



Crane Infrastructure Ltd.,

D.No. 25-18-54
Opp. Crane Betel
Nut Powder Works Office
Main Road, Sampathnagar
GUNTUR - 522 004, A.P.
☎ 0863 - 2223311

DT: 10-10-2018

To,
Bombay Stock Exchange Limited
PJ Towers
Dalal Street, Mumbai-4000001

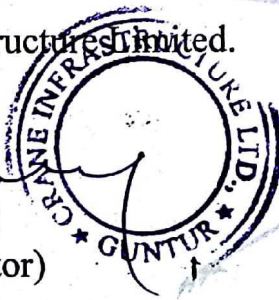
Dear Sir,

Sub: Submission of the 10th Annual Report pursuant to the Regulation 34 of SEBI (LODR) Regulations, 2015 for the financial year ended on 31-03-2018.

We are herewith sending the scanned copy of Annual Report pursuant to Regulation 34 of SEBI (LODR) Regulations, 2015 for the financial year ended on 31-03-2018. This is for your information. kindly acknowledges receipt of the same.

Thanking You
For Crane Infrastructure Limited.


Praveen Kothuri
(Executive Director)





Broad Vision.
Careful Thought.
Limitless Possibilities.

10th Annual Report 2017-18



Crane Infrastructure Ltd.



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CORPORATE INFORMATION

BOARD OF DIRECTORS :

Mr. K. Praveen

Executive Director

Mr. G.V.S.L. Kantha Rao

Non Executive Director

Mr. CH.V.S.S. Kishore Kumar

Non Executive Director

Mrs. M. Himaja

Woman Director

Mr. P. Bhaskara Rao

Independents Director

Mr. M.V. Subba Rao

Independents Director

KEY MANAGERIAL PERSONNEL :

Mr. K. Praveen

Executive Director

Mr. Ch.V.S.S. Kishore Kumar

Chief Financial Officer

STOCK EXCHANGE :

Bombay Stock Exchange

STATUTORY AUDITORS :

M/s. Umamaheswara Rao & Co.,

Chartered Accountants,

Guntur - 522 006.

SECRETARIAL AUDITORS:

M/s. K. Srinivasa Rao & Nagaraju Associates

Company Secretaries,

Vijayawada-520013

REGISTRARS & SHARE TRANSFER

AGENTS:

M/s. Big Share Services Private Limited,

306, 3rd Floor, Right Wing, Amrutha Ville,

Opp: Yasodha Hospital, Rajbhavan Road,

Somajiguda, Hyderabad - 500082.

Ph : 040-40144582

BANKERS :

HDFC Bank

Lakshmipuram, Guntur.

REGISTERED OFFICE :

D.No. 25-18-54,

Opp. Crane Betel Nut Powder Works,

Main Road, Sampath Nagar,

GUNTUR - 522 004.

Ph : 0863 - 2223311.

Email:

craneinfrastructureltd@gmail.com

cil@cranegroup.in

Website :

www.cranegroup.in



NOTICE OF THE 10th ANNUAL GENERAL MEETING

NOTICE is hereby given that the 10th Annual General Meeting of the members of **M/s. Crane Infrastructure Limited** will be held on **Friday, 28th September, 2018 at 12.30 PM.** at the Factory Premises of the Company situated at NH-5, Ankireddypalem, Chilakaluripet Road, Guntur to transact the following business:

ORDINARY BUSINESS :

1. To receive, consider and adopt the Audited standalone Financial Statements of the Company for the financial year ended 31st March, 2018 and the Reports of the Board of Directors and the Auditors.

2.. To appoint a Director in place of Mr.CH.V.S.S Kishore Kumar (DIN 01823606) who retires by rotation and being eligible, offers himself for reappointment.

By Order of the Board of Directors
M/s. Crane Infrastructure Limited.

Sd/-

Place: Guntur

(K.Praveen)

Date: 13.08.2018

Executive Director

(Din: 07143744)

Notes:

1. A Member is entitled to attend and vote at the Meeting is entitled to appoint a Proxy to attend and, on a poll, to vote instead of himself and the Proxy need not be a Member of the Company.

2. Proxies, in order to be effective, must be received in the enclosed Proxy Form at the Registered Office of the Company not less than forty-eight hours before the time fixed for the Meeting

3. A person can act as a proxy on behalf of Members not exceeding 50 and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A Member holding more than ten percent of 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. A Corporate Member intending to send its authorised representatives to attend the Meeting in terms of Section 113 of the Companies Act, 2013 is requested to send to the Company a certified copy of the Board Resolution authorizing such representative to attend and vote on its behalf at the Meeting.

5. Members/Proxies/Authorised Representatives are requested to bring the attendance slips duly filled in for attending the Meeting. Members who hold shares in dematerialised form are requested to write their client ID and DP ID numbers and those who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the Meeting.

6. During the period beginning 24 hours before the time fixed for the commencement of Meeting and ending with the conclusion of the Meeting, a Member would be entitled to inspect the proxies lodged at any time during the business hours of the Company. All documents referred to in the Notice and accompanying explanatory statement are open for inspection at the Registered Office of the Company on all working days of the Company between 11:00 a.m. and 1:00 p.m. up to the date of the Annual General Meeting and at the venue of the Meeting for the duration of the Meeting.

7. The Register of Members and Share Transfer Books of the Company will remain be closed from **Saturday 22nd September, 2018 to, Friday 28th September, 2018 (both days inclusive) for the purpose of 10th Annual General Meeting of the company.**

8. Route-map to the venue of the Meeting is provided at the end of the Notice / Page no. 48th of the Annual Report

9. Members holding shares in demat form are hereby informed that bank particulars registered with their respective Depository Participants, with whom they maintain their demat accounts; will be used by the Company for the payment of dividend. The Company or its Registrar cannot act on any request received directly from the Members holding shares in demat form for any change of bank particulars. Such changes are to be intimated only to the Depository Participants of the Members. Members holding shares in demat form are requested to intimate any change in their address and / or bank mandate immediately to their Depository Participants.

10. Members holding shares in physical form are requested to intimate any change of address and / or bank mandate to M/s. Big Share Services Private Limited / Investor Service Department of the Company immediately.

11. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made there under, companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their email address either with the Company or with the Depository Participant(s). Members of the Company who have registered their email address are



also entitled to receive such communication in physical form, upon request after paying such postal and other fees paid the requested member.

12. The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose email address are registered with the Company or the Depository Participant(s), unless the Members have registered their request for the hard copy of the same. Physical copy of the Notice of AGM, Annual Report and Attendance Slip are being sent to those Members who have not registered their email address with the Company or Depository Participant(s). Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip and submit a duly filled in Attendance Slip at the Registration Counter at the AGM.

13. Any query relating to financial statements must be sent to the Company's Registered Office at least seven days before the date of the Meeting.

14. With a view to serving the Members better and for administrative convenience, an attempt would be made to consolidate multiple folios. Members who hold shares in identical names and in the same order of names in more than one folio are requested to write to the Company to consolidate their holdings in one folio.

15. Members who still hold share certificates in physical form are advised to dematerialise their shareholding to avail the benefits of dematerialisation, which include easy liquidity, since trading is permitted in dematerialised form only, electronic transfer, savings in stamp duty and elimination of any possibility of loss of documents and bad deliveries.

16. Members can avail of the nomination facility by filing Form SH-13, as prescribed under Section 72 of the Companies Act, 2013 and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, with the Company. Blank forms will be supplied on request.

17. In accordance with the provisions of the Companies Act, 2013 Mr. CH. V. S. S. Kishore Kumar, Non-executive director will retire by rotation at the Annual General Meeting and, being eligible, offer himself for re-election.

Pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, additional information in respect of Directors seeking election, those retiring by rotation and seeking reappointment at the Annual General Meeting is given at page no: 6th in the Annual Report

18. Voting through electronic means

Pursuant to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration)

Rules, 2014, as amended and Regulation 44(1) of the SEBI (LODR) Regulations 2015, the Company is pleased to provide the facility to Members to exercise their right to vote on the resolutions proposed to be passed at AGM by electronic means.

The Company has appointed M/S K. Srinivasa Rao & Nagaraju Associates., Company Secretaries, Vijayawada to act as the Scrutinizer, to scrutinize the entire e-voting process in a fair and transparent manner.

The voting period begins on Tuesday 25th September, 2018 at 09.00 AM and will end on Thursday, 27th September, 2018 at 5.00 PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date of 21st September 2018, may cast their vote electronically. The e-voting module shall be disabled for voting thereafter

The instructions for shareholders voting electronically are given at page no 5th of the Annual Report.

In addition, the facility for voting through electronic voting system shall also be made available at the AGM and the Members attending the AGM who have not cast their vote by remote e-voting shall be eligible to vote at the AGM.

19. The Results shall be declared on or after the Annual General Meeting of the Company and shall be deemed to be passed on the date of Annual General Meeting. The results along with the Scrutinizer's Report shall be placed on the website of the Company www.cranegroup.in within 2 days of passing of the resolutions at the Annual General Meeting of the Company and shall be communicated to Bombay Stock Exchange.

Procedure For Remote E-Voting :

Pursuant to Provisions of Section 108 of the Companies Act, 2013 and Rule 20 of Companies (Management and Administration) Rules, 2014, the Company is pleased to offer e-voting facility to the members to cast their votes electronically on all resolutions set forth in the Notice convening the 10th Annual General Meeting to be held on Friday, 28th September, 2018, at 12.30 AM. The Company has engaged the services of Central Depository Services Limited (CDSL) to provide the E-Voting facility.

The instructions for Shareholders voting electronically are as under:-



The E-Voting Event Number and period of E-voting are set out below:

EVSN (E-VOTING SEQUENCE NUMBER):

180825005

PAN	Enter your 10 digit alpha-numeric 'PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • 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.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. • Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

COMMENCEMENT OF E-VOTING: Tuesday 25th September 2018 at 9.00 A.M

END OF E-VOTING: Thursday, 27th September, 2018 at 5.00 P.M

THE INSTRUCTIONS FOR SHAREHOLDERS VOTING ELECTRONICALLY ARE AS UNDER:

(i) The voting period begins on Tuesday 25th September at 9.00 A.M and ends on Thursday, 27th September, 2018. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 21st September, 2018 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) The shareholders should log on to the e-voting website www.evotingindia.com.

(iii) Click on Shareholders.

(iv) Now Enter your User ID

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

(v) Next enter the Image Verification as displayed and Click on Login.

vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(vii) If you are a first time user follow the steps given below:

viii) After entering these details appropriately, click on "SUBMIT" tab.

ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential..

x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xi) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/ NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be



displayed. If you wish to confirm your vote, click on 'OK', else to change your vote, click on 'CANCEL' and accordingly modify your vote.

(xv) Once you 'CONFIRM' your vote on the resolution, you will not be allowed to modify your vote.

(xvi) You can also take out print of the voting done by you by clicking on 'Click here to print' option on the Voting page.

(xvii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xviii) 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 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.

(xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ('FAQs') and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

(xx) M/s. K.Srinivasa Rao & Nagaraju Associates., Company Secretaries, Vijayawada (Entity ID : 82034) has been appointed as the Scrutinizer to Scrutinize the e-voting process in a fair and transparent manner.

By the Order of the Board
For Crane Infrastructure Ltd

Sd/-

Place: Guntur

(K.Praveen)

Date: 13.08.2018

(Executive Director)

(Din: 0714374)

Details of Directors Seeking Appointment / Re-appointment at the Annual General Meeting :

Director	CH. V. S. S. Kishore Kumar
Date of Birth	12.08.1963
Date of Appointment / Reappointment	30.03.2015
Qualifications	Graduate
Justification for reappointment and Expertise in specific functional areas business.	He has outstanding knowledge and the various fields of business.
Directorships held in Companies Listed Companies	NIL
Number of shares held	8685
Relationship other directors	Except independent directors all the directors of the company are relatives

Board of Directors Report

To the members,
Crane Infrastructure Limited,
Guntur.

The directors submit 10th annual report of Crane Infrastructure Limited along with the audited financial statements for the financial year ended March 31, 2018.

Financial Results :

Particulars	2017-2018 (Rs. In Lacs)	2016-17 (Rs. In Lacs)	2015-16 (Rs. In Lacs)
Revenue from Operations & Other Income	79.91	78.81	68.22
Profit/(Loss) Before Interest & Depreciation	56.64	63.73	43.20
Interest	-	-	-
Depreciation	13.07	12.99	10.67
Profit before exceptional and extraordinary items	43.57	50.74	32.53
Profit/(Loss) before Tax	43.57	50.74	32.53.52
Income Tax - (Current Tax)	08.45	13.61	12.26



Profit (Loss) after Taxation	35.12	37.13	20.26
EPS-Basic	0.48	0.51	0.28
EPS-Diluted	0.48	0.51	0.28

Dividend :

The management believes that the profits earned during the financial year must be retained and redeployed for the operations of the Company. As the Company needs further funds to enhance its business operations, upgrade the efficiency. No dividend is being recommended by the Directors for the Financial Year 2017-18

Transfer to reserves :

The Company proposes to retain an amount of Rs. 37,13,000 in the profit and loss account.

Share Capital :

The paid up Equity Share Capital as on 31st March, 2018 was Rs. 7,24,20,000. The Company neither issued shares with differential voting rights nor granted stock options nor sweat equity.

Company's performance :

During the Year under review revenue from operations for the financial year 2017-18 is 79.91 lakhs was improved by 1.40 % over last year (78.81 lakhs in 2016-17). Profit after tax (PAT) for the financial year 2017-18 is 35.12 Lakhs was decreased by 05.41 % over last year (37.13 Lakhs in 2016-17)

Opportunities & Industry outlook :

The real estate sector is one of the most recognized sectors. In India, real estate is the second largest employer after agriculture and is slated to grow at 30% over the next decade. The real estate sector comprises of four sub sectors - housing, retail, hospitality, and commercial. The growth of this sector is well complemented by the growth of the corporate environment and the demand for office space as well as urban and semi-urban accommodations. The construction industry ranks third among the 14 major sectors in terms of direct, indirect and induced effects in all sectors of the economy. The global warehousing and storage industry has witnessed significant growth during the last five years. The Indian warehousing industry is set to grow at a CAGR of 8%-10% and modern warehousing at 25%- 30% over the next 5 years due to various factors including the anticipated increase in global demand, growth in organized retail and increasing manufacturing activities, presence of extremely affordable and desirable e-commerce options and growth in

international trade. The Government of India along with the governments of the respective states have taken several initiatives to encourage the development in the sector.

Extract of annual return :

As provided under Section 92(3) of the Act, the extract of an annual return is given in **Annexure I** in the prescribed Form MGT-9, which forms part of this report.

Directors' responsibility statement :

Pursuant to Section 134(5) of the Companies Act, 2013, the board of directors, to the best of their knowledge and ability, confirm that:

- in the preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures;
- The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- The directors had taken proper and sufficient care for the 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 fraud and other irregularities;
- The directors had prepared the annual accounts on a going concern basis;
- The directors had laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and operating effectively;
- The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Changes among Directors and key managerial personnel :

Reappointment of GVSL Kantha Rao whose office was liable to retire by rotation at annual general meeting of the company:

Mr.GVSL Kantha Rao, director liable to retire by rotation under the Articles of Association of the Company, in 9th Annual General Meeting and being eligible, offer himself for reappointment as Director. The Shareholders approved her



re-appointment as Director of the company at 9th Annual General Meeting of the company held on 29.09.2017

Directors Liable To Retire By Rotation In Ensuing Annual General Meeting :

Mr.CH.V.S.S Kishore Kumar (DIN 01823606), director liable to retire by rotation under the Articles of Association of the Company in ensuing Annual General Meeting and being eligible, offer himself for reappointment as Director. The Board recommends his re-appointment

Meetings of the Board :

Five meetings of the board were held during the financial year 2017-18 on 27.05.2017, 12.08.2017, 30.08.2017, 15.11.2017 and 12.02.2018, with a gap between not exceeding the period of 120 days as prescribed under the Act and all members are present at the above meetings.

Board evaluation :

Pursuant to the Provisions of the Companies Act, 2013, the Board evaluated its own performance and the working of its Committees and Independent Directors.

Policy on directors' appointment and remuneration and other details :

The current policy is to have an appropriate mix of executive and independent directors to maintain the independence of the Board, and separate its functions of governance and management. As on March 31, 2018, the Board consists of six members, two of whom are independent directors. The Board periodically evaluates the need for change in its composition and size.

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

1. Nomination and Remuneration Committee:

(a) Terms of Reference :

The Company had constituted the Nomination and Remuneration Committee under Section 178 of the Companies Act, 2013

The broad terms of reference are to determine and recommend to Board, Compensation payable to Executive Directors,

appraisal of the performance of the Managing Directors / Whole-time Directors and to determine and advise the Board for the payment of annual commission/compensation to the Non-Executive Director and to recommend to the Board appointment/ reappointment and removal of Directors. To frame criteria for determining qualifications, positive attributes and Independence of Directors and to create an evaluation framework for Independent Directors and the Board. The scope of the Committee also includes matters which are set out in SEBI (LODR) Regulations 2015 and the rules made there under, as amended from time to time

(b) Composition, Meetings and Attendance during the year :

The Nomination and Remuneration Committee comprises of total three Non-Executive Directors in which two are Independent Director.

The committee comprises as follows:

1. Mr. M.V. Subba Rao (Chairman)
2. P. Bhaskara Rao – Member
3. M. Himaja - Member

During the year Four Meetings were held on 27.05.2017, 30.08.2017, 15.11.2017 and 12.02.2018 and all members were present at that meetings.

(c) Selection and Evaluation of Directors:

The Board has based on recommendations of the Nomination and Remuneration Committee, laid down following policies:

1. Policy for Determining Qualifications, Positive Attributes and Independence of a Director
2. Policy for Board & Independent Directors' Evaluation

(d) Performance Evaluation of Board, Committees and Directors :

Based on the criteria laid down in the Policy for evaluation of Board and Independent Directors, the Board carried out the annual performance evaluation of Board Committees and the Independent Directors, whereas at a separate meeting, Independent Directors evaluated the performance of Executive Directors, Board as a whole and of the Chairman. Nomination and Remuneration Committee also evaluated individual directors' performance.

- i) As per the said Policy, evaluation criteria for evaluation Board inter alia covers: Composition in light of business complexities and statutory requirements; establishment of vision, mission, objectives and values for the Company; laying down strategic road map for the Company & annual plans;



growth attained by the Company; providing leadership and directions to the Company and employees; effectiveness in ensuring statutory compliances and discharging its duties / responsibilities towards all stakeholders; Identification, monitoring & mitigation of significant corporate risks; composition of various committees, laying down terms of reference and reviewing committee's working etc.

ii) Performance evaluation criteria for Executive Directors inter alia include: level of skill, knowledge and core competence; performance and achievement vis-à-vis budget and operating plans; Effectiveness towards ensuring statutory compliances; discharging duties/responsibilities towards all stakeholders; reviewing/monitoring Executive management performance, adherence to ethical standards of integrity & probity; employment of strategic perception and business acumen in critical matters etc.

iii) Performance of Independent Directors is evaluated based on: objectivity & constructively while exercising duties; providing independent judgment on strategy, performance, risk management and Board's deliberations; devotion of sufficient time for informed decision making; exercising duties in bona fide manner; safeguarding interests of all stakeholders, particularly minority shareholders; upholding ethical standards of integrity & probity; updating knowledge of the Company & its external environment etc

iv) Committees of the Board are evaluated for their performance based on: effectiveness in discharging duties and functions conferred; setting up and implementation of various policies, procedures and plans, effective use of Committee's powers as per terms of reference, periodicity of meetings, attendance and participation of committee members; providing strategic guidance to the Board on various matters coming under committee's purview etc

(e) Remuneration Policy for Directors:

The Committee has formulated Policy for Remuneration of Directors, KMP & other employees. As per the Policy, remuneration to Non-executive Independent Directors includes:

- a. Sitting Fees for attending meetings of the Board as well as Committees of the Board as decided by the Board within the limits prescribed under the Companies Act.
- b. Travelling and other expenses they incur for attending to the Company's affairs, including attending Committee and Board Meetings of the Company.

f) Remuneration to Executive Directors:

The appointment and remuneration of Executive Directors including Managing Director, Joint Managing Director and Whole Time Director is governed by the recommendation of the Remuneration and Nomination Committee, resolutions passed by the Board of Directors and Shareholders of the Company. The remuneration package of Managing Director, Joint Managing Director and Whole Time Director comprises of salary, perquisites, allowances and other retirement benefits as approved by the shareholders at the General Meetings of the Company.

g) Remuneration to Non-Executive Directors:

The Non-Executive Directors are paid remuneration by way of Sitting Fees. The Non Executive Directors are paid sitting fees for each meeting of the Board and Committee of Directors attended by them.

2. Audit committee:

A. Brief description of terms of reference

The Terms of Reference of this committee cover the matters specified for Audit Committee under Section 177 of the Companies Act, 2013 SEBI (LODR) Regulations 2015 and as follows:

- a. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- b. Recommending the appointment and removal of external auditor, fixation of audit fee and also approval for payment for any other services.
- c. Reviewing with management the annual financial statements before submission to the Board, focusing primarily on:
 - Any changes in accounting policies and practices
 - Major accounting entries based on exercise of judgment by management
 - Qualifications in draft Auditors' Report
 - Significant adjustments arising out of audit
 - The going concern assumption
 - Compliance with stock exchange and legal requirements concerning financial statements
 - Any related party transactions i.e. transactions of the company of material nature, with promoters or the



management, their subsidiaries or relatives etc., that may have potential conflict with the interests of the Company at large.

- d. Reviewing the adequacy of internal audit function, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
- e. Discussion with internal auditors of any significant findings and follow up there on.
- f. Reviewing the findings of any internal investigations by the internal auditors into matters where is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board
- g. Discussion with external auditors, before the audit commences, the nature and scope of audit as well as have post audit discussion to ascertain any area of concern.
- h. Reviewing the Company's financial and risk management policies.
- i. Reviewing with the management, external and internal auditors, and the adequacy of internal control systems.
- j. Other matters as assigned/specified by the Board from time to time.
- k. The scope of the Audit Committee also includes matters which are set out in SEBI (LODR) Regulations 2015, read with Section 177 of the Companies Act, 2013 and the rules made there under, as amended from time to time.

B. Composition, Meetings and Attendance during the year :

The Audit Committee comprises of total three Non-Executive Directors in which two are Independent Director. It comprises of Two Independent cum Non-Executive Directors and One Non- Executive Director (Woman Director). The committee comprises as follows:

1. Mr. P.Bhaskara Rao (Chairman)
2. Mr. M. V.Subba Rao (Member)
3. Mrs. M.Himaja (Member)

During the year Four Meetings were held on 27.05.2017, 12.08.2017, 15.11.2017 and 12.02.2018 and all members are present at that meetings.

3. Stakeholders' relationship committee:

The Company had a stakeholders' relationship committee of directors to look into the redressal of complaints of investors

Composition, Meetings and Attendance during the year:

The Stakeholders' relationship Committee comprises of One Independent cum Non-Executive Director P.Bhaskara Rao and One Non- Executive Director M.Himaja and One Non Executive Director (Mr.G.V.S.L.Kantha Rao) .(Chairman)

During the year Four Meetings were held on 27.05.2017, 30.08.2017, 15.11.2017 and 12.02.2018 and all members were present at that meetings.

Particulars of Employees and Related Disclosures:

The information required under Section 197 of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below

The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year: NIL

During the financial year 2017-18 The Company does not pay remuneration to Non- Executive Directors

b. The percentage increase in remuneration of each director, chief executive officer, chief financial officer, company secretary in the financial year: NA

c. The percentage increase in the median remuneration of employees in the financial year: NA

d. The number of permanent employees on the rolls of Company: Nil

e. The explanation on the relationship between average increase in remuneration & Company Performance: Nil

f. Comparison of the remuneration of the key managerial personnel against the performance of the Company Aggregate remuneration of key managerial personnel in FY 2017-18 was : NIL

Revenue Rs.79.91 Lacs

Remuneration of KMPs as a percentage of revenue : NIL

g. Variations in the market capitalization of the Company, price earnings ratio as at the closing date of the current financial year and previous financial year:



Particulars	March 31, 2018	March 31, 2017	% Change
Market Capitalization	4,56,24,600	5,22,14,820	-19.55
Price Earnings Ratio	13.12	15.11	(1.99)

h. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration: Nil

Increase in the managerial remuneration for the year was : Nil

There was no exceptional circumstances for increase in the managerial remuneration

i. Comparison of each remuneration of the key managerial personnel against the performance of the Company:

Remuneration in FY 2017-18	NIL
Revenue	Rs. 79.91 Lacs
% on Revenue	NIL
Profit before Tax	Rs. 50.74 Lacs
Remuneration(as % of PBT)	NIL

j. The key parameters for any variable component of remuneration availed by the directors: Nil

k. The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year: None.

As on 31.03.2018 there was no employees in company expect executive director hence above comparisons are not given.

l. Affirmation that the remuneration is as per the remuneration policy of the Company:

The Company affirms remuneration is as per the remuneration policy of the Company.

m. The statement containing particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014: NA

Further, the report and the accounts are being sent to the members excluding the aforesaid annexure. In terms of Section 136 of the Act, the said annexure is open for inspection at the Registered Office of the Company. Any shareholder interested in obtaining a copy of the same may write to the Company.

Statement on Declaration Given By Independent Directors:

All the independent directors of the company have declared that they met the criteria of independence in terms of section 149(6) of the companies act, 2013 and that there is no change in status of independence

Meetings of the Independent Directors:

During the year under review, Two meetings of independent directors were held on 27.07.2017 and 22.02.2018 in compliance with the requirements of schedule IV of the companies Act, 2013.

Statutory Auditors:

Pursuant to the provisions of Section 139 of the Act and the rules framed thereunder, Umamaheswara Rao & Co., Chartered Accountants, are eligible for re appointment as Statutory Auditors of the company for the financial year 2018-19 and the Board proposes for appointment of Statutory auditors for a period of five years which ends on until the conclusion of 13th Annual General Meeting of the company to be held in the Year 2021

In accordance with the Companies Amendment Act, 2017, enforced on 7th May, 2018 by the Ministry of Corporate Affairs, the appointment of Statutory Auditors is not required to be ratified at every Annual General Meeting. The Report given by the Auditors on the financial statement of the Company is part of this Report.

There were no qualifications, reservations, adverse remarks or disclaimer given by the Auditors in their Report.

Auditors' Report :

The auditors' report does not contain any qualifications, reservations or adverse remarks. The Audit Report which is given as an annexure which forms part of this report.

The Auditors' Report does not contain any qualification. Notes to Accounts and Auditors remarks in their report are self-explanatory and do not call for any further comments.

Secretarial Auditors :

Pursuant to provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and



Remuneration of Managerial Personnel) Rules 2014, your Company engaged the services of M/s. K. Srinivasa Rao & Nagaraju Associates, Company Secretaries in Practice, Vijayawada to conduct the Secretarial Audit of the Company for the financial year ended March 31, 2018.

Secretarial Audit Report:

The detailed reports on the Secretarial Audit in Form MR- 3 are appended as an Annexure III to this Report. There were no qualifications, reservations or adverse remarks given by Secretarial Auditors of the Company except non-compliance of section 203 of the Companies Act, 2013 and regulation 6 of SEBI (LODR) Regulations, 2015, in respect to appointment the Company Secretary as Key Managerial Person & Compliance officer and the company has not ensure that 100% of shareholding of promoter(s) and promoter group is in the materialized form upto the quarter ended on 30.09.2017.

Board Clarification on Secretarial Auditors Qualifications:

We are sincerely committed for good corporate governance practices with letter and spirit of law and we are sincerely trying to appoint a company secretary who is perfectly suitable for our company's compliance needs. But we are unable to appoint a company secretary during the year due to non availability of company secretaries, we hope that the position is to be filled in the near future. The company applied for reclassification of sum of its promoters to public category to BSE on 10.10.2016. For that the company got approval on 2.01.2018 with effect from the September-2017. So the company was successfully maintaining 100% of promoters shareholding in the materialized form from the date of approval from the BSE.

Cost Audit & Maintenance of Cost Records :

Cost Audit & Maintenance of Cost Records is not applicable to the Company for the Financial Year 2017-18.

Risk management :

The Board of the Company has formed a risk management committee to frame, implement and monitor the risk management plan for the Company. The committee is responsible for reviewing the risk management plan and ensuring its effectiveness. The audit committee has additional oversight in the area of financial risks and controls. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. The development and implementation of

risk management policy has been covered in the management discussion and analysis, which forms part of this report.

Particulars of loans, guarantees and investments :

The particulars of loans, guarantees and investments have been disclosed in the financial statements.

Transactions with related parties :

None of the transactions with related parties falls under the scope of Section 188(1) of the Act. Information on transactions with related parties pursuant to Section 134(3)(h) of the Act read with rule 8(2) of the Companies (Accounts) Rules, 2014 are given in Annexure II in Form AOC-2 and the same forms part of this report.

Corporate social responsibility :

Your Directors are pleased to inform that the provisions of section 135 of the Act, read with Companies (Corporate Social Responsibility Policy) Rules, 2014 are not applicable to the Company.

Deposits from public :

The Company has not accepted any deposits from public and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet.

Un secured loans taken from the Directors :

During the year the company has received the following un secured loans from the directors.

Internal financial control systems and their adequacy:

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the internal, statutory and secretarial auditors and external consultants and the reviews performed by management and the relevant board committees, including the audit committee, the board is of the opinion that the Company's internal financial controls were adequate and effective during the financial year 2017-18.

Conservation of energy, technology absorption, foreign exchange earnings and outgo:

Conservation of energy:

CIL continues to work on reducing carbon footprint in all its areas of operations through initiatives like.

(a) green infrastructure,



(b) Procurement of renewable energy through onsite solar power generating units. CIL continues to add LEED certified green buildings to its real estate portfolio.

Technology absorption, adaption and innovation:

The Company continues to use the latest technologies for improving the productivity and quality of its services.

Foreign exchange earnings and outgo:

Foreign exchange earnings and outgo Export in financial year 2017-18: Nil.

Material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report:

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statements relate on the date of this report.

Significant and material orders passed by the regulators or courts or tribunals impacting the going concern status of the company:

There are no significant and material orders passed by the Regulators or Courts or Tribunals which would impact the going concern status of the Company.

Prevention of Sexual Harassment of Women At Workplace:

As per the requirement of The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 ('Act') and Rules made there under, your Company has constituted Internal Complaints Committees (ICC). The Company. No complaints were received in this regard during the year. The company has complied with the provisions relating to the constitution of internal complaints committee under the sexual harassment of women at workplace (Prevention, Prohibition & Redressal) Act, 2013.

Reporting of The Internal Auditor :

The Internal Auditor of the Company Directly report to the Audit Committee.

Human resources:

Your Company treats its 'human resources' as one of its most important assets. Your Company continuously invests in attraction, retention and development of talent on an ongoing basis. A number of programs that provide focused people attention are currently underway. Your Company thrust is on

the promotion of talent internally through job rotation and job enlargement.

Report on Corporate Governance:

Your Directors are pleased to inform that as per SEBI Amended Circular No. CIR/CFD/POLICY CELL/7/2014 dated September 15, 2014, compliance with the provisions of Corporate Governance shall not be mandatory for the Company.

Vigil Mechanism:

The company has set up vigil mechanism to enable the employees and directors to report genuine concerns and irregularities, if any in the company, noticed by them.

Transfer of Amounts to Investor Education and Protection Fund :

Your Company did not have any funds lying unpaid or unclaimed for a period of seven years. Therefore there were no funds which were required to be transferred to Investor Education and Protection Fund (IEPF).

Acknowledgement:

The directors thank the Company's employees, customers, vendors, investors and academic institutions for their Continuous support. The directors also thank the government of various countries, government of India, the governments of various states in India and concerned government departments / agencies for their co-operation. The directors appreciate and value the contributions made by every member of the Crane Infrastructure Limited.

For and on behalf of the board of
Crane Infrastructure Ltd.

Sd/-
(P.Bhaskara Rao)
Director
(Din : 01846243)

Sd/-
(K.Praveen)
Executive Director
(Din : 07143744)



Annexure- I

Form No. MGT-9

Extract of Annual Return of M/S Crane Infrastructure Ltd

as on the financial year ended on 31st March, 2018

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

I. REGISTRATION AND OTHER DETAILS:

i.	CIN	L45209AP2008PLC059135
ii.	Registration Date	13.05.2008
iii.	Name of the Company	Crane Infrastructure Limited
iv.	Category / Sub-Category of the Company	Company Limited by Share/Indian Non-Government listed Company
v.	Address of the Registered office and contact details	D.No. 25-18-54, Opp: Crane Betel Nut Powder Works Office, Main Road, Sampath Nagar, Guntur. Phone No: 0863-12223311 craneinfrastructureltd@gmail.com cik@cranegroup.in Website: www.cranegroup.in
vi.	Whether listed company (Yes/No)	Yes (BSE)
vii.	Name, Address and Contact details of Registrar and Transfer Agent	M/s Big Share Services Private Limited 306, 3rd floor, Right Wing, Amrutha Ville, Opp: Yashoda Hospital, Rajbhavan Road, Somajiguda, Hyderabad- 500082

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Real Estate	70	95.68

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES-

Sl. No	Name and address of the Company	CIN/GLN	Holding/Subsidiary/ Associate	% of shares Held	Applicable Section
-	-	-	-	-	-

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

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters (1) Indian a) Individual / HUF	32,52,739	2,66,500	35,19,239	48.59	32,45,439	-	32,45,439	44.81	(3.78)



a) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt. (s)	-	-	-	-	-	-	-	-	-
d) bodies corp.	-	-	-	-	-	-	-	-	-
e) any other	-	-	-	-	-	-	-	-	-
Sub-total (A) (1)>	32,52,739	2,66,500	35,19,239	48.59	32,45,439	-	32,45,439	44.81	(3.78)
(2) Foreign	-	-	-	-	-	-	-	-	-
a) NRIs- Individuals	-	-	-	-	-	-	-	-	-
b) Other – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies corp.	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
Sub-total (A) (2)>	-	-	-	-	-	-	-	-	NIL
Total share holding of promoters (A) = (A)(1) + (A)(2)	32,52,739	2,66,500	35,19,239	48.59	32,45,439	-	32,45,439	44.81	(3.78)
B. Public Shareholding	-	-	-	-	-	-	-	-	-
1. Institutions	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	5,000	5,000	0.07	-	5,000	5,000	0.07	-
b) Banks / FI	-	22,300	22,300	0.31	-	22,300	22,300	0.31	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Subtotal (B)(1)>	0	27,300	27,300	0.38	0	27,300	27,300	0.38	—
2. Non- Institutions	-	-	-	-	-	-	-	-	-
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i) Indian	84,545	67,600	1,52,145	2.10	1,36,008	67,600	2,03,608	2.81	0.71
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-



i) Individual shareholders holding nominal share capital upto Rs. 2 lakhs	15,85,330	14,01,661	29,86,991	41.25	15,68,846	16,36,461	32,05,307	44.26	3.01
ii) Individual shareholders holding nominal share capital in excess of Rs 2lakh	5,07,071	0	5,07,071	7.00	4,89,920	0	4,89,920	6.76	(0.24)
c) Others; Clearing Members	8,263	0	8,263	0.11	5,851	0	5,851	0.08	(0.03)
Non Resident Indians (specify)	13,366	27,600	40,966	0.57	37,450	27,100	64,550	0.89	0.32
Trusts	25	0	25	0.00	25	0	25	0.00	0
Sub-total (B)(2):-	21,98,600	14,96,861	36,95,461	51.02	22,38,100	17,31,161	39,69,261	54.81	3.79
Total Public Shareholding (B)=(B)(1)+(B)(2)	21,98,600	15,24,161	37,22,761	51.41	22,38,100	17,58,461	39,96,561	55.18	3.77
C. Shares held by Custodian for GDRs & ADRs	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Grand Total (A+B+C)	54,51,339	17,90,661	72,42,000	100.00	54,83,539	17,58,461	72,42,000	100.00	NIL

(ii) Shareholding of Promoters:-

S.No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1.	Manepalli Himaja	73,189	1.01	0.0000	73,189	1.01	0.0000	0.0000
2.	G V S L Kantha Rao	31,52,250	43.53	0.0000	31,72,250	43.80	0.0000	0.0000
	Total	32,25,439	44.54	0.0000	32,45,439	44.81	0.0000	0.0000



(iii) Change in Promoters' Shareholding :

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year	32,25,439	44.54	32,45,439	44.81
2	Date wise Increase / (Decrease) in Promoters Share holding during the year 05.02.2017	20,000			
3	At the End of the year	32,45,439	44.81	32,45,439	44.81

There was no change in the promoter shareholding except above mentioned as well as the change of promoter shareholding occurred due to the approval for its application regarding the reclassification of some of its promoters into public category during the year from the BSE.

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

Sl.No.	Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Grandhi Lakshmi Hymavathi	104,295	1.44	1,04,295	1.44
2.	Suryavathi N Date wise increase of shareholding By way of transfer	48,351	0.67	59,217	0.81
	05-05-17	302			
	12-05-17	300			
	19-05-17	1,099			
	26-05-17	2,699			
	02-06-17	2,600			
	21-07-17	2,500			
	28-07-17	700			
	01-09-17	666			
3.	Varalakshmi Vemula Date wise increase of shareholding By way of transfer	65,000	0.90	50,000	0.69
	19-05-17	-15000			
4.	Sameer Ananth Rao Hejib	49,519	0.68	49,519	0.68
5.	Avulal Venkateswara Reddy	41,206	0.57	41,206	0.57
6.	Khande Pitchaiah	39,682	0.55	39,682	0.55



7.	Millennium Stock Broking Pvt. Ltd. Date wise increase of shareholding By way of transfer 05-01-18 12-01-18 26-01-18	0 43,471 -4,071 -4,400		35,000	0.48
8.	Saji George Date wise increase of shareholding By way of transfer: 07-04-17 14-04-17 21-04-17 04-08-17 25-08-17 24-11-17 22-12-17 29-12-17 26-01-18 16-02-18 23-02-18 02-03-18 30-03-18	10,055 1,200 1,830 100 300 2,310 11,094 1,000 100 600 1,000 10 3,500 1,500		34,639	0.4783
9.	Amit Bhutra	31,762	0.44	31,762	0.44
10.	Power Petro Products Ltd.	30,000	0.41	30,000	0.41

(v) Shareholding of Directors and Key Managerial Personnel:

Sl.No.	For each of the Directors and KMP	Shareholding at the beginning / Ending of the year			Cumulative Shareholding during the year	
			No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	G.V.S.L.KanthaRao (Director)	At the beginning of the year	3152250	43.53	3172250	43.80
		At the end of the year	3172250	43.80	3172250	43.80
2	K. Praveen(Executive Director)	At the beginning of the year	-	-	-	-
		At the end of the year	-	-	-	-
5	M.Himaja	At the beginning of the year	73189	1.01	73189	1.01
		At the end of the year	73189	1.01	73189	1.01
6	P.Bhaskara Rao	At the beginning of the year	-	-	-	-
		At the end of the year	-	-	-	-
7	M. V. Subba Rao	At the beginning of the year	-	-	-	-
		At the end of the year	-	-	-	-
8	CH. V. S. S. Kishore Kumar	At the beginning of the year	8685	0.12	8685	0.12
		At the end of the year	8685	0.12	8685	0.12

**V. INDEBTEDNESS :**

Indebtedness of the Company including interest outstanding/accrued but not due for payment

Particulars	Secured Loans excluding deposits (Rs.)	Unsecured Loans (Rs.)	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year:				-
i) Principal Amount	-	1,68,34,004		1,68,34,004
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	-	1,68,34,004		1,68,34,004
Change in Indebtedness during the financial year:				
• Addition				
• Reduction	-	(-)20,15,213		(-)20,15,213
Net Change	-	(-)20,15,213		(-)20,15,213
Indebtedness at the end of the financial year:				
i) Principal Amount	-	1,48,18,791		1,48,18,791
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	-	1,48,18,791		1,48,18,791

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL :

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

Sl.no.	Particulars of Remuneration	Name of MD/WTD/Manager	Total Amount
1.	Gross salary	K.Praveen, (Executive Director)	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NIL	NIL
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-
	(c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	-	-
2.	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission- as % of profit- Others, specify...	-	-
5.	Others, please specify	-	-
	Total (A)	NIL	NIL
	Ceiling as per the Act	With in ceiling Limits as per the Companies Act, 2013	With in ceiling Limits as per the Companies Act, 2013

**B. Remuneration to other directors:**

Sl. no.	Particulars of Remuneration	Name of the Directors				Total Amount (in Rs.)
1.	Independent Directors: Fee for attending board / ▪ Committee meetings ▪ Commission ▪ Others, please specify	NA	NA	NA	NA	NIL
	Total (1)	NIL	NIL	NIL	NIL	NIL
2.	Other Non-Executive Directors: Fee for attending board / ▪ Committee meetings ▪ Commission ▪ Others, please specify	Nil				
	Total (2)	NIL	NIL	NIL	NIL	NIL
	Total (B)=(1+2)	NIL	NIL	NIL	NIL	NIL
	Total Managerial Remuneration (A+B)	NIL	-	-	-	NIL
	Overall Ceiling as per the Act	NA	NA	NA	NA	NA

A. Remuneration to Key Managerial Personnel other than MD/Manager/WTD: NA

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: Not Applicable

By Order of the Board of Directors
For M/s. Crane Infrastructure Limited

Place: Guntur
Date: 13.08.2018

Sd/-
(K.Praveen)
Executive Director
(Din: 07143744)

Sd/-
(G.V.S.L.Kantha Rao)
Director
(1846224)

Annexure - IIFORM 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.

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 arms length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis: Nil
2. Details of contracts or arrangements or transactions at Arm's length basis.

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	Apex Solutions Ltd Relationship: Mr.G.V.S.L.Kantha Rao, Director of the company is also Director in Apex Solutions Ltd
b)	Nature of contracts/arrangements/transaction	Rent of Rs.6,01,560/- received from Apex Solutions Ltd
c)	Duration of the contracts/arrangements/transaction	NA
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	NA
e)	Date of approval by the Board/Share holders	28.03.2016
f)	Amount paid as advances, if any	NA

By Order of the Board of Directors
For M/s. Crane Infrastructure Limited

Place: Guntur
Date: 13.08.2018

Sd/-
(K.Praveen)
Executive Director
(Din: 07143744)

Sd/-
(G.V.S.L.Kantha Rao)
Director
(Din : 01846224)

**Annexure-III****Management Discussion And Analysis**

INDUSTRY OVERVIEW & FUTURE OUTLOOK : The real estate sector is one of the most recognized sectors. In India, real estate is the second largest employer after agriculture and is slated to grow at 30% over the next decade. The real estate sector comprises of four sub sectors - housing, retail, hospitality, and commercial. The growth of this sector is well complemented by the growth of the corporate environment and the demand for office space as well as urban and semi-urban accommodations. The construction industry ranks third among the 14 major sectors in terms of direct, indirect and induced effects in all sectors of the economy. The global warehousing and storage industry has witnessed significant growth during the last five years. The Indian warehousing industry is set to grow at a CAGR of 8%-10% and modern warehousing at 25%— 30% over the next 5 years due to various factors including the anticipated increase in global demand, growth in organized retail and increasing manufacturing activities, presence of extremely affordable and desirable e-commerce options and growth in international trade. The Government of India along with the governments of the respective states have taken several initiatives to encourage the development in the sector. The Smart City Project, where there is a plan to build 100 smart cities, is a prime opportunity for the real estate companies.

BUSINESS OVERVIEW : The Board of Directors of the Company, during the year, have explored all the —possibilities to develop its properties. Although there is acute shortage of quality warehousing facilities, due to prevailing subdued market conditions and increasing input costs, the Company has been adopting a conscious approach. Many of the projects are at different stages of planning as well as getting requisite statutory approvals, which will help to move forward, when the conditions improve. In the medium term, the Company also plans for development of transport infrastructure projects, such as Logistics Parks, Warehouses, truck terminals, FTWZs etc in a phased manner. The revenue stream for these projects will primarily be lease based, on long term basis. In case of developing Logistics Parks & Warehouses, your Company shall be looking for strategic partners/investors having long term perspective with reasonable return expectation once the requisite permissions etc. are in place. Many of these projects are presently at various levels of planning as well as of getting requisite statutory approvals. Management will keep you informed on the development plans, from time to time

COMPANY'S PERFORMANCE : During the Year under review revenue from operations for the financial year 2017-18 is 79.91 Lakhs was improved by 1.40 % over last year (78.81 Lakhs in 2016-17). Profit after tax (PAT) for the financial year 2017-18 is 35.12 Lakhs was decreased by 05.41 %over last year (37.13 Lakhs in 2016-17).

THREATS, RISKS & CONCERNS : This sector faces various degrees of uncertainty, both at the macro and micro levels. The Company being in the same sector is not an exception. Right from the time of acquisition of land for construction, to the time of sale of finished properties, the Company faces various regulatory requirements. Some of these requirements such as land acquisition, permitted land use, approval from multiple government authorities, development of land and construction thereon, stringent environmental and safety standards etc. increases cost as well as affects timeliness of a project.

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/INDUSTRIAL RELATIONS The timely availability of skilled and technical personnel is one of the key challenges. The Company maintains healthy and motivating work environment through various measures. This has helped the Company to retain and recruit skilled work force which would result in timely completion of the projects.

INTERNAL CONTROL SYSTEM AND ITS ADEQUACY : The Company has an adequate internal control systems, commensurate with size and nature of its business. The system is supported by documented policies, guidelines and procedures to monitor business and operational performance which are aimed at ensuring business integrity and promoting operational efficiency. Internal controls are supplemented by an extensive programme of internal audit, review by management with reference to the documented policies, guidelines and procedures. These controls are designed to ensure that financial and other records are reliable for preparing financial information and other reports and for maintaining regular accountability of the Company's assets and operations.

CAUTIONARY STATEMENT : Certain Statements found in the Management Discussion and Analysis Report may constitute "Forward Looking Statements" within the meaning of applicable securities laws and regulations. These forward looking statements involve known and unknown risks, uncertainties and other factors that are difficult to predict and which may cause our actual results, performance or achievements to be different from any future results, performance and achievements expressed or implied by these statements.

**Annexure - IV**

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED ON
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]

To,
The Members,
M/s. Crane Infrastructure Ltd,
Guntur

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

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2018 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance- mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

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

- (i). The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii). The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii). The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv). Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v). The Following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') viz.:-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2015 (Not applicable to the Company during the Audit Period);
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999/ The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 – (Not applicable to the Company during the Audit Period);
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not applicable to the Company during the Audit Period);
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not applicable to the Company during the Audit Period) and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (Not applicable to the Company during the Audit Period);
 - (i) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015



(vi). The Company has identified the following laws as specifically applicable to the Company:

1. Transfer of Property Act, 1882

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

(i) Secretarial Standards issued by the Institute of Company Secretaries of India.

(ii) The Listing Agreement entered into by the Company with Bombay Stock Exchange Limited and the Uniform Listing Agreement entered with the said stock exchange pursuant to the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except to the extent as mentioned below:

1. Whereas in terms of the provisions of Section 203 of the Companies Act, 2013, the Company was required to have certain Key Managerial Personnel (KMP). Whereas in terms of the provisions of Regulation 6. (1) A of the SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 listed entity shall appoint a qualified company secretary as the compliance officer. **The Company has not appointed a Company Secretary in terms of the provisions of Section 204 of the Companies Act, 2013 and Regulation 6. (1) A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

2. Whereas in terms of the provisions of regulation 31(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 The listed entity shall ensure that hundred percent of shareholding of promoter(s) and promoter group is in dematerialized form and the same is maintained on a continuous basis in the manner as specified by the Board. **The Company has not ensure that hundred percent of shareholding of promoter(s) and Promoter group is in dematerialized form up to the quarter ended 30.09.2017.**

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

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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.

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

1. During the year the BSE Limited (the Stock Exchange) has approved the Company re- application dated 10.10.2016 for reclassification of promoter shareholding, on 02.01.2018 and the Stock Exchange giving effect for the said Re-classification of the promoter shareholding from September 2017 onwards.

Place: Vijayawada

Date: 13.08.2018

For K. Srinivasa Rao & Nagaraju Associates.,
Company Secretaries.,

C.S. N.V.S.Naga Raju, Partner
ACS. No. 37767/ C. P. No: 14940

This report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report.



'ANNEXURE A'

To,
The Members
M/s Crane Infrastructure Ltd
Guntur

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

**For K. Srinivasa Rao & Nagaraju Associates.,
Company Secretaries.,**

Place: Vijayawada

Date: 13.08.2018

**CS .N.V.S.Naga Raju, Partner
ACS. No. 37767/ C. P. No: 14940**

**Annexure - V****INDEPENDENT AUDITORS' REPORT**

To
Members of
Crane Infrastructure Limited
Guntur

Report on the Ind AS financial statements

- 1) We have audited the accompanying Ind AS financial statements of **Crane Infrastructure Limited, Guntur** ('the Company'), which comprise the Balance Sheet as at 31st March, 2018, the Statement of Profit & Loss (including Other Comprehensive Income) for the year then ended and a summary of the Significant Accounting Policies and other explanatory information.

Managements' Responsibility for the financial statements:

- 2) The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ('the Act') with respect to the preparation of these Ind AS financial statements that give a true and fair view of the state of affairs (financial position), Profit or Loss (financial performance including Other Comprehensive Income), Cash Flows and Changes in Equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with Rule 3 of the Companies (Indian Accounting standards) Rules, 2015 and the Companies (Indian Accounting Standards) Amendment Rules, 2016 issued by Ministry of Corporate Affairs.
- 3) 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.

Auditors' Responsibility:

- 4) Our responsibility is to express an opinion on these Ind AS financial statements based on our audit.
- 5) In conducting our audit, We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the rules made there under.



- 6) 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.
- 7) An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the Ind AS financial statements. The procedures selected depend on the auditors' 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 accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the Ind AS financial statements.
- 8) We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified opinion on the Ind AS financial statements of the Circle.

Opinion:

- 9) In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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 March 31, 2018, and its profit, total comprehensive income, the changes in equity and its cash flows for the year ended on that date.

Other Matters

- 10) The comparative financial information of the company for the year ended 31st March 2017 and the transition date opening balance sheet as at 1st April 2016 included in these Ind AS financial statements, are based on the previously issued statutory financial statements prepared in accordance with the Companies (Accounting Standards) Rules, 2006 as adjusted for the differences in the accounting principles adopted by the Company on transition to the Ind AS, which have been audited by us. The financial statements for the year ended 31st March, 2017 were audited by us and we have expressed an unmodified opinion on those financial statements vide our audit report dated 27th May, 2017.

Report on Other Legal and Regulatory Requirements

- 11) 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 including other comprehensive income, 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 financial statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act.
 - e. on the basis of the written representations received from the directors of the Company as on March 31, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2018 from being appointed as a director in terms of Section 164(2) of the Act.
 - f. with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in 'Annexure B'. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - g. with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us :
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements.
 - ii. The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There are no amounts which are required to be transferred, to the Investor Education and Protection Fund by the Company.
- 12) As required by the Companies (Auditor's Report) Order, 2016 ('the Order') issued by the Central Government in terms of Section 143(11) of the Act, we give in 'Annexure-A' a statement on the matters specified in paragraphs 3 and 4 of the Order.

For Umamaheswara Rao & Co.,
Chartered Accountants
Firm Regn. No.0044535

(CA S. HSY Sarma)
Partner
Membership No. 234083

Place : Guntur

Date : 30-May-2018

ANNEXURE - 'A'

ANNEXURE TO INDEPENDENT AUDITORS REPORT OF EVEN DATE

The annexure referred to in Paragraph (1) under the heading 'Report on Other Legal & Regulatory Requirement' of our Independent Auditors' Report of even date to the Statutory Auditors of Crane Infrastructure Limited ("the Company"), on the Financial Statements for the year ended March 31, 2018, we report that:

- i. (a) The Company has maintained proper records showing full particulars, including Quantitative details and situation of its fixed assets;
- (b) All the assets have been physically verified by the management during the year. There is a regular programme of verification which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. No material discrepancies were noticed on such verification.
- (c) With respect to the Title Deeds of the lands, as per the information and explanation given to us, the Company has 39,578 Sq. Mt of Lands (4 Lands).

All the lands were transferred to the company from Virat Crane Industries Limited (VCIL) as per the Arrangement of scheme of demerger ordered by the Hon'ble High Court of Andhra Pradesh, Hyderabad. The Company is in the process of transferring the lands to its name.



- ii. The Inventory has been physically verified during the year by the management. In our opinion the frequency of verification is reasonable.
- iii. According to the information and explanations given to us, the Company has granted unsecured loans to one bodies corporate i.e., Crane Global Solutions Limited amounting to Rs.65,00,000/-, covered in the register maintained under Section-189 of the Companies Act, 2013, in respect of which.
 - a. The terms and condition of the grant of such loans are, in our opinion, prima facie, not prejudicial to the Company's interest.
 - b. The terms of repayment does not stipulate any repayment schedule and the loans are repayable on demand. The loans bear no interest.
 - c. There are no overdue amounts in respect of the above loans granted to the bodies corporate as there is no repayment schedule and bear no interest.
- iv. In our opinion and according to the explanation given to us, the company has complied with the provisions of Section 185 and 186 of the Act, with respect to the loans and investments made.
- v. The company has not accepted any deposits from the public within the meaning of Sections 73 to 76 of the Act and the rules framed there under.
- vi. The central Government has not prescribed any Cost records for these kind companies; In view of the above, clause (vi) is not applicable.
- vii. According to the information and explanations given to us and according to the books and records as produced and examined by us, in our opinion.
 - a. The Company is regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Income Tax, Sales Tax, Customs Duty, Excise Duty, Service Tax, Cess and other material statutory dues applicable to
 - b. According to the information and explanation given to us, there are no dues of Sales Tax, Service Tax, Income Tax, Customs duty and Excise duty which have not been deposited on account of any dispute.
 - c. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company. In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of dues to the financial institution, bank or debentures holders.
- viii. The company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, Clause (ix) is not applicable.
- ix. According to the information and explanations given to us, no fraud on or by the company or on the company by its officers or employees has been noticed or reported during the course of our audit.
- x. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid / provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.
- xi. In our opinion and according to the information and explanations given to us, the Company is not a nidhi Company. Accordingly, Clause (xii) is not applicable.
- xii. According to the information and explanations given to us and based on our examination of the records of the Company transactions with the related parties are in compliance with 177 and 186 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiii. 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.
- xiv. According to the information and explanations to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, Clause (xv) is not applicable.
- xv. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

For Umamaheswara Rao & Co.,
Chartered Accountants
Firm Regn. No.004453S

Place : Guntur
Date : 30-May-2018

(CA S.HSY Sarma)
Partner
Membership No. 234083



ANNEXURE B

ANNEXURE TO THE INDEPENDENT AUDITORS' REPORT

The annexure referred to in paragraph 2(f) under the heading 'Report on Other Legal & Regulatory Requirement' of our Independent Auditors' Report of even date to the Statutory Auditors of Crane Infrastructure Limited ('the Company'), on the Financial Statements for the year ended March 31, 2018, we report that:

- 1) We have audited the internal financial controls over financial reporting of Crane Infrastructure Limited ('the Company') as of March 31, 2018 in conjunction with our audit of financial Statements of the company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

- 2) 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

- 3) 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.
- 4) 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.
- 5) 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

- 1) 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

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

Opinion:

In our opinion to the best of our information and according to the explanations given to us, the Company and its subsidiary companies incorporated in India, have, 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 and its subsidiary companies incorporated in India considering the essential components of internal control stated in the Guidance Note.

For Umamaheswara Rao & Co.,

Chartered Accountants

Firm Regn. No.004453S

(CA S.HSY Sarma)

Partner

Membership No. 234083

Place : Guntur
Date : 30-May-2018



CRANE INFRASTRUCTURE LIMITED

D.No. 25-18-54, Opp: Crane Betel Nut Powder Works, Main Road, Sampath Nagar, Guntur - 522 004

Balance Sheet as at 31st March, 2018

(Amount in Rs) As at

	Particulars	Note No.	31st March 2018	31st March 2017	1st April 2016
	Assets				
(1)	Non Current Assets				
	(a) Property, Plant and Machinery	2	237,053,040	240,247,350	242,831,179
	(b) Goodwill		37,086,141	37,086,141	37,086,141
	(c) Financial Assets				
	(i) Loans	3	7,905,190	4,630,190	1,330,190
	(i) Deferred Tax Assets (net)			-	-
	(c) Other Non Current Assets	4	119,791	72,491	-
(2)	Current Assets				
	(a) Inventories	5	9,433,350	9,433,350	9,433,350
	(b) Financial Assets				
	(i) Trade Receivables	6	724,412	170,833	526,066
	(ii) Cash and Cash Equivalents	7	450,344	1,959,274	1,026,168
	(c) Current Tax Assets (net)	8	144,829	39,576	370,194
	(c) Other Current Assets		-	-	-
	TOTAL ASSETS		292,917,097	293,639,205	292,603,288
	EQUITY AND LIABILITIES				
	Equity				
	(a) Equity Share Capital	9	72,420,000	72,420,000	72,420,000
	(b) Other Equity	10	202,249,847	200,625,246	198,799,771
	TOTAL EQUITY		274,669,847	273,045,246	271,219,771
	LIABILITIES				
(1)	Non-Current Liabilities				
	(a) Financial Liabilities				
	(i) Borrowings	11	14,818,791	16,834,004	18,192,938
	Total Non Current Liabilities		14,818,791	16,834,004	18,192,938
(2)	Current Liabilities				
	(b) Other Current Liabilities	12	3,034,635	3,522,118	3,021,436
	(c) Provisions	13	393,824	237,837	169,143
	(d) Current Tax Liabilities (Net)				
	Total Current Liabilities		3,428,459	3,759,955	3,190,579
	TOTAL EQUITY AND LIABILITIES		292,917,097	293,639,205	292,603,288

The accompanying notes form an integral part of the financial statements

As per our report of even date

For Umamaheswara Rao & Co.
CHARTERED ACCOUNTANTS
Firm Registration No. 004453S

(C.A. S HSY Sarma)
Partner
Membership No.234083

For and on behalf of the Board

SD/-
K. PRAVEEN
Executive Director
(Din : 07143744)

SD/-
G.V.S.L. Kantha Rao
Director
(Din : 01846224)

SD/-
CH.V.S.S.KISHORE KUMAR
CFO & Director
(Din : 01823606)

Place : Guntur
Date : 30-May-2018

**CRANE INFRASTRUCTURE LIMITED**

D.No. 25-18-54, Opp: Crane Betel Nut Powder Works, Main Road, Sampath Nagar, Guntur - 522 004

Profit & Loss account for the year ended on 31st March, 2018

(Amount in Rs)

	Particulars	Note No.	31st March, 2018	31st March, 2017
I	Revenue from operations	14	7,644,582	7,298,856
II	Other Income	15	346,842	582,000
III	Total Income (I+II)		7,991,424	7,880,856
IV	Expenses			
	Cost of Material Consumed		-	-
	Purchases of Stock-in-Trade		-	-
	Changes in inventories of finished goods, Stock-in-trade and Work-in-Progress	16	-	-
	Employee Benefit Expenses	17	240,000	540,000
	Finance Costs		-	-
	Depreciation and Amortization Expense	2	1,306,753	1,298,880
	Other Expenses	18	2,087,972	968,444
	Total Expenses (IV)		3,634,725	2,807,324
V	Profit/(Loss) before exceptional items and Tax (I-IV)		4,356,699	5,073,532
VI	Exceptional Items		-	-
VII	Profit/(Loss) before Tax (V-VI)		4,356,699	5,073,532
VIII	Tax Expense			
	(1) Current Tax	19	844,540	1,360,500
	(2) Deferred Tax		-	-
IX	Profit/(Loss) for the period from Continuing Operations (VII-VIII)		3,512,159	3,713,032
X	Profit/(Loss) for the Discontinued Operations		-	-
XI	Tax Expense of Discontinued Operations		-	-
XII	Profit/(Loss) for the Discontinued Operations after Tax (X-XI)		-	-
XIII	Profit/(Loss) for the period (IX+XII)		3,512,159	3,713,032
XIV	Earnings per equity share (for continuing operation)			
	(1) Basic		0.48	0.51
	(2) Diluted		0.48	0.51

Summary of Significant Accounting Policies**Notes on Financial statements**

For Umamaheswara Rao & Co.
CHARTERED ACCOUNTANTS
Firm Registration No. 004453S

(C.A. S HSY Sarma)
Partner
Membership No.234083

For and on behalf of the Board

SD/-
K. PRAVEEN
Executive Director
(Din : 07143744)

SD/-
G.V.S.L. Kartha Rao
Director
(Din : 01846224)

SD/-
CH.V.S.S.KISHORE KUMAR
CFO & Director
(Din : 01823606)

Place : Guntur
Date : 30-May-2018



CRANE INFRASTRUCTURE LIMITED

D.No. 25-18-54, Opp: Crane Betel Nut Powder Works, Main Road, Sampath Nagar, Guntur - 522 004

CASH FLOW STATEMENT FOR THE YEAR ENDED on 31st March, 2018

Amount in Rs.

PARTICULARS		For the year ending	
		31st March, 2018	31st March, 2017
A CASH FLOW FROM OPERATING ACTIVITIES:		Rs.	Rs.
Net Profit Before Tax and Extraordinary items		4,356,699	5,073,532
Adjustments			
Depreciation		1,306,753	1,298,880
(Profit) / Loss on sale of fixed assets		-	-
Operating Profit Before Working Capital Changes		5,663,452	6,372,413
<u>Adjustments for Working Capital Changes:</u>			
Decrease/(Increase) in Inventories		-	-
Decrease/(Increase) in Trade Receivables		(553,579)	355,233
Decrease/(Increase) in Loans and Advances		(3,275,000)	(3,300,000)
Decrease/(Increase) in Other Current Assets		(152,553)	258,127
Increase/(Decrease) in Current Liabilities and Provisions		(331,496)	569,376
ADJUSTMENTS IN WORKING CAPITAL		(4,312,628)	(2,117,264)
Cash Generated from Operations		1,350,824	4,255,148
Income Tax Paid/Provided		844,540	1,360,500
Net Cash From Operating Activities	{A}	506,284	2,894,648
B CASH FLOW FROM INVESTING ACTIVITIES:			
Purchase of Fixed assets and (Increase) / Decrease in CWIP		-	(602,609)
Sale proceeds of fixed assets		-	-
Net Cash Used In Investing activities	{B}	-	(602,609)
C CASH FLOW FROM FINANCING ACTIVITIES:			
Availment of Unsecured Loans		(2,015,213)	(1,358,934)
Net Cash Used in Financing Activities	{C}	(2,015,213)	(1,358,934)
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS		(1,508,929)	933,105
Cash and Cash Equivalents at the beginning of the period		1,959,274	1,026,168
Cash and Cash Equivalents at the end of the period		450,344	1,959,274
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS		(1,508,929)	933,105
Cash on hand		333,942	566,793
Balances held with banks		116,402	1,392,481
Cash and cash equivalents as restated		450,344	1,959,274

This is the Cash Flow Statement referred to in our report of even date

For and on behalf of the Board

For Umamaheswara Rao & Co.
CHARTERED ACCOUNTANTS
Firm Registration No. 004453S

SD/-
K. PRAVEEN
Executive Director
(Din : 07143744)

SD/-
G.V.S.L. Kantha Rao
Director
(Din : 01846224)

(C.A. S HSY Sarma)

Partner

Membership No.234083

SD/-
CH.V.S.S.KISHORE KUMAR
CFO & Director
(Din : 01823606)

Place: Guntur

Date : 30-May-2018



CRANE INFRASTRUCTURE LIMITED
D.No. 25-18-54, Opp: Crane Betel Nut Powder Works, Main Road, Sampath Nagar, Guntur - 522 004
Schedules to Financial Statements
Statement of Changes in Equity for the year ended 31st March 2018
A. Equity share capital

Particulars	No of Shares	Amount (Rs.)
Balance as at 1st April, 2016	7242000	72,420,000
Changes in equity share capital during 2016-17	-	-
Balance as at 31st March, 2017	7242000	72,420,000
Changes in equity share capital during 2017-18	-	-
Balance as at 31st March, 2018	7242000	72,420,000

B. Other Equity

Particulars	Reserves and Surplus				Other Comprehensive Income		Total
	Capital Reserve	Share Premium	Other Reserves (Revaluation Reserve)	Retained Earnings	Equity instruments through Other Comprehensive Income	Actuarial Gains/losses reserve	
Balance at the beginning of reporting period - 01-04-2016	-	-	181,156,031	17,643,740			198,799,771
Profit for the period	-	-	-	3,713,032			3,713,032
Other Comprehensive Income	-	-	-	-			-
Total Comprehensive Income for the year	-	-	-	3,713,032			3,713,032
Transfer from/to General Reserve / Reversal	-	-	(1,887,557)	-			(1,887,557)
Final Dividends	-	-	-	-			-
Dividend Distribution tax	-	-	-	-			-
Balance at the end of reporting period - 31-03-2017	-	-	179,268,474	21,356,772			200,625,246
Profit for the period	-	-	-	3,512,159			3,512,159
Other Comprehensive Income	-	-	-	-			-
Total Comprehensive Income for the year	-	-	-	-			-
Transfer from/to General Reserve / Reversal	-	-	1,887,557	-			1,887,557
Final Dividends	-	-	-	-			-
Dividend Distribution tax	-	-	-	-			-
Balance at the end of reporting period - 31-03-2018	-	-	177,380,916	24,868,931			202,249,847



CRANE INFRASTRUCTURE LIMITED

D.NO. 25-18-54, OPP: CRANE BETEL NUT POWDER WORKS, MAIN ROAD, SAMPATHNAGAR, GUNTUR- 522 004

NOTES FORMING PART OF FINANCIAL STATEMENTS 31ST MARCH, 2018NOTE :- MAJOR ACCOUNTING POLICIES1. **METHOD OF ACCOUNTING :**

THE COMPANY FOLLOWS MERCANTILE SYSTEM OF ACCOUNTING AND RECOGNIZES INCOME AND EXPENDITURE ON AN ACCRUAL BASIS. THE ACCOUNTS ARE PREPARED ON HISTORICAL COST BASIS.

2. **FIXED ASSETS :**

FIXED ASSETS ARE ACCOUNTED FOR ON HISTORICAL COST BASIS LESS ACCUMULATED DEPRECIATION. COST COMPRISES OF PURCHASE PRICE AND ALL EXPENSES DIRECTLY ATTRIBUTABLE TO BRINGING THE ASSET TO ITS PRESENT WORKING CONDITION.

3. **DEPRECIATION :**

DEPRECIATION IS PROVIDED ON THE STRAIGHT LINE METHOD BASIS AS PER THE USEFUL AND IN THE MANNER SPECIFIED IN SCHEDULE II OF THE COMPANIES ACT, 2013.

4. **INVESTMENTS:****LONG TERM:**

INVESTMENTS ARE STATED AT COST LESS PROVISION FOR PERMANENT DIMINUTION IN VALUE.

SHORT TERM:

SHORT TERM INVESTMENTS ARE STATED AT COST OR MARKET VALUE WHICH EVER IS LOWER.

5. **PRIOR PERIOD ADJUSTMENTS:**

INCOME AND EXPENDITURE PERTAINING TO PRIOR PERIODS ARE ACCOUNTED UNDER RESPECTIVE HEADS OF PROFIT AND LOSS ACCOUNT. HOWEVER, NET EFFECT OF SUCH AMOUNT, WHERE MATERIAL, IS DISCLOSED SEPARATELY.

6. **RECOGNITION OF INCOME**

RENTAL INCOME IS RECOGNISED ON ACCRUAL BASIS.

7. **TAXES ON INCOME:****A) CURRENT TAX:**

TAX ON INCOME FOR THE CURRENT PERIOD IS DETERMINED ON THE BASIS OF TAXABLE INCOME AND TAX CREDITS COMPUTED IN ACCORDANCE WITH THE PROVISIONS OF THE INCOME TAX ACT 1961, AND BASED ON EXPECTED OUTCOME OF ASSESSMENTS / APPEALS, IF ANY.

B) DEFERRED TAX:

DEFERRED TAX FOR TIMING DIFFERENCES BETWEEN TAXABLE INCOME AND ACCOUNTING INCOME ARE CONSIDERED BY USING THE TAX RATES THAT ARE SUBSTANTIVELY ENACTED BY THE BALANCE SHEET DATE. DEFERRED TAX ASSETS ARE RECOGNISED ONLY TO THE EXTENT WHERE THERE IS REASONABLE CERTAINTY THAT THEY SHALL BE REALISED.



Note-2 : Property, Plant and Machinery

Particulars	Freehold Land	Buildings	Plant & Machinery	Electrical Installation	Goodwill
Year ended 31-March-2017					
Deemed Cost as at 1st April, 2016	87,441,723	192,609,167	2,061,525	7,938,475	37,086,141
Exchange Differences		602,609			
Assets included in disposal group classified as held for sale					
Disposals					
Closing Gross carrying amount	87,441,723	193,211,776	2,061,525	7,938,475	37,086,141
Accumulated Depreciation as on 1st April, 2016	-	37,719,711	1,958,449	7,541,551	-
Depreciation charge during the year	-	3,186,437	0	-	-
Assets included in disposal group classified as held for sale					
Exchange Differences					
Closing Accumulated Depreciation	-	40,906,149	1,958,449	7,541,551	-
Net Carrying amount year ended 31st March, 2017	87,441,723	152,305,627	103,076	396,924	37,086,141
Year ended 31-March-2018					
Deemed Cost as at 1st April, 2017	87,441,723	193,211,776	2,061,525	7,938,475	37,086,141
Exchange Differences					
Assets included in disposal group classified as held for sale					
Disposals					
Closing Gross carrying amount	87,441,723	193,211,776	2,061,525	7,938,475	37,086,141
Accumulated Depreciation as on 1st April, 2017	-	40,906,149	1,958,449	7,541,551	-
Depreciation charge during the year	-	3,194,310	0	-	-
Assets included in disposal group classified as held for sale					
Exchange Differences					
Closing Accumulated Depreciation	-	44,100,459	1,958,449	7,541,551	-
Net Carrying amount year ended 31st March, 2018	87,441,723	149,111,317	103,076	396,924	37,086,141

(i) Leased Assets

Particulars	Land, Buildings, Plant & Machinery and Electrical Installations	31-Mar-18	31-Mar-17
Land, Buildings, Plant & Machinery and Electrical Installations			
Cost/ Deemed Cost		203,211,776	203,211,776
Accumulated		59,600,459	50,405,149
Depreciation		149,611,317	152,806,627
Net Carrying amount			

Note:

- All the lands were transferred to the company from Virat Crane Industries Limited (VCIL) as per the Arrangement of scheme of demerger ordered by the Hon'ble Andhra Pradesh, Hyderabad. The Company is in the process of transferring the lands to its name.
- Out of the Total Depreciation of Rs.31,94,310/- an amount of Rs.18,87,557/- is charged / debited to the Revaluation Reserve Account, being the difference between the depreciation computed on revalued buildings and the written down value of building before revaluation. Balance amount of Rs.13,06,753/- was charged to State mer



Note No	Particulars	Amount in Rs.		
		31st March, 2018	31st March, 2017	31st March, 2016
2	<u>Property, Plant and Machinery</u>			
	Property Plant and Machinery	237,053,040	240,247,350	24,2831,179
	Goodwill	37,086,141	37,086,141	37,086,141
	TOTAL	274,139,181	277,333,491	279,917,320
3	<u>Long Term Loans & Advances:</u>			
	Advance for Construction	119,791	72,491	-
	TOTAL	119,791	72,491	-
4	<u>Short Term Loans & Advance:</u>			
	<u>Unsecured</u>			
	Advance for Chits	900,000	4,500,000	1,200,000
	Loans and advances to related parties	6,875,000	-	-
	Other Loans and Advances	130,190	130,190	130,190
	TOTAL	7,905,190	4,630,190	1,330,190
5	<u>Inventories:</u>			
	Stock-in-trade	9,433,350	9,433,350	9,433,350
	TOTAL	9,433,350	9,433,350	9,433,350
6	<u>Trade Receivables:</u>			
	Secured and considered good			
	Trade Receivables exceeding six months			
	Other Trade Receivables	724,412	170,833	526,066
	TOTAL	724,412	170,833	526,066
7	<u>Cash & Cash Equivalents:</u>			
	Balance with banks	116,402	1,392,481	620,725
	Cash on hand	333,942	566,793	405,443
	TOTAL	450,344	1,959,274	1,026,168
8	<u>Current Tax Asset (Net):</u>			
	Advance Tax and TDS / MAT	1,014,457	2,148,026	1,118,144
	Provision for Taxes	(869,628)	(2,108,450)	(747,950)
	TOTAL	144,829	39,576	370,194



9 Share Capital:

a Authorised Capital:

85,00,000 Equity Shares of Rs. 10/- Each

	85,000,000	85,000,000	85,000,000
TOTAL	85,000,000	85,000,000	85,000,000

Subscribed & Paid up Capital:

72,42,000 Equity Shares of Rs. 10/- Each

	72,420,000	72,420,000	72,420,000
TOTAL	72,420,000	72,420,000	72,420,000

b Shares held by Shareholders holding more than 5% of aggregate Shares in the Company

Name of Shareholder	31st March, 2018		31st March, 2017		31st March, 2016	
	% of Holding	No. of Shares	% of Holding	No. of Shares held	% of Holding	No. of Shares held
G.V.S.L.Kantha Rao	43.80%	31,72,250	16.26%	1,177,580	16.26%	1,177,580

10 Other Equity

Revaluation Reserve

Opening Balance	179,268,474	181,156,031	183,043,589
Less: Written Off during the year	1,887,557	1,887,557	1,887,557
Closing Balance	177,380,916	179,268,474	181,156,031

Profit & Loss Appropriation A/c

Opening Balance	21,356,772	17,643,740	15,616,834
<u>Add: Profit/(Loss) during the year</u>	<u>3,512,159</u>	<u>3,713,032</u>	<u>2,026,905</u>
<u>Less: Assets Written off *</u>	<u>-</u>	<u>-</u>	<u>-</u>
Closing Balance	24,868,931	21,356,772	17,643,740

TOTAL	202,249,847	200,625,246	198,799,771
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11 Financial Liabilities - Borrowings:

Unsecured:

Loans and advances from related parties

14,818,791	16,834,004	18,192,938
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TOTAL	14,818,791	16,834,004	18,192,938
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12 Other Current Liabilities:

Creditors for Expenses

3,034,635	3,522,118	3,021,436
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TOTAL	3,034,635	3,522,118	3,021,436
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13 Short Term Provisions:

Provision for Expenses

393,824	237,837	169,143
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TOTAL	393,824	237,837	169,143
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Note No	Particulars	31st March, 2018	31st March, 2017
14	<u>Revenue from Operations</u>		
	Rental Income	7,644,582	7,298,856
		7,644,582	7,298,856
15	<u>Other Non-Operating Revenues:</u>		
	Chit Dividend and others	323,400	582,000
	Interest on Income Tax Refund	23,442	-
		346,842	582,000
16	<u>Changes in inventories of FG, WIP and Stock in trade</u>		
	Opening Stocks		
	Land	9,433,350	9,433,350
	Total (A)	9,433,350	9,433,350
	Closing Stocks		
	Land	9,433,350	9,433,350
	Total (B)	9,433,350	9,433,350
	Decrease in Stock (A-B)	-	-
17	<u>Employee Costs</u>		
	Salaries, PF, ESI etc	240,000	240,000
	Managerial Remuneration	-	300,000
		240,000	540,000
18	<u>Other Expenses:</u>		
	Bank Charges	-	461
	Audit Fees		
	As Auditors	25,000	25,000
	In Other Capacity		
	For Taxation Matters	10,000	10,000
	Secretarial Charges	120,000	
	Taxes & Licenses	339,234	392,477
	Printing & Stationery	110,454	126,971
	Postage & Courier	103,011	42,459
	RTA Expenses	100,223	90,129
	ROC Filing Charges	-	-
	Interest on TDS, Income tax & ST	7,120	124,629
	Chit Bid Loss	1,035,000	-
	Advertisement	65,723	93,259
	Electricity Expenses	105,205	13,609
	Miscellaneous expenses	67,003	49,450
		2,087,972	968,444
19	<u>Current Tax:</u>		
	Current Tax:	869,628	1,360,500
	Add: Excess/Short Provision of earlier years	(25,088)	-
	Less: Mat Credit Entitlement	-	-
		844,540	1,360,500

**Note - 20****Other Accompanying Notes to Financial Statements**

- a) All the figures are rounded off to the nearest rupee.
- b) No claims under Interest on delayed payments to Small Scale and Ancillary Industrial Undertakings are outstanding with the Company.
- c) In the opinion of the Board of Directors, Current Assets, loans and advances as at 31st March 2018 are expected to produce on realization in the ordinary course of the company's business, at least the amounts at which they are stated in the Balance Sheet.
- d) The Revaluation Reserve acquired from Virat Crane Industries Ltd, which is created in the year 2006-07 on revaluation of Fixed Assets, is charged / debited by Rs.18,87,557/- being the difference between the depreciation computed on revalued buildings and the written down value of building before revaluation.
- f) The difference between the Demerger Reserve and Shares allotted amounting to Rs.3,70,86,141/- has been treated as Goodwill in the books of accounts.

Note - 21**Disclosure requirements as per Accounting Standards prescribed under Companies Act, 2013****Related party relationships, transactions and balances****a) List of Related Parties**

Name of the Related Party	Relationship
Virat Crane Industries Limited Virat Crane Bottling Ltd Virat Crane Agri-Tech Ltd Apex Solutions Ltd	Entities under the control of same management
K.Praveen Ch.V.S.S.Kishore Kumar Sri G.V.S.L.Kantha Rao	Key Managerial Personnel (KMP)

b) Transaction with Related Party

Particulars	Associates	Subsidiaries	Key Managerial Personnel	Entities under the control of KMP
Rental Income				601,560 (601,560)
Directors Remuneration			-	-
Loans and advances			(300,000)	6,875,000
Unsecured Loans			85,862 (247,500)	14,732,929 (16,586,504)

* Figures in brackets indicates previous year figures

c) Accounting for Leases:**(i) General Description of Lease:**

The Company has given its building on lease to two parties till FY 2021-22. The Company has received Monthly an amount of Rs.76.45 lacs from Sri Gowtham Educational Society and Apex Solutions Limited during the year 2017-18.

**(ii) Future lease payments in aggregate classified as:**

	31st March, 2018	31st March, 2017
Within One Year	77.06	74.66
Later than one Year and not later than five year	231.17	223.97
Later than Five Years	<u>308.22</u>	<u>298.62</u>

d) Earnings per Share

Profit after Tax available for distribution (Rs.)	3,512,159	3,713,032
Weighted Average Number of Shares	7,242,000	7,242,000
Face Value of Share		
Earnings per Share (Rs.)	0.48	0.51

f) Contingent liabilities: (not provided for in the books of account)

a. Demands for which liability is not created:	NIL	NIL
b. Corporate Guarantee	NIL	NIL

Note 22 - FINANCIAL INSTRUMENTS:**Capital Management:**

Company's Capital Management objectives are to:

- ensure the company's ability to continue as a going concern
- provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

For the purpose of the Company's Capital Management, capital includes issued capital and all other equity reserves. Company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of financial covenants.

Particulars	31-Mar-18	31-Mar-17	31-Mar-16
Equity	72,420,000	72,420,000	72,420,000
Other Equity	202,249,847	200,625,246	198,799,771
	<u>274,669,847</u>	<u>273,045,246</u>	<u>271,219,771</u>

Categories of Financial Assets & Financial Liabilities as at 31st March, 2018

Particulars	Amortised Cost	Fair Value through Profit & Loss	Fair Value through OCI	Total carrying value	Total Fair value
Financial Assets					
Non - Current					
Investments				-	
Loans				7,905,190	
Sub Total	-	-	-	7,905,190	-
Current					
Trade Receivables				724,412	-
Cash & Cash Equivalents				450,344	-
Loans				-	-
Sub Total	-	-	-	1,174,756	-
Total Financial Assets	-	-	-	9,079,946	-

**Financial Liabilities****Non - Current**

Borrowings				14,818,791	
Sub Total	-	-	-	14,818,791	-

Current**Borrowings****Trade Payables**

Sub Total	-	-	-	-	-
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Total Financial Liabilities	-	-	-	14,818,791	-
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Categories of Financial Assets & Financial Liabilities as at 31st March, 2017

<i>Particulars</i>	<i>Amortised Cost</i>	<i>Fair Value through Profit & Loss</i>	<i>Fair Value through OCI</i>	<i>Total carrying value</i>	<i>Total Fair value</i>
Financial Assets					
Non - Current					
Investments				-	
Loans				4,630,190	
Sub Total	-	-	-	4,630,190	-
Current					
Trade Receivables				-	-
Cash & Cash Equivalents				-	-
Loans				-	-
Sub Total	-	-	-	-	-
Total Financial Assets	-	-	-	4,630,190	-

Financial Liabilities**Non - Current**

Borrowings				16,834,004	
Sub Total	-	-	-	16,834,004	-

Current**Borrowings****Trade Payables**

Sub Total	-	-	-	-	-
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Total Financial Liabilities	-	-	-	16,834,004	-
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Categories of Financial Assets & Financial Liabilities as at 1st April, 2016

<i>Particulars</i>	<i>Amortised Cost</i>	<i>Fair Value through Profit & Loss</i>	<i>Fair Value through OCI</i>	<i>Total carrying value</i>	<i>Total Fair value</i>
Financial Assets					
Non - Current					
Investments				-	
Loans				1,330,190	
Sub Total	-	-	-	1,330,190	-



Current					
Trade Receivables				-	-
Cash & Cash Equivalents				-	-
Loans					-
Sub Total	-	-	-	-	-
Total Financial Assets	-	-	-	1,330,190	-
Financial Liabilities					
Non - Current					
Borrowings				18,192,938	
Sub Total	-	-	-	18,192,938	-
Current					
Borrowings					
Trade Payables					
Sub Total	-	-	-	-	-
Total Financial Liabilities	-	-	-	18,192,938	-

Note 23 - Financial Risk Management Framework

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The board of directors has established a Risk Management Framework which is reviewed and monitored by the Risk Management Committee. The Committee reports regularly to the board of directors on its activities.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate limits and controls and to monitor risks and adherence to limits. The Company, through its training and established procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The Company's activities expose it to Credit risk and Liquidity risk.

Credit Risk

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. Based on the overall credit worthiness of Receivables coupled with their past track record, Company expects No/Minimum risk with regard to its outstanding receivables. Also, there is a mechanism in place to periodically track the outstanding amount and assess the same with regard to its realisation. Company expects that all the debtors will be realised in full, and accordingly, no provision has been made in the books of account for doubtful receivables.

Liquidity Risk

The Company's principal sources of liquidity are cash and cash equivalents, working capital facility with banks and the cash flows that are generated from operations.

The Company manages liquidity risk by maintaining adequate reserves, banking facilities and by continuously monitoring, forecasting and actual cash flow and by matching the maturity profiles of financial assets and liabilities.



Note 24 - FIRST ADOPTION OF IND AS:

These financial statements for the year ended 31st March, 2018 are the Company's first financial statements prepared in accordance with Ind – AS. For the periods upto and including the year ended 31st March 2017, the Company prepared its financial statements in accordance with Statutory reporting requirements in India immediately before adopting Ind – AS (PREVIOUS GAAP). Accordingly the Company has prepared its financial statements which comply with the Ind – AS applicable for periods ending on or after 31st March 2018 together with the comparative data as at and for the year ended 31st March 2017 as described in the significant accounting policies.

In preparing these financial statements, the Company's Opening Balance Sheet was prepared as at 1st April 2016, the Company's date of transition to Ind – AS. This note explains the principal adjustments made by the Company in restating its Indian GAAP financial statements, including the balance sheet as at 1st April 2016 and the financial statements as at and for the year ended 31st March 2017.

Optional exemptions and mandatory exemptions

In preparing these financial statements the Company has applied the below mentioned optional exemptions and mandatory exemptions.

A. Optional Exemptions availed:

As per Ind AS 101 an entity may elect to:

- (i) measure an item of property plant and equipment at the date of transition at its fair value and use that fair value as its deemed cost at that date
- (ii) use a previous GAAP revaluation of an item of property, plant and equipment at or before the date of transition as deemed cost at the date of the revaluation, provided the revaluation was, at the date of the revaluation, broadly comparable to:
 - fair value
 - or cost or depreciated cost under Ind AS adjusted to reflect, for example, changes in a general or specific price index.

The elections under (i) and (ii) above are also available for intangible assets that meets the recognition criteria in Ind AS 38, Intangible Assets, (including reliable measurement of original cost); and criteria in Ind AS 38 for revaluation (including the existence of an active market).

- (iii) use carrying values of property, plant and equipment and intangible assets as on the date of transition to Ind AS (which are measured in accordance with previous GAAP and after making adjustments relating to decommissioning liabilities prescribed under Ind AS 101) if there has been no change in its functional currency on the date of transition.

The Company has availed the exemption available under AS 101 to continue the carrying value of its plant, property and equipment as recognised in the financial statements as at the transition date to Ind AS, measured as per the previous GAAP and use that as its deemed cost as at the date of transition i.e. 1.4.2016

B. Mandatory exemptions

1. Estimates

As per Ind AS 101, an entity's estimates in accordance with Ind AS at the date of transition to Ind AS at the end of the comparative period presented in the entity's first Ind AS financial statements, as the case may be, should be consistent with estimates made for the same date in accordance with the previous GAAP unless there is objective evidence that those estimates were in error. However, the estimates should be adjusted to reflect any differences in accounting policies.

As per Ind AS 101, where application of Ind AS requires an entity to make certain estimates that were not required under previous GAAP, those estimates should be made to reflect conditions that existed at the date of transition (for preparing opening Ind AS balance sheet) or at the end of the comparative period (for presenting comparative information as per Ind AS).

The Company's estimates under Ind AS are consistent with the above requirement.



2. Derecognition of financial assets and liabilities

As per Ind AS 101, an entity should apply the derecognition requirements in Ind AS 109, Financial Instrument, prospectively for transactions occurring on or after the date of transition to Ind AS. However, an entity may apply the derecognition requirements retrospectively from a date chosen by it if the information needed to apply Ind AS 109 to financial assets and financial liabilities derecognised as a result of past transactions was obtained at the time of initially accounting for those transactions.

The Company has elected to apply derecognition principles of Ind AS 109 prospectively as reliable information was not available at the time of initially accounting for these transactions.

3. Classification and measurement of financial assets

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

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

First Time Ind – AS adoption reconciliations

The effect of the company's transition to Ind AS is summarized in this note as follows:

I. Reconciliation of Total Equity as at 31st March 2017 and 1st April, 2016

Particulars	31-Mar-17	1-Apr-16
Equity reported under previous GAAP	240,247,350	242,831,179
Ind - AS: Adjustments		
Dividend not recognised as liability until declared		
Discounting of Provisions		
Equity reported under Ind - AS	240,247,350	242,831,179

II. Reconciliation of Total Comprehensive Income for the year ended 31st March, 2017

Particulars	For the year ended 31-Mar-18
Profit as per previous GAAP	3,713,032
Ind - AS: Adjustments	
Actuarial Gain/(Loss) on employee defined fund recognition in Other Comprehensive Income (Net of Tax)	
Difference in measurement of Depreciation	
Profit under Ind – AS	3,713,032

- h) The information required by paragraph 5 (vii) of general instruction for preparation of the statement of profit and loss as per Schedule - VI of the Companies Act, 1956:

A. Expenditure in Foreign Currency	NIL	NIL
B. Income in Foreign Currency	NIL	NIL
C. Particulars of Capacities and Production	Not Applicable	Not Applicable
D. Particulars of Consumption of Imported and Indigenous Materials	Not Applicable	Not Applicable

For Umamaheswara Rao & Co.
CHARTERED ACCOUNTANTS
Firm Registration No. 0044535

(C.A. S HSY Sarma)

Partner

Membership No.234083

Place: Guntur

Date: 30-May-2018

For and on behalf of the Board

SD/-
K. PRAVEEN
Executive Director
(Din : 07143744)

SD/-
G.V.S.L. Kartha Rao
Director
(Din : 01846224)

SD/-
CH.V.S.S.KISHORE KUMAR
CFO & Director
(Din : 01823606)

**CRANE INFRASTRUCTURE LIMITED**

D.no - 25-18-54, opp. Crane Betel Nut Powder Works Office, Main Road, Sampathnagar, Guntur-522004.

CIN: L45209AP2008PLC059135

Email: craneinfrastructureltd@gmail.com, cil@cranegroup.in Web: www.cranegroup.in**Proxy form**

Name of the Member(s)		
Registered Address		
E-mail Id	Folio No / Client ID	DP ID

I/We, being the member(s) of _____ shares of the above named company. Hereby appoint

1) _____ of having email ID _____ or failing him

2) _____ of having email ID _____ or failing him

3) _____ of having email ID _____ or failing him

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 10th Annual General Meeting of the company, to be held on the Friday, 28th day of September 2018 at 12.30 P.m. at Factory premises, NH-5, Ankireddy palem Village, Chilakaluripet Road, Guntur, and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl No.	Resolution(S)	Vote	
		For	Against
1.	To receive, consider and adopt the Audited standalone Financial Statements of the Company for the financial year ended 31st March, 2018 and the Reports of the Board of Directors and the Auditors (Ordinary Resolution)		
2.	To appoint a Director in place of Mr.CH.V.S.S Kishore Kumar (DIN 01823606) who retires by rotation and being eligible, offers himself for reappointment		

* Applicable for investors holding shares in Electronic form.

Signed this ____ day of ____ 20__

Signature of Shareholder Signature of Proxy holder

Signature of the shareholder

Affix Revenue
Stamps

Note:

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

2) The proxy need not be a member of the company

CRANE INFRASTRUCTURE LIMITED

D.no - 25-18-54, Opp. Crane Betel Nut Powder Works Office, Main Road, Sampathnagar, Guntur-522004.

CIN: L45209AP2008PLC059135

Email: craneinfrastructureltd@gmail.com, cil@cranegroup.in Web: www.cranegroup.in**ATTENDANCE SLIP**

I/We _____ R/o _____ hereby record my/our presence at the 10th Annual General Meeting of the Crane Infrastructure Limited on Friday, 28th day of September, 2018 at 12.30 pm at Factory Premises of the company at NH-5, Ankireddy palem Village, Chilakaluripet Road, Crane Infrastructure Limited Premises, Guntur, Andhra Pradesh.

DPID * :	Folio No. :
Client Id * :	No. of Shares :

* Applicable for investors holding shares in electronic form

Signature of shareholder(s)/proxy

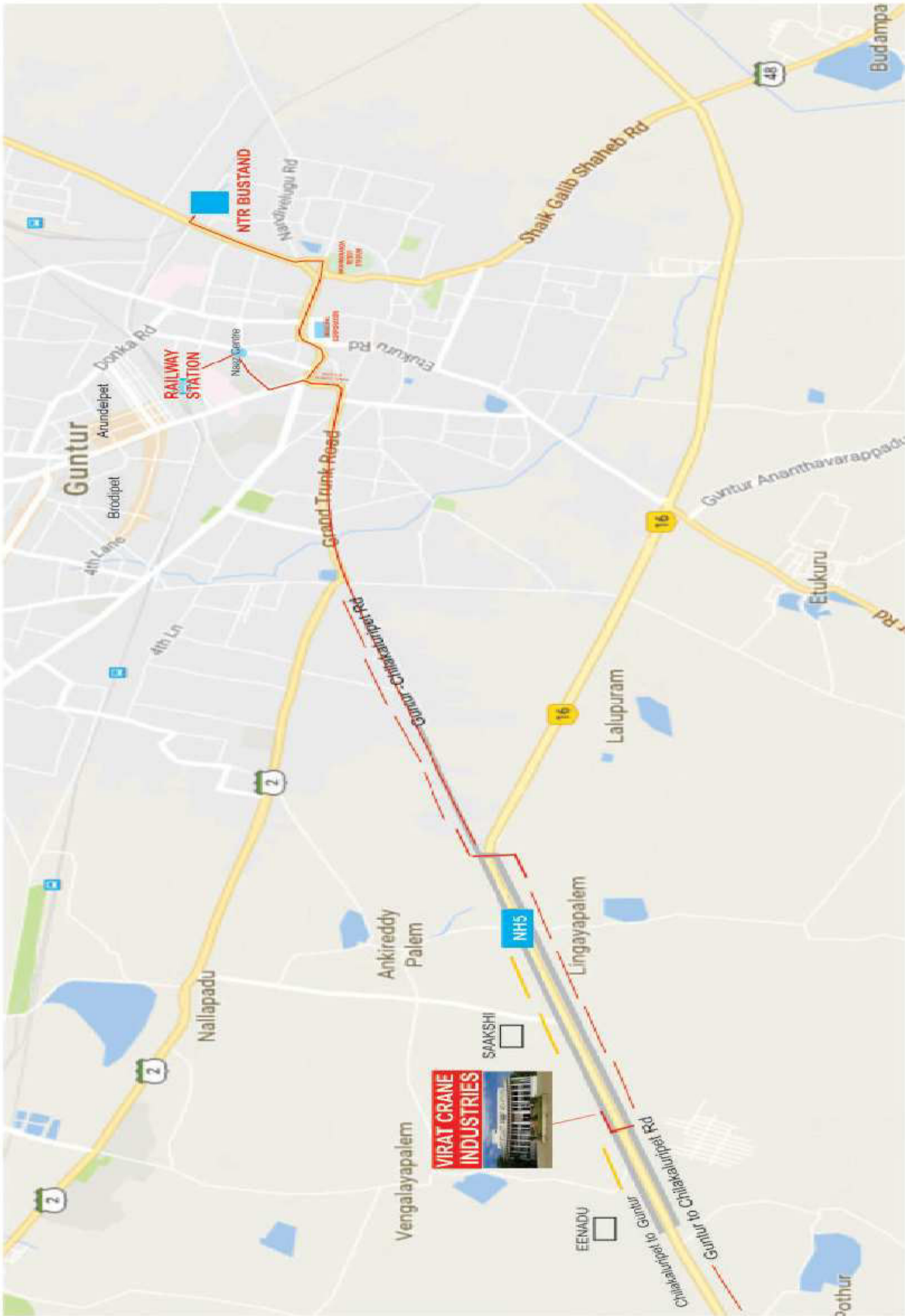
Note:

1. Please fill this attendance slip and hand it over at the entrance of the hall.

2. Please complete the Folio / DP ID-Client ID No. and name, sign this Attendance Slip and hand it over at the Attendance Verification Counter at the ENTRANCE OF THE MEETING HALL.



ROUTE MAP



Book Post

To.
.....
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If Undelivered Please Return to :



Crane Infrastructure Ltd.

25-18-54, Opp. CBNP Works,
Sampath Nagar Main Road,
Guntur - 522 004. Andhra Pradesh, India.
Ph: 0863 - 222 33 11
Email : cil@cranegroup.in