



6th Annual Report
2013-14

Heritage
Foods Retail Limited

Board of Directors

1. Sri D. Seetharamaiah
2. Smt N. Bhuvaneshwari
3. Sri Nara Lokesh
4. Dr M. Sambasiva Rao

Registered Office

6-3-541/C, Panjagutta, Hyderabad – 500082

Statutory Auditors

M/s. Raju & Prasad, Chartered Accountants
401, "DIAMOND HOUSE" Adj. Amrutha Hills,
Panjagutta, Hyderabad – 500 082. .

Bankers

HDFC Bank Limited,
Lakadikapool Branch,
Hyderabad, Andhra Pradesh.



NOTICE

Members of Heritage Foods Retail Limited are hereby given notice for the 6th Annual General Meeting of the Company, the schedule of which and the business to be transacted therein, are given below:

Day and Date : Wednesday, 10th September, 2014.
Time : 10.30 a.m.
Venue : Registered Office:
6-3-541/C, Panjagutta,
Hyderabad - 500 082

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2014 and Statement of Profit and Loss for the year ended as on that date and the Reports of the Directors' and the Auditors' thereon.
2. To appoint a Director in place of Dr.M.Sambasiva Rao, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint Auditors of the Company and to fix their remuneration.

To consider and, if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution.

"RESOLVED THAT M/s. Raju & Prasad, Chartered Accountants, Hyderabad, be and are hereby appointed as Auditors of the Company for a period of 5 years to hold office from the conclusion of Sixth Annual General Meeting until the conclusion of the 11th Annual General Meeting of the Company to be held in the year 2019, as per the provisions of section 139 of the Companies Act 2013 (Subject to the retification of their appointment at every Annual General Meeting) at a remuneration to be fixed by the Board of Directors of the Company."

Registered Office:
6-3-541/C, Panjagutta,
Hyderabad - 500 082
CIN: U15400TG2008PLC062054

By Order of the Board
For HERITAGE FOODS RETAIL LIMITED

Date: 11th July 2014


Dr. M. Sambasiva Rao
Director



SPECIAL BUSINESS:

4. To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013, (including any amendment thereto or re-enactment thereof), the Articles of Association of the Company be altered by replacing all the existing regulations with the new regulations, the regulations contained in the Articles of Association placed before the meeting be and are hereby approved and adopted in substitution of the regulations contained in the existing Articles of Association of the Company;

RESOLVED FURTHER THAT the Board of Directors of the Company, be and are hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution”.

Notes:

1. *A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXIES TO BE EFFECTIVE, SHOULD BE DULY STAMPED, COMPLETED, SIGNED AND DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY EIGHT HOURS BEFORE THE COMMENCEMENT OF MEETING.*
2. *MEMBERS / PROXIES SHOULD PRODUCE AT THE ENTRANCE OF THE VENUE DULY FILLED ATTENDANCE SLIP FOR ATTENDING THE MEETING.*



STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ("the Act")

Item Nos.4

The Articles of Association ("AoA") of the Company is presently in force since its incorporations of the Company i.e 2008. The existing Articles of Association are based on the Companies Act, 1956 and several regulations in the existing Articles of Association contain references to specific sections of the Companies Act, 1956 and some regulations in the existing Articles of Association are no longer in conformity with the Act.

The New Act is now largely in force. However, substantive sections of the Act which deal with the general working of companies stand notified. With the coming into force of the Act several regulations of the existing Articles of Association of the Company require alteration / deletions. Given this position, it is considered expedient to wholly replace the existing Articles of Association by a new set of Articles.

The new Articles of Association to be substituted in place of the existing AoA are based on Table 'F' of the Act which sets out the model articles of association for a company limited by shares.


None of the Directors and their relatives are, in any way, concerned or interested, financially or otherwise, in the Special Resolution set out at Item No. 4 of the Notice.

The Board commends the Special Resolution set out at Item No. 4 of the Notice for approval by the shareholders.

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Date: 11th July 2014

By Order of the Board
For HERITAGE FOODS RETAIL LIMITED


Dr. M. Sambasiva Rao
Director



DIRECTORS REPORT

Dear Members,

Your Directors have pleasure in presenting the 6th Annual Report of the Company together with the Audited Accounts of the company for the financial year ended March 31, 2014.

Financial Results

The Company earned an income of ` NIL during the year and expenses are ` 27736/- (Twenty Seven Thousand Seven Hundred and Thirty Six only). The Profit/(Loss) after tax was ` . (27,736)/-

Directors

In accordance with Articles of Association of the Company and provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, DR.M.Sambasiva Rao, Director of the Company who retire by rotation and being eligible, offers himself for re-appointment.

Alteration of Articles of Association

The Articles of Association ("AoA") of the Company is presently in force since its incorporations of the Company i.e 2008. The existing Articles of Association are based on the Companies Act, 1956 and several regulations in the existing Articles of Association contain references to specific sections of the Companies Act, 1956 and some regulations in the existing Articles of Association are no longer in conformity with the Act. The New Act is now largely in force. With the coming into force of the Act several regulations of the existing Articles of Association of the Company require alteration / deletions. Given this position, it is considered expedient to wholly replace the existing Articles of Association by a new set of Articles. Therefore Board of Directors of your company has recommended to alter the articles of Association of the Company.

Auditors

M/s. Raju & Prasad, Chartered Accountants, Hyderabad, Statutory Auditors of the Company, hold office till the conclusion of the ensuing Annual General Meeting and are eligible for reappointment.

As per the Section 139 of the Companies Act 2013 M/s. Raju & Prasad, Chartered Accountants, Hyderabad Statutory Auditors of the Company will be appointed for a period of 5 years from the conclusion of this annual General Meeting till the conclusion of the Eleventh Annual General Meeting to be held in the year 2019 and the Company has received letter from them to the effect that their reappointment, if made, would be within the prescribed limits under section 141 of the Companies Act 2013 and rules made thereof.

Dividend

The Board of Directors of the Company has not recommended any dividend for the financial year ended 31st March 2014.

Material changes and commitments between the end of financial year and the date of the report

There are no material changes since 31st March 2014 and until the date of this report.



Conservation of Energy/Technology Absorption, Foreign Exchange Earnings and Outgo:

Particulars of Conservation of Energy/Technology absorption, Foreign Earnings: Nil

Particulars of Employees

Statement of Particulars of Employees, pursuant to the provisions of Section 217 (2A) of the Companies Act, 1956, no employee comes under these provisions during the year under review.

Fixed deposits

Your Company has not accepted any fixed deposits from the public during the year.

Compliance Certificate:

The company has taken a Compliance Certificate from Mr. C.K. Burma, Practicing Company Secretary of C.K. Burma & Co. under Section 383A of Companies Act, 1956.

Director's Responsibility Statement


Pursuant to requirements specified under Section 217(2AA) of the Companies Act, 1956 with respect to the Directors of your Company hereby state that:

- In the preparation of the Annual Accounts, the applicable accounting standards have been followed;
- The Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of your Company at the end of the financial year and of the profit or loss of your Company for that period;
- The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act for safeguarding the assets of your Company and for preventing and detecting fraud and other irregularities; and
- The Directors have prepared the annual accounts on a going concern basis.

For and on behalf of the Board
HERITAGE FOODS RETAIL LIMITED

Place : Hyderabad

Date : 11th July 2014


Dr.M.Sambasiva Rao
Director


N.Bhuvaneshwari
Director



COMPLIANCE CERTIFICATE

CIN: U15400TG2008PLC062054

Nominal Capital: Rs.15,00,00,000/-

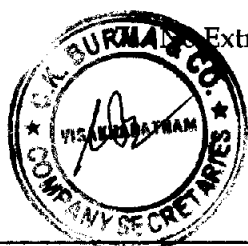
Paid-up Capital: Rs. 16,56,000/-

To
The Members
M/s. Heritage Foods Retail Limited
Hyderabad, Telangana

I, have examined the registers, records, books and papers of **M/s. Heritage Foods Retail Limited** ("the Company") as required to be maintained under the Companies Act, 1956 ("the Act") and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the period ended on 31st March, 2014 (i.e. from 1st April, 2013 to 31st March, 2014). In my opinion and to the best of my knowledge and information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I certify that in respect of the aforesaid financial year:

1. The Company has kept and maintained all registers as stated in **Annexure 'A'** to this Certificate, as per the provisions and the rules made there under and all entries therein have been duly recorded.
2. The Company has duly filed the forms and returns as stated in **Annexure 'B'** to this Certificate, with the Registrar of Companies, Hyderabad as required under the Act and the rules made there under.
3. The Company being a public limited company, comments with respect to maximum number of members, subscription of Shares and acceptance of deposits are not required.
4. The Board of Directors duly met 5 (Five) times on 10th May 2013, 6th July 2013, 4th October 2013, 7th January 2014 and 14th March 2014. In respect of which meetings proper notices were given, the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.
5. The Company has not closed its register of members during the financial year under review.
6. The Annual General Meeting for the Financial year ended on 31st March, 2013 was held on Tuesday, 4th July, 2013 after giving due notice to the members of the Company and other concerned and the resolutions passed thereat were duly recorded in Minutes Book maintained for the purpose.

Extra-ordinary General Meeting was held during the financial year under review.

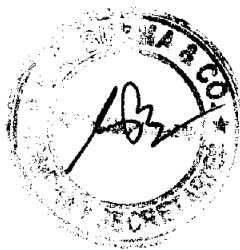


8. The Company has not advanced any loans to its directors or persons or firms or Companies referred to under section 295 of the Act.
9. The Company has not entered in to any contracts to which the provisions of Section 297 of the Act applies.
10. The Company has made necessary entries in the register maintained under Section 301 of the Act.
11. As there are no instances falling within the purview of Section 314 of the Act, the Company has not obtained any approvals from the Board of Directors, Members or Central Government.
12. The Company has not issued any duplicate share certificates during the financial year under review.
13. The Company has
 - (i) not allotted any equity shares /transferred / transmitted any securities during the financial year.
 - (ii) not deposited any amount in a separate Bank Account as no dividend was declared during the financial year.
 - (iii) not required to post warrants to any member of the Company as no dividend was declared during the financial year.
 - (iv) duly complied with the requirement of Section 217 of the Act.
14. The Board of Directors of the Company is duly constituted and there was no appointment of additional directors, alternate directors and directors to fill casual vacancy during the financial year.
15. The Company has not appointed any Managing Director / Whole-time director / Manager during the financial year.
16. The Company has not appointed any sole-selling agents during the year
17. The Company has not obtained any approvals from the Central Government, Company Law Board, Regional Director, Registrar of Companies during the financial year under review.
18. The Directors have disclosed their interest in other firms / companies to the Board of Directors pursuant to the provisions of the Act and the rules made there under.
19. The Company has not issued any Equity Shares /Debentures or other securities during the financial year.
20. The Company has not bought back any shares during the financial year.
21. The Company does not have any Preference Shares or Debentures; hence there was no redemption of Preference Shares or Debentures during the year.




22. There were no transactions necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
23. The Company has not invited / accepted any deposits including any unsecured loans falling within the purview of Section 58A during the financial year.
24. The Company has not borrowed any amount as per the provisions of Section 293 of the Act, during the financial year.
25. The Company has not made any loans or advances or given guarantees to body corporate, as per the provisions of Section 372A of the Act.
26. The Company has not altered the provisions of the Memorandum with respect to situation of Company's Registered Office from one State to another during the year under scrutiny.
27. The Company has not altered the provisions of the Memorandum with respect to objects of the Company.
28. The Company has not altered the provisions of the Memorandum with respect to the name of the Company.
29. The Company has not altered the provisions of the Memorandum with respect to Share Capital of the Company during the financial year under scrutiny.
30. The Company has not altered its Articles of Association during the financial year.
31. There were no prosecution initiated against or show cause notices received by the Company and no fines or penalties or any other punishment was imposed on the Company during the financial year, for offences under the Act.
32. The Company has not received any money as security from its employees during the financial year.
33. The Company has not constituted a separate provident fund trust for its employees or class of its employees as contemplated under section 418 of the Act.

Place: Hyderabad
Date: 11-07-2014



For C K Burma & Co.
Company Secretaries


(C.K. Burma)
CP No.9566

Annexure - A

Registers as maintained by the Company

1. Register of Charges u/s. 143.
2. Register of Members u/s 150.
3. Minutes Book of Meeting of Directors u/s 193.
4. Minutes Book of proceedings of General Meetings u/s 193.
5. Register of Particulars in which Directors are interested under Section 301(3).
6. Register of Directors, Managing Director, Manager u/s. 303.
7. Register of Directors' Shareholdings u/s. 307.

Annexure - B


Forms and Returns as filed by the Company with the Registrar of Companies, Hyderabad, Hyderabad during the financial year ending 31st March, 2014.

Sl. No	Form No./ Return	Filed on	Under Section	SRN No	Event
1	Form- 20B	08-08-2013	159	Q09947979	Filing of Annual Return for the F Y 2012-13.
2	Form 66	07-08-2013	383A	Q09937137	Compliance Certificate for the F Y 2012-13
3	Form- 23 AC & ACA (XBRL)	13-09-2013	220	Q10863363	Filing of Annual Report for the F Y 2012-13.

Place: Hyderabad
Date: 11-07-2014



For C K Burma & Co.
Company Secretaries


(C.K. Burma)
C.P. No.9566

INDEPENDENT AUDITOR'S REPORT

To the Members of,
Heritage Foods Retail Limited

Report on the Financial Statements:

We have audited the accompanying financial statements of **M/S HERITAGE FOODS RETAIL LIMITED**, which comprise the Balance Sheet as at March 31, 2014, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

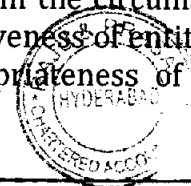
Management's Responsibility for the Financial Statements:

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position and financial performance of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956("the Act) read with General Circular 15/2013 dated 13 September 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility:

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing opinion on the effectiveness of entity's internal control. An audit also includes evaluating the appropriateness of accounting



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policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our unqualified audit opinion.

Unqualified Opinion:

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

- a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
- b) In the case of the Profit and Loss Account, of the loss for the year ended on that date; and
- c) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on other legal and Regulatory Requirements:

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that:

- a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
- b) in our opinion proper books of account as required by law have been kept by the company so far as appears from our examination of those books



- c) The Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this report are in agreement with the books of account.
- d) In our opinion, the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement comply with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956("the Act) read with General Circular 15/2013 dated 13 September 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013
- e) On the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
- f) Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

Place: Hyderabad
Date: 05.05.2014

For Raju and Prasad
Chartered Accountants
(FRN: 003475S)

M. Siva Ram Prasad

M. Siva Ram Prasad
(Partner)

Membership No: 018943



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The Annexure referred to in paragraph (1) of our Report of even date to the members of M/S. HERITAGE FOODS RETAIL LIMITED on the accounts of the company for the year ended 31st March, 2014.

On the basis of such checks as we considered appropriate and according to the information and explanation given to us during the course of our audit, we report that:

1. Since the company has no fixed assets, the provisions of clause (i) (a), (i) (b) and (i) (c) of the order are not applicable.
2. Since the company has no inventory, the provisions of the clause (ii) (a), (ii) (b) and (ii) (c) of the order are not applicable.
3. (a) The company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in the register maintained under section 301 of the companies act 1956 or to companies under the same management as defined in section 370(1-B) of the Companies Act,1956. Consequently, clauses (iii)(b), (iii)(c) and (iii)(d) are not applicable.

(e) the company has not taken any loans secured or unsecured from companies, firms or other parties covered in the register maintained under section 301 of the companies act 1956 or to companies under the same management as defined in section 370(1-B) of the companies act,1956. Consequently, clauses (iii) (f) and (iii) (g) are not applicable.
4. The company has not purchased any inventory or fixed assets. Therefore, the provisions of the clause (iv) of the order are not applicable.
5. a) According to the information and explanations given to us, we are of the opinion that there are no transactions that need to be entered into the register maintained under section 301 of the Companies Act, 1956.

b) Since there are no transactions, the provisions of the clause (v) (b) are not applicable.
6. The company has not accepted deposits from the public governed by section 58A and 58AA of the Companies Act, 1956 for the year under reference.



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7. Since the Company has not commenced its operations the requirements of internal audit system in not applicable.
8. Since the Company has not commenced any commercial operations, Maintenance of cost records under section 209 (1) (d) is not applicable.
9. There are no statutory dues applicable to the company as at 31/03/2014, hence the provisions of the clause (ix) of the order are not applicable.
10. The company's accumulated losses at the end of the financial year are more than fifty percent of its net worth and have incurred cash losses of Rs.27,736 during the current financial year and also incurred Cash losses of Rs.52,718 in the immediately preceding financial year.
11. The Company has not taken any amount from financial institutions or banks.
12. The company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
13. In our opinion, the company is not a chit fund or nidhi / mutual benefit fund / society. Therefore the provisions of clause 4 (xiii) of the Order are not applicable to the company.
14. In our opinion, the company is not dealing in or trading in shares, securities, debentures and other investments. There are no investments held by the company.
15. The company has not given any guarantee for loans taken by others from banks or financial institutions.
16. No term loans have been taken by the Company.
17. In our opinion and according to explanations and information given to us, the company has not raised funds on short - term basis.
18. According to the information and explanations provided to us, the company has not made any allotment of shares during the year. Consequently the provisions of clause 4(xviii) of the Companies (Auditors' Report) Order, 2003 are not applicable to the company.



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RAJU & PRASAD
CHARTERED ACCOUNTANTS

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401, "Diamond House",
Adj. Amrutha Hills,
Punjagutta, Hyderabad - 500 082
Ph : 040 - 23410404/05/06
Fax : 040 - 23410403
E-mail : rajuandprasad@gmail.com
hyderabad@rajuandprasad.com

Consequently the provisions of clause 4(xviii) of the Companies (Auditors' Report) Order, 2003 are not applicable to the company.

19. The company has not issued any debentures.

20. The company has not raised money by public issues.

21. Based on the audit procedures performed and the information and explanations given to us, we report that no fraud on or by the Company has been noticed or reported during the year, nor have we been informed of such case by the management.

Place: Hyderabad
Date: 05.05.2014

For Raju & Prasad
Chartered Accountants
FRN: 003475S

M. Siva Ram Prasad

M. Siva Ram Prasad
(Partner)

Membership No. : 018943



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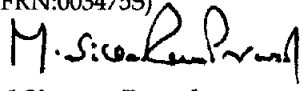
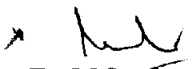
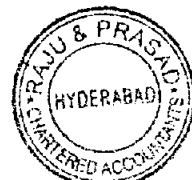
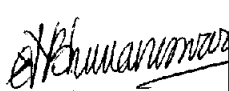
Jalgaon Branch:
Flat No. 7,
Krunal Apartments,
Ganapathi Nagar,
Jalgaon - 475 001
Cell : +91-9967738900

Navi Mumbai Branch :
B-506, Merchant's Centre,
Near APMC Market,
Vashi, Navi Mumbai - 400703
Cell : +91-9967220322



Balance Sheet as at 31st March, 2014

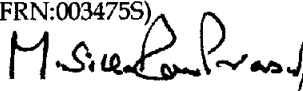



(Amount in Rs.)

Particulars	Note No	As at 31.03.2014	As at 31.03.2013
EQUITY AND LIABILITIES			
1) Shareholders' Funds			
a) Share Capital	1	1656000	1656000
b) Reserves and Surplus	2	(1308874)	(1281138)
Sub Total		347126	374862
2) Share application money pending allotment		-	-
3) Non-Current Liabilities		-	-
4) Current Liabilities			
Other current liabilities	3	39236	41736
Total		386362	416598
ASSETS			
1) Non-current assets		-	-
2) Current assets			
Cash and cash equivalents	4	386362	416598
Total		386362	416598
Summary of significant Accounting Policies & Notes to Financial statements	1 to 14		
As per our report attached		For and on behalf of the Board	
For Raju & Prasad Chartered Accountants (FRN:003475S)			
			
M.Sivaram Prasad Partner Membership No. 018943		Dr. M Sambasiva Rao Director	
			
		N. Bhuvaneshwari Director	
Date: May 5, 2014			
Place : Hyderabad			



Statement of Profit and Loss for the Year ended 31st March, 2014

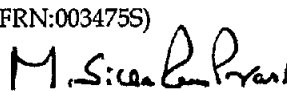

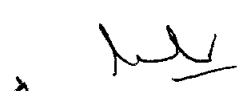

(Amount in Rs.)

Particulars	Note No	Year Ended	Year Ended
		31.03.2014	31.03.2013
I. Revenue from operations		-	-
II. Other Income		-	-
III. Total Revenue (I +II)		-	-
IV. Expenses:			
Cost of materials consumed		-	-
Purchase of Stock-in-Trade		-	-
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade		-	-
Employee benefits expense		-	-
Finance costs		-	-
Depreciation and amortization expense		-	-
Other expenses	5	27736	52718
Total expenses		27736	52718
V. Profit / (Loss) before exceptional and extraordinary items and tax		(27736)	(52718)
VI. Exceptional Items		-	-
VII. Profit/ (Loss) before extraordinary items and tax (V - VI)		(27736)	(52718)
VIII. Extraordinary Items		-	-
IX. Profit/ (Loss) before tax (VII - VIII)		(27736)	(52718)
X. Tax expense:		-	-
XI. Profit/ (Loss) from the period from continuing operations		(27736)	(52718)
XII. Earning per equity share:			
(1) Basic		(0.17)	(0.32)
(2) Diluted		(0.17)	(0.32)
Summary of significant Accounting Policies & Notes to Financial statements	1 to 14		
As per our report attached		For and on behalf of the Board	
For Raju & Prasad Chartered Accountants (FRN:003475S)			
			
M.Sivaram Prasad Partner Membership No. 018943		Dr. M Sambasiva Rao Director	
			
		N. Bhuvaneshwari Director	
Date: May 5, 2014			
Place : Hyderabad			



CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2014

(Amount in Rs.)

PARTICULARS	YEAR ENDED 31.03.2014	YEAR ENDED 31.03.2013
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit / (Loss) before tax	(27736)	(52718)
Adjustment for		
Depreciation	---	---
Interest	---	---
Operating Profit before working capital changes		
Adjustment for:	(27736)	(52718)
Inventories	---	---
Trade and other Receivables	---	---
Other current Liabilities	(2500)	8234
Cash generated from operations	(30236)	(44484)
Direct taxes paid (incl. taxation of earlier years)	---	---
Net Cash (Used) / generated for / from operations	(30236)	(44484)
B. CASH FLOW FROM INVESTING ACTIVITIES	---	---
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from issue of Equity Shares	-	0
Net Cash (Used) / generated for / from Financing Activities		
Net increase / (decrease) in cash and cash equivalents	(30236)	(44484)
Cash and Cash equivalents as at the beginning of the year	416598	461082
Cash and Cash equivalents as at end of the Year	386362	416598
Summary of significant Accounting Policies & Notes to Financial statements	1 to 14	
As per our report attached For Raju & Prasad Chartered Accountants (FRN:003475S)  M. Sivaram Prasad Partner Membership No. 018943 	For and on behalf of the Board  Dr. M Sambasiva Rao Director  N. Bhuvaneshwari Director	
Date: May 5, 2014 Place: Hyderabad		



Note 1 : Share Capital

(Amount in Rs.)

Particulars	As at 31.03.2014		As at 31.03.2013	
	No. of Shares	Amount	No. of Shares	Amount
I. Authorised				
a) Equity Share Capital				
Equity Shares of Rs.10/- each	15000000	150000000	15000000	150000000
Total	15000000	150000000	15000000	150000000
II. Issued, Subscribed and Paid-up Share Capital :				
Equity Share Capital				
Equity Shares of Rs.10/- each	165600	1656000	165600	1656000

Particulars	As at 31.03.2014		As at 31.03.2013	
	Equity Shares		Equity Shares	
	Number	Amount	Number	Amount
Shares Outstanding at the beginning of the year	165600	1656000	165600	1656000
Shares issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	165600	1656000	165600	1656000

IV. Shares held by Shareholders holding more than 5%

Name of Shareholder	As at 31.03.2014		As at 31.03.2013	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
a. Equity Share Capital :				
1. HERITAGE FOODS LIMITED	165000	99.64	165000	99.46

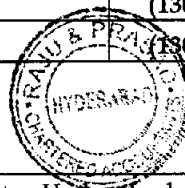
V. Rights, Preferences and restrictions attached to equity shares

The Company has only one class of Issued, subscribed and paid up equity shares having a par value of Rs.10/- each per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the share holders in the Annual general meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the share holders.

Note 2: Reserves and Surplus

(Amount in Rs.)

Particulars	As at 31.03.2014	As at 31.03.2013
Surplus :		
Opening Balance	(1281138)	(1228420)
Add: Net Profit / (Net Loss) for the current year	(27736)	(52718)
Closing Balance	(1308874)	(1281138)
Total - Reserves and Surplus	(1308874)	(1281138)



**Note 3: Other Current Liabilities**

(Amount in Rs.)

Particulars	As at 31.03.2014	As at 31.03.2013
Other Payables	39236	41736
TOTAL	39236	41736

Note:4 Cash and cash equivalents

(Amount in Rs.)

Particulars	As at 31.03.2014	As at 31.03.2013
a.Balances with banks:		
in current accounts	383022	413758
b.Cash on hand	3340	2840
Grand Total	386362	416598

Note: 5 Other expenses

(Amount in Rs.)

Particulars	Year Ended	Year Ended
	31.03.2014	31.03.2013
Rates and taxes, excluding, taxes on income	5000	10982
Legal and Professional Charges	11500	30500
Payment to Auditors :		
Audit Fee	11236	11236
Total	27736	52718

Note 6: SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO FINANCIAL STATEMENTS

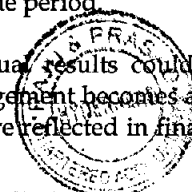
1. a) **Basis of preparation of financial statements:** The financial statements have been prepared under historical cost convention and in conformity with the generally accepted accounting principles, applicable provisions of the Companies Act, 1956, and as per the Accounting standards issued by the Institute of Chartered Accountants of India..

b) **Changes in Accounting policies:** Accounting policies have been consistently applied except where a newly issued Accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use. Management evaluates all recently or revised Accounting standards on an ongoing basis and accordingly changes the Accounting policies as applicable

c) **Income and Expenditure:** All items of expenditure shown in the statement having material bearing on the accounts are accounted on accrual basis

d) **Use of Estimates:** The preparation of financial statements in conformity with the Indian GAAP requires management to make judgements, estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to contingent liabilities as at the end of financial statements and reported amounts of income and expenses during the period.

Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as the management becomes aware of changes in Circumstances surrounding the estimates. Changes in estimates are reflected in financial statements in





the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

e) **Cash Flow statement:** The cash flow statement is prepared by the " Indirect Method" set out in Accounting standard (AS-3) " Cash Flow statements" and presents the cash flows by operating, financing and investing activities of the company. Operating cash flows are arrived by adjusting profit or loss before tax for the effects of transactions of a non cash nature, and deferral of accrual of past or future operating cash receipts or payments, and items of income or expense associated with investing or financing cash flows.

f) **Cash and Cash Equivalents:** Cash and Cash Equivalents comprises of cash on hand, cash at bank

g) **Earnings per share:** Basic earnings per share is computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the profit after tax by the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

h) **Provisions:** Provision is recognised when the company has a present obligation as a result of past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the year end. These estimates are reviewed at each year end and adjusted to reflect the current best estimates.

i) **Contingent Liabilities:** A contingent liability is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the enterprise or a present obligation that arises from past events but is not recognized because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

Note 7: Contingent Liabilities		
Particulars	As at 31.03.2014	As at 31.03.2013
a. Contingent Liabilities not provided for	NIL	NIL
b. Estimated amount of Contracts remaining to be executed on capital account and others not provided for	NIL	NIL

Note 8. Employees benefits expenditure

Since there are no operations no employees have been engaged by the company. Hence no provision has been made by the company with respect AS15-Employee Benefits.

Note 9. Segment Reporting : Since the Company has not started its commercial operations and no reportable segment is identified,

the Accounting Standard (AS-17) on "Segment Reporting" issued by The Institute of Chartered Accountants of India





Note 10. Related Party disclosures as per AS-18

Name of the related party	Heritage Foods Limited	N Bhuvaneshwari	N Lokesh	M Sambasiva Rao
Description of the Relationship between the parties	Holding Company	Key Management Personnel (Director)	Key Management Personnel (Director)	Key Management Personnel (Director)
Description of the nature of transactions	Inter company transactions	a) Receiving of Services	Receiving of Services	Receiving of Services
Volume of the transactions either as an amount or as appropriate proportion	NIL	NIL	NIL	NIL
Any other elements of the related party transacting of the financial statements	NIL	NIL	NIL	NIL
The amounts or appropriate proportions of outstanding items pertaining to related parties at the Balance Sheet date	NIL	NIL	NIL	NIL
Provisions for doubtful debts due from such parties at that date and amounts written off or written back in the period in respect of debts due from or to related parties	NIL	NIL	NIL	NIL
Provision for diminution in value of Investments	NIL	NIL	NIL	NIL

Note 11. Earnings per share (EPS)

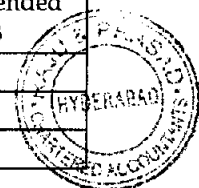
(Amt in Rupees)

Particulars	As at	As at
	31.03.2014	31.03.2013
a) Calculation of weighted average number of equity shares of Rs 10/- each :		
Number of Equity Shares outstanding at the beginning of the year	165600	165600
Number of Equity Shares outstanding at the end of the year	165600	165600
Weighted average number of Equity Shares outstanding during the year	165600	165600
b) Net Profit/(Loss) after tax	(27736.00)	(52718.00)
c) Basic Earnings per share of Rs 10/- each	(0.17)	(0.32)
d) Diluted Earnings per share of Rs 10/- each	(0.17)	(0.32)

Note 12. There is no amount or interest which are outstanding for more than 45 days payable as per disclosure under Micro, Small and Medium Enterprises Development Act, 2006 as at 31st March' 2014.

Note 13: Expenditure, Earnings, Remittance in Foreign Currency:

Particulars	For the period ended 31.03.2014	For the period ended 31.03.2013
Expenditure in Foreign Currency:	NIL	NIL
Earnings in Foreign Currency	NIL	NIL
Remittance in Foreign Currency	NIL	NIL

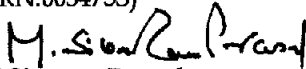
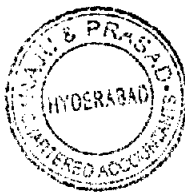

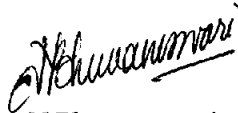




Note 14. The Amount in Financial Statements are presented in Indian Rupess and Paise is rounded off to the nearest Rupee.

Note 15. Previous Year Figures are regrouped/ reclassified wherever necessary.

Note 16 The Financial Statements for the year ended March 31st 2014 are prepared as per Schedule Vi of the Companies Act 1956 and in or from near as thereto. The Items which are not applicable as per the Schedule VI are not disclosed.

As per our report attached For Raju & Prasad Chartered Accountants (FRN:003475S)  M.Sivaram Prasad Partner Membership No. 018943  Date: May 5, 2014 Place : Hyderabad	For and on behalf of the Board  Dr. M Sambasiva Rao Director  N. Bhuvaneshwari Director
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