Other comprehensive Income for the period]	IX+X	1338830.04	2421098.97
XII	Paid-up Share Capital (par value Rs. 10/- each fully paid up)		41453000	41453000
XIII	Earnings per equity share (Par value Rs. 10 each)			
	i) Basic	22	0.32	0.08
	ii) Diluted	22	0.32	0.08

The accompanying notes form an integral part of the standalone financial statements

For, Sunil Johri & Associates.
Chartered Accountants
Firm Reg. No. 005960C

By Order Of The Board
For Natura Hue Chem Limited

Sd/-
(CA Bivor Kumar)
Partner
M. No. 422898
Place: Raipur
Date: 30.05.2018

(Ravi Kamra)
Managing Director
DIN 00745058

(Mansoor Ahmed) (Chandra Bhusan)
Director CFO
DIN: 01398796 PAN: BPJPB0888N

STATEMENT OF CHANGES IN EQUITY

A. Share capital

Balance at the beginning of the period i.e as on April, 2017		Changes in equity Capital during the year		Balance at the end of the period i.e as on March, 2018	
Number of shares	Amount (Rs.)	Number of shares	Amount (Rs.)	Number of shares	Amount (Rs.)
4145300	41453000	0	0	4145300	41453000

B. Other Equity

	Share application on money pending allotment	Equity component of compound financial instrument	Reserve and Surplus				Total
			Capital Reserve	Securities Premium Reserve	Other Reserve (Surplus/ deficit in profit & loss account)	Retained Earning	
Balance as at April, 2016			13146675.00		15895210.69		29041885.69
Profit for the year					339763.19		339763.19
Other Comprehensive Income					20553991.71		20553991.71
Total comprehensive Income for the year	0	0	0.00	0.00	20893754.90	0.00	20893754.90
Dividends							0.00
Transfer to retained earnings							0.00
Balance as at March, 2017	0	0	13146675.00	0.00	36788965.59	0.00	49935640.59
Balance as at April, 2017			13146675.00	0.00	36788965.59	0.00	49935640.59
Profit for the year					1338830.04		1338830.04
Other Comprehensive Income					0.00		0.00
Total comprehensive Income for the year	0	0	0.00	0.00	1338830.04	0.00	1338830.04
Dividends							0.00
Transfer to retained earnings							0.00
Balance as at March, 2018	0	0	13146675.00	0.00	38127795.63	0.00	51274470.63

For, Sunil Johri & Associates.
Chartered Accountants
Firm Reg. No. 005960C

By Order Of The Board
For Natura Hue Chem Limited

Sd/-
(CA Bivor Kumar)
Partner
M. No. 422898
Place: Raipur
Date: 30.05.2018

(Ravi Kamra)
Managing Director
DIN 00745058

(Mansoor Ahmed)
Director
DIN: 01398796

(Chandra Bhusan)
CFO
PAN: BPJPB0888N

CASH FLOW STATEMENT AS AT 31ST MARCH, 2018

	(Amount in Rs.) Year 2017-18		(Amount in Rs.) Year 2016-17
A) Cash Flow From Operating Activities :-			
1. Net Profit/(Loss) before Taxes and Exceptional Items	1929260.04		916024.19
<u>Adjustments for:-</u>			
a	0.00		0.00
Interest and finance charges Charged to P & L A/c	52592.10		54165.10
Interest received from parties	0.00		0.00
2. Operating Profit before Working Capital Changes	1981852.14		970189.29
<u>Adjustments for:-</u>			
Decrease/(Increase) in receivables	0.00		15701451.90
Decrease/(Increase) in Inventories	14728835.00		(8765381.00)
Increase/(Decrease) in Payables	(40373920.64)		(7047999.93)
Cash generated from Operations	(23663233.50)		858260.26
Direct Taxes Paid	497807.00		654988.74
Net Cash from Operating Activity (A)		(24161040.50)	203271.52
B) Cash Flow From Investing Activities :-			
Purchase of Fixed Assets	0.00		0.00
Mutual Fund	0.00		0.00
Sale of Fixed Assets	0.00		0.00
Increase in Advances & others	1658073.00		0.00
Interest and finance charges Charged to P & L A/c	0.00		0.00
Interest received from parties	0.00		0.00
Net Cash from Investing Activity (B)		1658073.00	0.00
C) Cash Flow From Financing Activities :-			
Proceeds from Unsecured Loans (Net)	36200000.00		0.00
Proceed from Bank Borrowing (Net)	0.00		0.00
Monies received towards Share Capital & application	0.00		0.00
Monies received towards Share Premium	0.00		0.00
Interest Paid	(52592.10)		(54165.10)
Interest received from parties	0.00		0.00
Corporate Dividend Tax Paid on Equity dividend	0.00		0.00
Net Cash From Financing Activities (C)		36147407.90	(54165.10)
D) Net Increase / (Decrease) in Cash & Cash Equivalents ((A)+(B)+(C))		13644440.40	149106.42
E) Cash and Cash Equivalent at beginning of the Year	1912117.44		1763011.00
F) Cash and Cash Equivalent at end of the Year (D+E)	15556557.84		1912117.42
NOTE:-			
1. The above cash flow Statement has been prepared under the "Indirect Method" as set out in accounting Standard (AS)-3 on Cash Flow statement as notified by the Companies (accounting Standard) Rules, 2006.			
2. Previous Year figures have been regrouped / recast wherever necessary.			
For, Sunil Johri & Associates. Chartered Accountants Firm Reg. No. 005960C	By Order Of The Board For Natura Hue Chem Limited		
Sd/- (CA Bivor Kumar) Partner M. No. 422898 Place: Raipur Date: 30.05.2018	(Ravi Kamra) Managing Director DIN 00745058	(Mansoor Ahmed) Director DIN: 01398796	(Chandra Bhusan) CFO PAN: BPPB0888N

Note 1 Property ,Plant & equipment

Tangible assets	Gross block				Accumulated depreciation			Net block		
	Balance as at 1 April, 2017	Additions	Disposals	Balance as at 31 March, 2018	Balance as at 1 April, 2017	Depreciation / amortization expense for the year	Other adjustments	Balance as at 31 March, 2018	Balance as at 31 March, 2018	Balance as at 31 March, 2017
	(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)
Land & Site Development	872,000.00	-	-	872,000.00	-	-	-	-	872,000.00	872,000.00
	872,000.00			872,000.00					872,000.00	872,000.00
Tangible assets	Gross block				Accumulated depreciation			Net block		
	Balance as at 1 April, 2016	Additions	Disposals	Balance as at 31 March, 2017	Balance as at 1 April, 2016	Depreciation / amortisation expense for the year	Other adjustments	Balance as at 31 March, 2017	Balance as at 31 March, 2017	Balance as at 31 March, 2016
	(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)
Land & Site Development	872,000.00	-	-	872,000.00	-	-	-	-	872,000.00	872,000.00
	872,000.00			872,000.00					872,000.00	872,000.00

NOTE 2: INVESTMENT- NON CURRENT

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
Investment In EQUITY INSTRUMENTS Shares (Long Term unquoted Shares)	-	-	-
CHHABILA VYAPAR PVT. LTD. (20000 Shares)	370,739.40	370,739.40	1,000,000.00
GANGA IRON & STEEL TRADING CO. LTD. (95500 Shares)	3,443,730.00	3,443,730.00	2,075,050.00
CSPL (2750000 Shares)	11,039,510.31	11,039,510.31	5,000,000.00
GARUDA ISPAT PVT. LTD. (16274 Shares)	615,949.00	615,949.00	1,075,000.00
RAGHUVEER FERRO ALLOYS PVT. LTD. (10000 Shares)	32,300.00	32,300.00	500,000.00
RAIPUR FORGINGS & CASTING PVT. LTD (12500 Shares) (* Fully Diminished on account of impairment)	-	-	500,000.00
SHINSON INDIA LTD. (25000 Shares) (* Fully Diminished on account of impairment)	-	-	250,000.00
SHUBHAM ENTERPRISES (RAIPUR) PVT. LTD. (20000 Shares)	1,606,000.00	1,606,000.00	1,000,000.00
SPECIAL BLASTS LTD. (604950 Shares)	32,510,013.00	32,510,013.00	18,345,500.00
SRI BALMUKUND POLYPACK PRIVATE LIMITED (90000 SHARES)	5,181,300.00	5,181,300.00	4,500,000.00
	54,799,541.71	54,799,541.71	34,245,550.00
AGGREGATE AMOUNT OF QUOTED INVESTMENT			
AGGREGATE MARKET VALUE OF QUOTED INVESTMENT			
AGGREGATE AMOUNT OF UNQUOTED INVESTMENT	54,799,541.71	54,799,541.71	34,245,550.00

NOTE 3: LOANS & ADVANCES

Particulars	Non Current			Current		
	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
Unsecured, considered good						
(a) SECURITY DEPOSITS						
M.P.Stock Exchange	400,000.00	400,000.00	400,000.00	-	-	-
Computech International Ltd	47,000.00	47,000.00	47,000.00	-	-	-
SBI(Earnest Money Deposit)	19,830,000.00	19,830,000.00	19,830,000.00	-	-	-
RENT deposit	10,000.00	-	-	-	-	-
(b) Loans & advances to related parties	-	-	-	-	13,553,869.00	13,553,869.00
(c) Other Loans & advances	72,285,886.00	56,296,766.00	63,738,645.00	-	-	-
(d) PREPAID EXPENSES						
Depository Expenses to CDSL	-	-	-	-	10,350.00	-
(e) Balances With govt authorities						
Cenvat credit on service tax	-	-	-	-	4,289,290.00	4,135,946.10
TDS Receivable	-	-	-	-	900,929.00	928,225.00
GST input Credit	-	-	-	60,650.00	-	-
GST under RCM	-	-	-	720.00	-	-
Advance tax	-	-	-	1,035,875.00	-	-
	92,572,886.00	76,573,766.00	84,015,645.00	1,097,245.00	18,754,438.00	18,618,040.10

NOTE 4: DEFERED TAX ASSET(NET)

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
Defered tax assets(on account of depreciation)	22,319.00	114,942.00	36,214.00
	22,319.00	114,942.00	36,214.00

NOTE 5: OTHER NON CURRENT ASSETS

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
Unsecured, Considered good			
a. Capital Advances		-	-
b. Advances other than capital advances	-	-	-
c. Other advances	-	-	-
	-	-	-

NOTE 6: INVENTORIES

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
Stock of Packing Material	-	14,728,835.00	5,963,454.00
	-	14,728,835.00	5,963,454.00

Inventories are carried at lower of cost or Net realisable value

NOTE 7: CASH AND CASH EQUIVALENTS

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
Cash in Hand	487,747.00	712,988.44	1,325,094.00
Canara Bank	16,825.00	1,199,129.00	
SBI	102,444.84	-	430,177.36
Jammu & Kashmir Bank			7,739.58
	607,016.84	1,912,117.44	1,763,010.94

NOTE 8: Other Bank Balances

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
Earmarked Balances	-	-	-
	-	-	-

NOTE 9 SHARE CAPITAL

Particulars	As at 31 March, 2018		As at 31 March, 2017		As at 1 April, 2016	
	Number of shares		Number of shares`		Number of shares `	
(a) Authorised Equity shares of ` 10 each with voting rights	70000000	700,000,000.00	70000000	700,000,000.00	70,000,000	700,000,000.00
(b) Issued Equity shares of ` 10 each with voting rights	6097300	60,973,000.00	6097300	60,973,000.00	6,097,300	60,973,000.00
(c) Subscribed and fully paid up Equity shares of ` 10 each with voting rights	4145300	41,453,000.00	4145300	41,453,000.00	4,145,300	41,453,000.00

NOTE 9 SHARE CAPITAL (CONTD.)

Particulars	Opening Balance	Fresh issue	Other changes	Closing Balance
Notes:				
(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:				
Equity shares with voting rights				
Year ended 31 March, 2018				
- Number of shares	4145300	-	-	4,145,300
- Amount (₹)	41,453,000.00	-	-	41,453,000.00
Year ended 31 March, 2017				
- Number of shares	4145300	-	-	4,145,300
- Amount (₹)	41,453,000.00	-	-	41,453,000.00
As on 1 April, 2016				
- Number of shares	4145300	-	-	4,145,300
- Amount (₹)	41,453,000.00	-	-	41,453,000.00

DETAILS OF SHARES HELD BY EACH SHAREHOLDER HOLDING MORE THAN 5% SHARES:

Class of shares / Name of shareholder	As at 31 March, 2018		As at 31 March, 2017		As at 1 April, 2016	
	Number of shares held	% holding	Number of shares held	% holding	Number of shares held	% holding
Equity shares with voting rights						
--NIL--						

NOTE 10 OTHER EQUITY

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
(a) Securities premium account			
Opening balance			
Add: Addition during the Year	-	-	-
Less: Utilized during the year	-	-	-
Closing balance	-	-	-
(b) Capital Reserve			
Share Forfeited			
Opening balance	13,146,675.00	13,146,675.00	13,146,675.00
Add: Transfer during the year	-	-	-
Closing balance	13,146,675.00	13,146,675.00	13,146,675.00
(c) Surplus / (Deficit) in Statement of Profit and Loss			
Opening balance	36,788,965.59	15,895,210.69	15,743,006.69
Less: Adjustment in fixed Assets	-	-	-
Add: Profit / (Loss) for the year	1,338,830.04	339,763.19	152,204.00
Less: Transfer to General Reserve	-	-	-
Add: Other Comprehensive Income	-	20,553,991.71	-
Add: Retained Earnings	-	-	-
Closing balance	38,127,795.63	36,788,965.59	15,895,210.69
(d) Retained earnings			
Opening Balance	-	-	-
Add: Changes during the year	-	-	-
Closing balance	-	-	-
Total	51,274,471	49,935,641	29,041,885.69

NOTE 11: BORROWINGS

Particulars	Non Current			Current		
	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
Ashoka Aluminium Private Limited	4,600,000.00	27,200,000.00	27,200,000.00			
Dromanraju Estate Pvt Ltd	20,000,000.00	20,000,000.00	20,000,000.00			
Special Blasts Limited	58,200,000.00	-	-			
Jatinder Pal	-	-	-	600,000.00	-	-
	82,800,000.00	47,200,000.00	47,200,000.00	600,000.00	-	-

NOTE 12: OTHER LIABILITIES

Particulars	Non Current			Current		
	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
(a) Current maturities of long-term debt						
(b) Interest accrued and due on borrowings						
(c) Interest accrued on Unsecured Loan						
(d) Statutory remittances						
(i) TDS Payable				56,140.00	4,890.00	5,780.00
(ii) Service Tax Payable					32,184.00	220,807.00
(iii) GST payable				35,333.00		
(e) Other payables						
(i) Creditor for capital goods					-	-
(ii) Advances from Customer	-	19,772,248.00	23,511,799.00	24,266.00		
(iii) Audit Fees				88,065.00	29,212.00	19,212.00
(iv) Salary & Wages Payable				378,860.00	131,000.00	50,000.00
(v) Bank balance with Sbi				-	18,958,108.06	-
(vi) sitting fees payable				10,000.00		
(vii) Listing Fees Payable				-	-	230,294.00
	-	19,772,248.00	23,511,799.00	592,664.00	19,155,394.06	526,093.00

NOTE 13: TRADE PAYABLES

Particulars	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
CREDITORS FOR RAW MATERIALS			
SB PLASTECH PRIVATE LIMITED (FORMERLY KNOWN AS SRI BALMUKUND POLYPACK PRIVATE LIMITED)	-	2,118,518.00	15,162,153.00
CREDITORS FOR EXPENSES AND OTHER			
BEETAL FINANCIAL & COMPUTER SERVICES PRIVATE LIMITED	41,300.00	-	
BHARTI AIRTEL LTD	707.00	1,262.58	
SATISH BATRA & ASSOCIATES	126,410.00	100,610.00	20,600.00
MADHURESH GUPTA & Co.	-	54,465.00	35,253.00
NEW ERA ALKALOIDS & EXPORTS LIMITED			9,424,910.00
	168,417.00	2,274,855.58	24,642,916.00

NOTE 14: PROVISIONS

PARTICULARS	NON CURRENT			CURRENT		
	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016	As at 31 March, 2018	As at 31 March, 2017	As at 1 April, 2016
PROVISIONS FOR TAX	-	-	-	497,807.00	430,311.00	-
			-	497,807.00	430,311.00	-

NOTE 15 REVENUE FROM OPERATIONS

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
Sale of products	-	-
cargo handling services	28,262,850.00	20,857,022.00
Total	28,262,850.00	20,857,022.00

NOTE 16 OTHER INCOME

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
interest on income tax refund	-	52,479.00
Balance written off	-	3,739,551.00
Total	-	3,792,030.00

NOTE 17 COST OF MATERIALS CONSUMED

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
Opening stock	14,728,835.00	5,963,454.00
Add: Purchases	2,884,635.00	22,969,145.00
Add: Port Charges and handling charges	79,000.00	-
	17,692,470.00	28,932,599.00
Less: Closing stock	-	14,728,835.00
Cost of material consumed	17,692,470.00	14,203,764.00

NOTE 18 EMPLOYEE BENEFITS EXPENSE

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
Administrative Salary	1,371,500.00	820,000.00
Wages	-	1,261,605.00
Director's Remuneration	420,000.00	-
Total	1,791,500.00	2,081,605.00

NOTE 19 FINANCE COSTS

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
(a) Interest expense on:		
(i) Others		
- Interest on Service Tax	3,752.00	7,920.10
- Interest on TDS	220.00	6,300.00
(b) Bank Charges	48,620.10	39,945.00
Total	52,592.10	54,165.10

NOTE 20 OTHER EXPENSES

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
Administrative Expenses		
Audit Fees	23,600.00	29,212.00
Balances Written off	681.14	1,712.88
Bad debt written off	5,461,552.00	4,951,712.69
Discounting Charges	-	47,275.00
Depository Expenses	56,854.00	65,338.00
Depb License Account	-	-

Listing fee	287,500.00	12,506.00
Listing Expenses	-	-
Office & General Expenses	105,807.00	168,577.00
Office Rent	154,725.00	130,500.00
inspection charges		26,450.00
Postage & Telegram	8,410.00	23,567.00
Printing & Stationery	31,644.00	22,888.00
Professional & Legal Fees	56,000.00	64,400.00
ROC expenses	4,800.00	31,800.00
Service charges	-	34,500.00
Service Tax (Expenses)	-	8,546.00
Share transfer expenses	-	39,713.00
Sitting Fees to Directors	20,000.00	-
Settlement Charges to SEBI	225,750.00	-
Penalty to BSE	204,700.00	-
Telephone Expense	10,991.72	17,737.14
Travelling Expense	79,444.00	94,537.00
Vehicle Maintainence	59,569.00	69,322.00
Donation	5,000.00	1,500,000.00
Total	6,797,027.86	7,340,293.71

NOTE 21 PRIOR PERIOD EXPENSES

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
Prior Period Expense		
Roc Filing Fee	-	34,200.00
Professional fee	-	19,000.00
Total	-	53,200.00

NOTE 22: EARNING PER SHARE (EPS)

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
Profit After Tax As Per Statement Of Profit And Loss	1,338,830.04	339,763.45
Weighted Average Number Of Equity Shares For Basic Eps (In No.)	4,145,300.00	4,145,300.00
Weighted Average Number Of Equity Shares For Diluted Eps (In No.)	4,145,300	4,145,300
Face Value Of Equity Share (In Rs.)	10.00	10.00
Basic Earning Per Shares (In Rs.)	0.32	0.08
Diluted Earning Per Shares (In Rs.)	0.32	0.08

NOTE 21 OTHER EXPENSES (CONTD.)

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
(i) Payments to the auditors comprises (net of service tax input credit, where applicable):		
As auditors - statutory audit	23,600.00	29,212.00
For taxation matters	-	-
For company law matters & others	-	-

NATURA HUE CHEM LIMITED
CIN: L24117CT1995PLC009845
REGISTERED OFFICE: 501, WALLFORT OZONE, FAFADIH CHOWK, RAIPUR CG

NOTES FORMING PART OF FINANCIAL STATEMENT

16. Earnings per share:

Particulars	Current 2017-18	Year	Previous Year 2016-17
Net Loss attributable to the equity shareholders	1338830.00		339763.19
Weighted average number of Equity Share	4145300.00		4145300.00
Nominal Value per share	10.00		10.00
Basic and Diluted Earnings Per share	0.32		0.08

17. Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.
18. There is no claim against the company not acknowledged as debts.
19. Balance shown under the headings sundry creditors for Goods, expenses & others, sundry debtors, other current assets, banks and advances to suppliers are subject to confirmations. Necessary adjustment, if any will be made when the accounts are reconciled and settled.
20. In respect of Micro / Small / Medium Enterprises Development Act, 2006, certain disclosure is required to make relating to Micro / Small / Medium Enterprises. The company could not get relevant information from its supplier about their coverage under the Act since the relevant information is not readily available, no disclosure have been made in the account. Hence disclosure, if any, relating to amounts unpaid as at the yearend together with interest paid/ payable as required under the said act have not been made.
21. No interest has been recognized for the Earnest Money deposited with SBI
22. In the opinion of the management there is no such events occurred after the date of Balance sheet that needs discloser in these accounts.
23. In the Opinion of the board of directors, the loans, advances and current assets have a value on realization in the ordinary course of business, at least equal to the amounts of which these are stated and that the provisions for the known liabilities are adequate and not in excess of the amount reasonably necessary.
24. There were no employee at any time during the year drawing Rs.500000/- or more per month.
25. SEGMENT REPORTING
The Company has identified business segments as its primary segment.
26. The related parties with whom transactions have taken place during the year NIL
27. Subsidiaries - NIL
28. Directors & Key management personnel
- i. Shri Ravi Kamra, Managing Director
 - ii. Shri Ravindra Pokharna, Independent Director
 - iii. Shri Ghanshyam Soni, Independent Director
 - iv. Shri Satyawati Parashar, Independent Director
 - v. Shri Laxmi Narayan Kachavat, Director
 - vi. Shri Mansoor Ahmed, Director
 - vii. Shri Chandra Bhushan, Chief Financial Officer
 - viii. Shri Arun Kumar Jain, Company Secretary
29. Relative of Directors & Key management personnel where transaction have been taken place- NIL
30. Transaction with related parties referred to above in ordinary course of business.

Nature of Transaction	Amount	Amount
Remuneration Paid / Salary	NIL	
A. Ravi Kamra		420000
B. Arun Kumar Jain		120000

31. Details of Employee benefits as required by the **Accounting Standard 15 "Employee Benefits"** are given below:-

(i) Defined Contribution Plans:-

During the year the company has not employed more than 10 employees and therefore no Statutory Act Related employee are applicable.

(ii) Defined benefit plan:-

No provision has been made for Gratuity & actuarial valuation has not been made.

32. Significant accounting policies adopted by the Company are disclosed in the statement annexed to these financial statements as **Annexure I.**

For, Sunil Johri & Associates.
Chartered Accountants
Firm Reg. No. 005960C

By Order Of The Board
For Natura Hue Chem Limited

Sd/-
(CA Bivor Kumar)
Partner
M. No. 422898
Place: Raipur
Date: 30.05.2018

(Ravi Kamra) Managing Director DIN 00745058	(Mansoor Ahmed) Director DIN: 01398796	(Chandra Bhusan) CFO PAN: BPIJPB0888N
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Annexure-I

ACCOUNTING POLICIES:-

A. Statement of Compliance

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

Basis of Preparation:-

The financial statement has been prepared under the historical cost conventional accrual basis of accounting. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. 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.

These financial statements are prepared in accordance with Indian Accounting Standards (Ind AS), the provisions of the Companies Act, 2013 ("The Companies Act"), as applicable and guidelines issued by the Securities and Exchange Board of India ("SEBI"). The Ind AS are prescribed under section 133 of the Act read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016. As these are the Company's first financial statements prepared in accordance with Ind AS, Ind AS 101, First time Adoption of Indian Accounting Standards has been applied.

Up to the year ended March, 31 2017, the Company prepared its financial statements in accordance with the requirements of the Indian GAAP ("Previous GAAP"), which included Standards notified under the Companies (Accounting Standards) Rules, 2006. The date of transition to Ind AS is April 2016.

B. Use of Estimates

The preparation of financial statements are in conformity with the recognition and measurement principles of Ind AS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities on the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. Any revision to accounting estimates is recognized prospectively in current and future periods. Examples of such estimates include provisions for doubtful debts, provision for income taxes and the useful lives of property, plant and equipment.

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

Key source of estimation at the date of the financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities, within the next financial year, is in respect of percentage of completion of contracts and recognition of probable loss, useful lives of property, plant and equipment, provision for income tax and valuation of deferred tax assets, and other provisions and contingent liabilities.

1. PROPERTY, PLANT AND EQUIPMENT

- i. Property, plant and Equipment are stated at costs less accumulated depreciation and impairment loss, if any.
- ii. Directly identified expenses are being capitalized. All other allocable expenses during the period of construction for the project are being capitalized proportionately on the basis of the value of assets on date of production.

2. DEPRECIATION

- i. Depreciation on property, plant and equipment has been provided in the books of accounts, as per the rates prescribed in schedule II of the companies Act, 2013 as per Written Down Value Method.
- ii. Depreciation on additions to and deductions from property, plant and equipment is being provided on pro-rata basis from /to the date of acquisition/disposal.

3. RECOGNITION OF INCOME AND EXPENDITURE

- i. Mercantile method of accounting is employed. However where the amount is immaterial / negligible and / or establishment of accrual / Determination of amount is not possible, no entries are made for the accruals.
- ii. Interest on allotment/call/refund money is accounted for on cash basis

4. PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

A provision is recognized when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based in best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognized in the financial statements. A contingent asset is neither recognized nor disclosed in the financial statements.

5. INVENTORIES:

Stock of raw material, stores, finished goods, spares are valued at cost or net realizable value, and whichever is less. Net realizable value is calculated on the basis of average price of April i.e. to the year-end. The cost of inventories of Raw Material is computed on average cost basis. Finished goods stocks are valued at the cost of raw material consumed and direct cost related to production excluding depreciation.

6. IMPAIRMENT OF ASSETS

(i) Financial assets (other than a fair value)

The Company assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. The company recognizes lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the 12 month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

(ii) Non-Financial assets:

Property, plant and equipment and intangible assets

Property, plant and equipment and intangible assets with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognized in the statement of profit and loss.

7. OPERATING CYCLE

Based on the nature of activities of the Company and the normal time between acquisition of assets and their realization in cash and cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

8. TAXES ON INCOME

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred tax are recognized in statement of profit and loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity, respectively.

9. FINANCIAL INSTRUMENTS

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

Cash and cash equivalents

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

Financial assets at amortized cost

Financial assets are subsequently measured at amortized cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset gives rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through profit or loss

Financial assets are measured at fair value through profit or loss unless it is measured at amortized cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognized in profit or loss.

Financial liabilities at fair value through profit or loss

Financial liabilities are classified as measured at amortized cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in profit or loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in profit or loss. Any gain or loss on derecognition is also recognized in profit or loss.

10. FOREIGN CURRENCY TRANSACTION

The functional currency of the Company is Indian Rupee.

Transactions in foreign currency are recorded in Rupees by applying the exchange rate prevailing on the date of transaction. Transactions remaining unsettled are translated at the rate of exchange ruling at the end of the year. Exchange gain or loss arising on settlement, translation is recognized in the profit & loss a/c.

11. EMPLOYEE BENEFITS

- a. Provident Fund is a defined contribution scheme and the contribution is charged to the Profit & Loss A/c of the year when the contributions to the Government Funds is due.
- b. Gratuity Liability is defined benefit obligations and are provided for on the basis of following formula:-
Last drawn Salary * 15/26 * No. of Completed year of Services
The above calculation is done only for those employees who have completed continuous five year of services. However, the above calculation of Gratuity is not as per Actuary Valuation
- c. Short Term Compensated absences are provided for based on estimates. Long Term compensated absences are provided for based on actuarial valuation.
- d. Actuarial gains / losses are immediate taken to the profit & loss account and are not deferred.

12. ACCOUNTING FOR TAXES ON INCOME

- (a) Current tax is determined as the tax payable in respect of taxable income for the year and is computed in accordance with relevant tax regulations.
- (b) Deferred tax assets and liabilities are recognized for future tax consequences attributable to the timing differences that result between taxable profit and the profit as per the financial statement. Deferred tax assets & liabilities are measured using the tax rates and the tax laws enacted or substantially enacted as on the Balance Sheet date. Deferred tax assets are recognized only to the extent there is reasonable certainty for its realization.
- (c) The taxable income of the company being lower than the book profits under the provision of the income tax act 1961. The company is liable to pay Minimum Alternate tax (MAT) on its income.
- (d) Considering the future profitability & taxable position in the subsequent years the company has recognized MAT Credit as an asset by crediting the provision for income tax.

13. INTANGIBLE ASSETS

Intangible assets purchased are measured at cost as of the date of acquisition, as applicable, less accumulated amortization and accumulated impairment, if any. Intangible assets are amortized on a straight line basis over their estimated useful lives from the date that they are available for use. The estimated useful lives of the intangible assets and the amortization period are reviewed at the end of each financial year and the amortization period is revised to reflect the changed pattern, if any.

14. EARNINGS PER SHARE

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. The dilutive potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. average market value of the outstanding shares). Dilutive potential equity shares are determined independently for each period presented. The number of equity shares and potentially dilutive equity shares are adjusted for share splits / reverse share splits and bonus shares, as appropriate.

15. SEGMENT REPORTING

The Company identifies primary segments based on the dominant source, nature of risks and returns and the internal organization and management reporting structure. The operating segments are the segments for which separate financial information is available and for which operating profit/loss amounts are evaluated regularly by the executive Management in deciding how to allocate resources and in assessing performance. The accounting policies adopted for segment reporting are in line with the accounting policies of the Company. Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment. Inter-segment revenue is accounted on the basis of transactions which are primarily determined based on market / fair value factors. Revenue, expenses, assets and liabilities which relate to the Company as a whole and are not allocable to segments on reasonable basis have been included under "unallocated revenue / expenses / assets / liabilities".

- 16. Explanation of Transition to Ind AS The transition as at April 1, 2016 to Ind AS was carried out from Previous GAAP. The reconciliations of equity and total comprehensive income in accordance with Previous GAAP to Ind AS are explained below.

(i) Equity Reconciliation (In Rupees)

Particulars	As at March 31, 2017	As at April 1, 2016
Equity under previous GAAP	70834649.00	70494886.00
Revaluation of Non Current Financial Instruments	20553991.71	0
Equity As per Ind AS	91388640.71	70494886.00

(ii) Total comprehensive income reconciliation (Rs in Lacs)

Particulars	Year ended March 31, 2017
Net income under previous GAAP	3.40
Revaluation of Non-Current Financial Instruments (net of taxes)	20.81
Total comprehensive income under Ind AS	24.21

17.

Particulars	Amount (Rs)
Total Actual Cost of Investment in Unquoted Equity Shares as on 31.03.2017	34245550.00
Net Impairment Gain (On account of revaluation of Investment as on 31-03-17)	20553991.71
Carrying Amount as on 31-03-18	5,47,99,541.71

18. Recently notified Indian Accounting Standards (Ind AS), effective on or after April 1, 2018

Ministry of Corporate Affairs ("MCA") through Companies (Indian Accounting Standards) Amendment Rules, 2018 has notified the following new amendments to Ind AS which the company has not applied as they are effective for annual periods beginning on or after April 1, 2018:

Ind AS 115 – Revenue from Contracts with Customers

Ind AS 115 establishes a single comprehensive model for entities to use in accounting for revenue arising from contracts with customers. Ind AS 115 will supersede the current revenue recognition standard Ind AS 18 Revenue, Ind AS 11 Construction Contracts when it becomes effective. The core principle of Ind AS 115 is that an entity should recognise revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Under Ind AS 115, an entity recognises revenue when (or as) a performance obligation is satisfied, i.e. when 'control' of the goods or services underlying the particular performance obligation is transferred to the customer. The Company has completed its evaluation of the possible impact of Ind AS 115 and will adopt the standard with all related amendments to all contracts with customers retrospectively with the cumulative effect of initially applying the standard recognized at the date of initial application. The Company does not expect the impact of the adoption of the new standard to be material on its retained earnings and to its net income on an ongoing basis.

Ind AS 21 – The effect of changes in Foreign Exchange rates

The amendment clarifies on the accounting of transactions that include the receipt or payment of advance consideration in a foreign currency. The appendix explains that the date of the transaction, for the purpose of determining the exchange rate, is the date of initial recognition of the non-monetary prepayment asset or deferred income liability. If there are multiple payments or receipts in advance, a date of transaction is established for each payment or receipt. The Company is evaluating the impact of this amendment on its financial statements.

For, Sunil Johri & Associates.
Chartered Accountants
Firm Reg. No. 005960C

By Order Of The Board
For Natura Hue Chem Limited

Sd/-
(CA Bivor Kumar)
Partner
M. No. 422898
Place: Raipur
Date: 30.05.2018

(Ravi Kamra)
Managing Director
DIN 00745058

(Mansoor Ahmed)
Director
DIN: 01398796

(Chandra Bhusan)
CFO
PAN: BPPB0888N

Natura Hue Chem Limited

Registered Office: 501, Wallfort Ozone, Fafadih Chowk, Raipur (Chhattisgarh) 492001
[CIN NO: L24117CT1995PLC009845]

E-mail: naturahue@rediffmail.com

Telephone: 0771- 4030947

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

PROXY FORM

L. Folio No.

No. of Shares held:

I/We* ----- of ----- in the district of -----
being a Member / Members of **Natura Hue Chem Limited**, hereby appoint ----- of -----
- in the district of ----- or failing him/her ----- of ----- in the district of -----
----- as my/our proxy to attend and vote for me/us and on my/our behalf at the **23rd Annual General Meeting** of the
Company to be held at 3.00pm on Thursday, the 25th October, at 501, Wallfort Ozone, Fafadih Chowk, Raipur (C. G.) 492001
and at any adjournment thereof in respect of such resolutions as are indicated below:

** I wish my above proxy to vote in the manner as indicated in the box below:

Sr. No.	Resolutions	For	Against
1.	Adoption annual audited Financial Statements along with Directors report and its annexure and Auditors Report thereon for the year ended 31 st Mar'18		
2.	Re-appointment of Shri Mansoor Ahmed (DIN 01398796) as a director of the Company who retire by rotation and being eligible, offers himself for reappointment		

Signed this ----- day of ----- 2018

This form is to be used *In Favour / *against of the resolution. Unless otherwise instructed, the Proxy will act as he thinks.

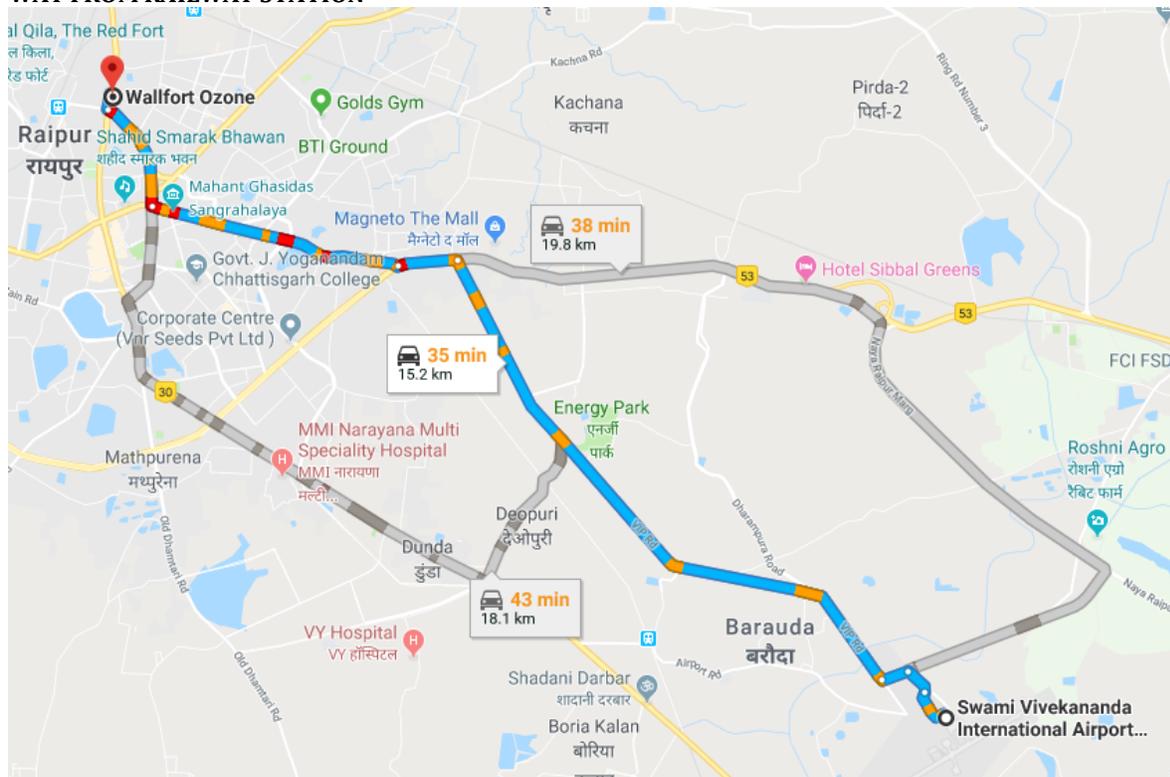
Please affix
Revenue
Stamp of
Rs. 1/-

*Strike out whichever is not desired.

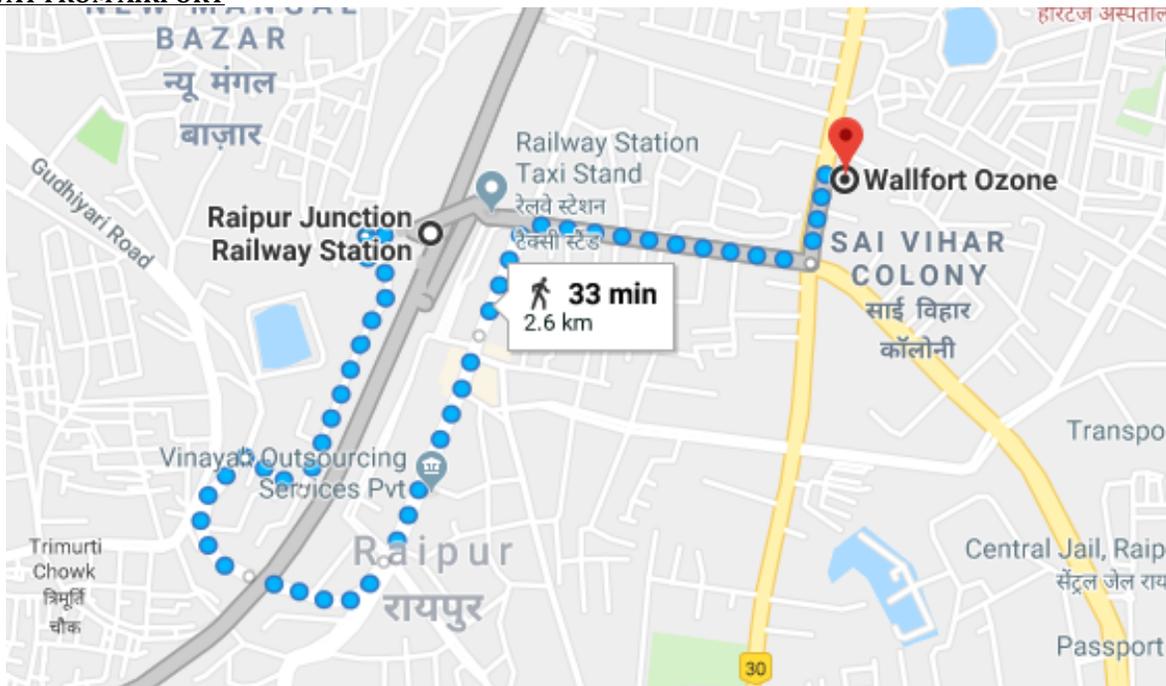
Signature -----

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting its registered office at 501, Wallfort Ozone, Fafadih Chowk, Raipur (C. G.) 492001.
2. A proxy need not be a member of the Company.
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
4. ** This is only optional. Please put "X" in the appropriate column against the resolutions indicated in the Box. If you leave the "For" or "Against" column any or all the resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.
5. Appointing a proxy does not prevent a member from attending the meeting I person if he so wishes.
6. In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

WAY FROM RAILWAY STATION



WAY FROM AIRPORT



Natura Hue Chem Limited

**Registered Office: 501, Wallfort Ozone, Fafadih Chowk, Raipur (Chhattisgarh) 492001
[CIN NO: L24117CT1995PLC009845]**

E-mail: naturahue@rediffmail.com

Telephone: 0771- 4030947

ATTENDANCE SLIP

(Please complete this attendance slip and handover at the entrance of the meeting)

Registered Folio No. / DP ID & Client ID	
Name and address of the Member(s)	
Joint Holder 1 Joint Holder 2	
No. of Shares	

I/We hereby record my/our presence at the 23rd Annual General Meeting of the Company to be held at 3.00pm on Thursday, the 25th October, 2018 at 501, Wallfort Ozone, Fafadih Chowk, Raipur (C. G.) 492001

Member's / Proxy's name in Block letters

Member's / Proxy's Signatures