



Crane Infrastructure Ltd.,

D.No:25-18-54,Opp:Crane Betel Nut Powder works  
Main road,Sampath Nagar, Guntur Guntur AP 522004 IN

04-09-2019

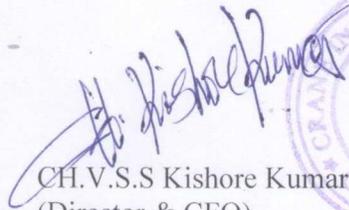
To  
The General Manager-Operations,  
Bombay Stock Exchange Limited.

Dear Sir,

Sub: Submission of the 11<sup>th</sup> Annual Report pursuant to the Regulation 34 of SEBI (LODR) Regulations, 2015 for the financial year ended on 31-03-2019.

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 31-03-2019.This is for your information. kindly acknowledges receipt of the same.

Thanking You  
For Crane Infrastructure Limited.

  
CH.V.S.S Kishore Kumar  
(Director & CFO)





**CRANE  
GROUP**



**Broad Vision.  
Careful Thought.  
Limitless Possibilities.**

**11<sup>th</sup> Annual Report  
2018- 19**



**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**

*Independent Director*

**Mr. M.V. Subba Rao**

*Independent Director*

### KEY MANAGERIAL PERSONNEL :

**Mr. K. Praveen**

*Executive Director*

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

*Chief Financial Officer*

**Mrs. Madhuri Arora**

*Company Secretary*

### 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, Rigt 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 Raod, Sampath Nagar,  
GUNTUR - 522 004.

Ph : 0863 - 2223311.

**Email:** craneinfrastructureltd@gmail.com  
cil@cranegroup.in

### Website :

www.cranegroup.in



## NOTICE OF THE 11<sup>th</sup> ANNUAL GENERAL MEETING

**NOTICE** is hereby given that the 11<sup>th</sup> Annual General Meeting of the members of M/s. **Crane Infrastructure Limited** will be held **on Monday, 30<sup>th</sup> September, 2019 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, 2019 and the Reports of the Board of Directors and the Auditors.
2. To appoint a Director in place of Mrs. Manepalli Himaja (DIN 06505782) who retires by rotation and being eligible, offers herself for reappointment.

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

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

Place: Guntur  
Date: 14.08.2019

### Notes:

1. A Member 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 4:00 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 **Tuesday 24<sup>th</sup> September, 2019 to, Monday 30<sup>th</sup> September, 2019 (both days inclusive) for the purpose of 11<sup>th</sup> 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. 44<sup>th</sup> 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 Agency 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.



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 Mrs Himaja Manepalli, Non-executive director will retire by rotation at the Annual General Meeting and, being eligible, offer herself 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: 6<sup>th</sup> 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 Friday 27<sup>th</sup> September, 2019 at 09.00 AM and will end on Sunday, 29<sup>th</sup> September, 2019 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 **Monday, 23<sup>th</sup> September 2019**, 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 5<sup>th</sup> 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 **11<sup>th</sup> Annual General Meeting to be held on Monday, 30<sup>th</sup> September, 2019, at 12.30 P.M** 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):**

**190826032**

**COMMENCEMENT OF E-VOTING:**

Friday 27<sup>th</sup> September 2019 at 9.00 A.M



## END OF E-VOTING:

Sunday, 29<sup>th</sup> September, 2019 at 5.00P.M

**THE INSTRUCTIONS FOR SHAREHOLDERS VOTING ELECTRONICALLY ARE AS UNDER:**

(i) The voting period begins on **Friday 27<sup>th</sup> September 2019 at 9.00 A.M** and ends on **Sunday, 29<sup>th</sup> September, 2019 at 5.00P.M.** During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **23<sup>rd</sup> September, 2019** 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](http://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](http://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:

PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>• 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.</li> <li>• 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.</li> </ul>
DOB	<p>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</p>
Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your Demat account or in the company records for the said Demat account or folio.</p> <ul style="list-style-type: none"> <li>• 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).</li> </ul>

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](http://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](mailto: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](mailto: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 favor 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](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto: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/-  
(K.Praveen)

(Executive Director)  
(Din: 0714374)

Place: Guntur  
Date: 14.08.2019

### Details of Directors Seeking Appointment / Reappointment at the Annual General Meeting:

Name of the Director	Himaja Manepalli
Date of Birth	02-08-1982
Date of Appointment/ Reappointment	26-09-2016
Qualifications	Graduate
Justification for reappointment and Expertise in specific functional areas	She has outstanding knowledge and good experience in the various fields of business.
Number of shares held	73189
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 11<sup>th</sup> annual report of Crane Infrastructure Limited along with the audited financial statements for the financial year ended March 31, 2019.

### Financial Results :

Particulars	2018-19 (Rs in lacs)	2017-18 (Rs in lacs)	2016-17 (Rs in lacs)	2015-16 (Rs in lacs)
Revenue from Operations & Other Income	82.95	79.91	78.81	68.22
Profit/(Loss) Before Interest & Depreciation	66.74	56.64	63.73	43.20
Interest	-	-	-	-
Depreciation	13.07	13.07	12.99	10.67
Profit Before exceptional & extraordinary items	53.67	43.57	50.74	32.53
Profit/(Loss) Before Tax	53.67	43.57	50.74	32.53
Income Tax (Current Tax)	11.33	08.45	13.61	12.26
Profit/(Loss) after Taxation	42.34	35.12	37.12	20.26
EPS-Basic	0.58	0.48	0.51	0.28
EPS-Diluted	0.58	0.48	0.51	0.28



## Dividend

The management wants 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 2018-19

## Transfer to reserves :

The Company proposes to retain an amount of Rs. 42,33,950 in the profit and loss account.

## Share Capital

The paid up Equity Share Capital as on 31st March, 2019 was Rs. 7,24,20,000. The Company has not 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 2018-19 is Rs.82.95 lakhs was improved by 3.80 % over last year (Rs.79.91 lakhs in 2017-18). Profit after tax (PAT) for the financial year 2018-19 is Rs.42.33 Lakhs was increased by 20.55 %over last year (Rs.35.12 Lakhs in 2017-18).

## Opportunities & Industry out Look

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. While Goods and Services Tax (GST) continues to remain in a state where several loose ends still need to be tied up,

logistics companies - both domestic and global, are not just bullish about the sector but are actively making investment plans for the coming fiscals as well. It may increase the demand of hi-tech large modern Warehouses, Logistics Parks etc. As India awaits policy reforms to pick up speed, your Company firmly believes that the demand for Real Estate & Warehousing in India should remain strong in the medium to long term.

## Management Discussion & Analysis

A detailed management discussion & analysis forms part of this annual report, which is attached to this report in **Annexure iii**

## Extract of annual return

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

## The Web Address, if any, where Annual return referred to in subsection (3) of section 92 is placed:

True, the Annual return U/s 92 (3) is placed in [www.cranegroup.in](http://www.cranegroup.in)

## 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:

- i. in the preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures;
- ii 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;
- iii. 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;
- iv. The directors had prepared the annual accounts on a going concern basis;
- v. The directors had laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and operating effectively;
- vi. 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

I.Reappointment of Mr.CH.V.S.S Kishore Kumar (Din: 01823606) whose office was liable to retire by rotation at annual general meeting of the company:

Mr.CH.V.S.S Kishore Kumar, director liable to retire by rotation under the Articles of Association of the Company, in 10th Annual General Meeting and being eligible, offer himself for reappointment as Director. The Shareholders approved his re-appointment as Director of the company at 10th Annual General Meeting of the company held on 28.09.2018.

Directors Liable to Retire by Rotation In the ensuing Annual General Meeting:

Mrs. Himaja Manepalli (DIN 06505782), director liable to retire by rotation in ensuing Annual General Meeting under the Articles of Association of the Company and being eligible, offer herself for reappointment as Director. The Board recommends her re-appointment.

ii. Appointment of company secretary and compliance officer:

During the financial year the board appointed Mrs. Madhuri Arora (ICSI Membership No:41272), company secretary, an Associate member of institute of company secretaries of India as a company secretary and compliance officer of the company 13.03.2019

## Meetings of the Board

Seven meetings of the board were held during the financial year 2018-19 on 30.05.2018, 13.08.2018, 14.11.2018, 14.12.2018, 14.02.2019, 04.03.2019 and 13.03.2019 with a gap between any of the two meetings not exceeding the period of 120 days as prescribed under the Act and all members are present at the above meetings.

## Board evaluation

The board of directors has carried out an annual evaluation of its own performance, Board committees and Individual directors pursuant to the provisions of the Act and the corporate governance requirements as prescribed by Securities and Exchange Board of India ("SEBI") under regulation 27 of the SEBI(LODR) Regulations 2015. The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the Board composition and structure, effectiveness of board processes, information and functioning, etc. The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc. The Board and the Nomination and Remuneration Committee reviewed the

performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the Chairman was also evaluated on the key aspects of his role.

In a separate meeting of independent Directors, performance of non-independent directors, performance of the board as a whole and performance of the Chairman was evaluated, taking into account the views of executive directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the independent Directors, at which the performance of the Board, its committees and individual directors was also discussed.

- i. Observations of Board evaluation carried out for the year: Nil
- ii. Previous Years observations and actions taken: Nil
- iii. Proposed actions based current year Observations: Nil

## 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, 2019, the Board consists of six members, two of them 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.

## 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 Directors and one director is non executive non independent director (woman director).

The committee comprises as follows:

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

Five Nomination and Remuneration Committee meetings were held during the year and the gap between two meetings did not exceed 120 days. The dates on which the said meetings were held on 30.05.2018, 13.08.2018, 14.11.2018 14.02.2019 and 13.03.2019..The necessary quorum was present for all the 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.

### **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 Directors and One Non- Executive non independent 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)

Four Audit Committee meetings were held during the year and the gap between two meetings did not exceed 120 days. The dates on which the said meetings were held on 30.05.2018, 13.08.2018, 14.11.2018 and 14.02.2019. The necessary quorum was present for all the meetings.

#### **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 and two non



executive non independent directors. The committee comprises as follows:

- 1.Mr.GVSL Kantha Rao (Chaiman)
- 2.Mr. P. Bhaskar Rao (Member)
- 3.Mrs. Himaja (Member)

Four stakeholder relationship committee meetings were held during the year and the gap between two meetings did not exceed 120 days. The dates on which the said meetings were held on 30.05.2018, 13.08.2018, 14.11.2018 and 14.02.2019.The necessary quorum was present for all the 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

A.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 2018-19 The Company has not paid any 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: Nil

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

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

e. 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

Revenue Rs.82.95 Lakhs

Remuneration of KMPs as a percentage of revenue: NIL

f. 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	31 -03-2019	31 -03-2018	% Change
Market Capitalization	8,83,52,400	4,56,24,600	93.65
Price Earnings Ratio	21.03	13.12	7.91

Increase in the managerial remuneration for the year was: Nil

There was no exceptional circumstances for increase in the managerial remuneration

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

Remuneration in FY 2018-19	Nil
Revenue	Rs.82.95 Lakhs
Remuneration (% of Revenue)	Nil
Profit before Tax	Rs. 53.67Lakhs
Remuneration (as % of PBT)	Nil

h. 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.

i. 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

#### Statement on Declaration Given By Independent Directors:

In terms with Section 149 (7) of the Companies Act, 2013, All the Independent Directors of the Company have declared that they meet the criteria of Independence in terms of Section 149(6) of the Companies Act, 2013 and SEBI (LODR) regulations,2015.Hence that there is no change in status of Independence.

#### Meetings of the Independent Directors

During the year under review, four meetings of independent directors were held on 28.05.2018, 14.08.2018,16.11.2018 and 13.02.2019 in compliance with the requirements of schedule IV of the companies Act,2013.

#### 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 13<sup>th</sup> 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 has been no qualification, reservation, adverse remark or disclaimer given by the Auditors in their Report.

#### **Statutory Auditors' report and**

The auditors' report does not contain any qualifications, reservations or adverse remarks and secretarial auditors' report contain qualifications which are 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

The Notes to Accounts forming part of the financial statements are self-explanatory and need no further explanation. The detailed reports on the Statutory Audit is appended as an **Annexure V** to this Report

#### **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 has conducted the Secretarial Audit of the Company for the financial year ended March 31, 2019.

#### **Secretarial Audit Report:**

The detailed reports on the Secretarial Audit in Form MR- 3 are appended as an **Annexure IV** to this Report. There were no qualifications, reservations or adverse remarks given by Secretarial Auditors of the Company except During the year the Company has not appointed a company secretary in terms of the provisions of sections 204 of the companies Act, 2013 regulation 6 (1) a of the SEBI (LODR) Regulations, 2015, for a period upto 12-03-2019.

#### **Board Clarification on Secretarial Auditors Qualifications:**

We are sincerely committed for good corporate governance practices with letter and spirit of law and we made all sincere efforts to appoint a company secretary who is perfectly suitable for our company's compliance needs. But we were unable to appoint a company secretary during the year since 1<sup>st</sup> April 2018 to 12<sup>th</sup> march 2019..

#### **Cost Audit and Maintenance of Cost Records**

Cost Audit and Maintenance of cost Records is not applicable to the Company for the Financial Year 2018-19.

#### **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 not received any of the 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 2018-19



## 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 2018-19: 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

Your directors confirm that the company has adopted a policy regarding the prevention of sexual harassment of women at work place and has constituted Internal Complaints Committees (ICC) 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.

### 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 was not be mandatory for the Company for the financial year 2018-19.

### Vigil Mechanism

The company had 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/-	Sd/-
	( P.Bhaskara Rao)	(K.Praveen)
Date : 14-08-2019	Director	Executive Director
Place : Guntur	(DIN: 01846243)	(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, 2019

[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.	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: 0863-2223311 Email: craneinfrastructureltd@gmail.com cil@cranegroup.in Website: www.cranegroup.in
v.	Whether listed company (Yes/No)	Yes(BSE)
vi.	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	92.89

**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	
<b>A. Promoters</b>									
(1) Indian									
a) Individual / HUF	32,45,439	-	32,45,439	44.81	32,86,645	-	32,86,645	45.38	0.57



b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt (s)	-	-	-	-	-	-	-	-	-
d) bodies corp.	-	-	-	-	-	-	-	-	-
e) any other	-	-	-	-	-	-	-	-	-
<b>Sub-total</b>									
<b>(A) (1):-</b>	<b>32,45,439</b>	<b>-</b>	<b>32,45,439</b>	<b>44.81</b>	<b>32,86,645</b>	<b>-</b>	<b>32,86,645</b>	<b>45.38</b>	<b>0.57</b>
(2) Foreign	-	-	-	-	-	-	-	-	-
a) NRIs- Individuals	-	-	-	-	-	-	-	-	-
b) Other – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies corp.	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
<b>Sub-total (A) (2):-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total share- holding of promoters (A)= (A)(1)+(A)(2)</b>	<b>32,45,439</b>	<b>-</b>	<b>32,45,439</b>	<b>44.81</b>	<b>32,86,645</b>	<b>-</b>	<b>32,86,645</b>	<b>45.38</b>	<b>0.57</b>
<b>B. Public Shareholding</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
1. Institutions	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	5000	5000	0.07	-	5000	5000	0.07	-
b) Banks / FI	-	22300	22300	0.31	-	22300	22300	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)	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(1):-</b>	<b>0</b>	<b>27300</b>	<b>27300</b>	<b>0.38</b>	<b>0</b>	<b>27300</b>	<b>27300</b>	<b>0.38</b>	<b>-</b>
2. Non-Institutions	-	-	-	-	-	-	-	-	-
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i) Indian	1,36,008	67,600	2,03,608	2.81	1,26,322	67,500	-	1,93,8222.68	(0.13)
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-



i) Individual share holders holding nominal share capital upto Rs. 1 lakh	1365449	1615461	2980910	41.16	1441980	1530861	2972841	41.05	(0.11)
ii) Individual share holders holding nominal share capital in excess of Rs 1lakh	693317	21000	714317	9.86	668340	21000	689340	9.52	(0.34)
c) Others; Clearing Members	5,851	0	5,851	0.08	5,777	0	5,777	0.08	-
Non Resident Indians(specify)	37,450	27,100	64,550	0.89	39,550	26,700	66,250	0.91	0.02
Trusts	25	0	25	0.00	25	0	25	0.00	0
<b>Sub-total (B)(2):-</b>	<b>22,38,100</b>	<b>17,31,161</b>	<b>39,69,261</b>	<b>54.81</b>	<b>22,81,994</b>	<b>16,46,061</b>	<b>39,28,055</b>	<b>54.24</b>	<b>(0.57)</b>
<b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	<b>22,38,100</b>	<b>17,58,461</b>	<b>39,96,561</b>	<b>55.18</b>	<b>22,81,994</b>	<b>16,73,361</b>	<b>39,55,355</b>	<b>54.62</b>	<b>(0.57)</b>
C. Shares held by Custodian for GDRs & ADRs	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
<b>Grand Total (A+B+C)</b>	<b>54,83,539</b>	<b>17,58,461</b>	<b>72,42,000</b>	<b>100.00</b>	<b>55,68,639</b>	<b>16,73,361</b>	<b>72,42,000</b>	<b>100.00</b>	<b>NIL</b>

## (ii) Shareholding of Promoters:-

Sr. No.	Promoter's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holdig 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	73189	1.01	0.0000	73189	1.01	0.00	0.00
3.	G V S L Kantha Rao	31,72,250	43.80	0.0000	32,13,456	44.37	0.00	0.57
	<b>Total</b>	<b>32,45,439</b>	<b>44.81</b>	<b>0.0000</b>	<b>32,45,439</b>	<b>45.38</b>	<b>0.00</b>	<b>0.57</b>

**(iii) Change in Promoters' Shareholding:**

Sl. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the company	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 : Sri GVSL Kantha Rao (Bought shares as on 27-04-2018)			41,206	0.57		
3	At the End of the year			32,86,645	45.38	32,86,645	45.38

**(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		Shareholding at the End of the year	
		No. of shares	% of total shares of the company	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	104295	1.44	104295	1.44
2.	Suryavathi N Date wise increase of shareholding by way of transfer : 27-04-2018 04-05-2018 08-06-2018			200 100 100	0.00 0.00 0.00	59217	0.81
3.	Varalakshmi Vemula	50,000	0.69	50000	0.69	50000	0.69
4.	Sameer Ananthrao Hejib	49519	0.68	49519	0.68	49519	0.68



5.	Avula Venkateswara Reddy Date wise increase of shareholding by way of transfer 27-04-2018	41206	0.57	(41206)	(0.57)	0	0
6.	Khande Pitchaiah	39682	0.55	39682	0.55	39682	0.55
7.	Millennium Stock Broking pvt. Ltd	35000	0.48	35000	0.48	35000	0.48
8.	Saji George	34639	0.4783	34639	0.48	34639	0.48
9.	Amit Bhutra	31762	0.44	31762	0.44	31762	0.4
10.	Jignasa Nikunj Shah	31,454	0.43	31,454	0.43	31,454	0.43

**(v) Shareholding of Directors and Key Managerial Personnel:**

Sl. No	Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year		Shareholding at the End of the year	
		No. of shares	% of total shares of the company	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)	3172250	43.80	3172250 41206	43.80 0.57	32,13,456	44.37
2	K. Praveen (Executive Director)	-	-	-	-	-	-
3	G.Himaja (Director)	73189	1.01	73189	1.01	1.01	1.01
4	P.Bhaskara Rao (Independent Director)	-	-	-	-	-	-
5	M.V Subba Rao (Independent Director)	-	-	-	-	-	-
6	CH.V.S.S.Kishore Kumar (Director & CFO)	8685	0.12	8685	0.12	8685	0.12
7	Madhuri Arora (Company Secretary)	-	-	-	-	-	-



## 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
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	-	1,48,18,791	-	1,48,18,791
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>-</b>	<b>1,48,18,791</b>	<b>-</b>	<b>1,48,18,791</b>
Change in Indebtedness during the financial year				
· Addition	-	-	-	-
· Reduction	-	(-)21,62,074	-	(-)21,62,074
Net Change	-	(-)21,62,074	-	(-)21,62,074
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	-	1,26,56,717	-	1,26,56,717
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>-</b>	<b>1,26,56,717</b>	<b>-</b>	<b>1,26,56,717</b>

## 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 K.Praveen (Executive Director)	Total Amount
1.	Gross salary		
	(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	NIL	NIL
	(c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	NIL	NIL



2.	Stock Option	NIL	NIL
3.	Sweat Equity	NIL	NIL
4.	Commission- as % of profit- Others, specify...	NIL	NIL
5.	Others, please specify	NIL	NIL
6.	Total (A)	NIL	NIL
7.	Ceiling as per the Act	Within ceiling Limits as per the Companies Act,2013	Within ceiling Limits as per the Companies Act,2013

## B. Remuneration to other directors: NIL

### C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD: (Rs)

Sl. No.	Particulars of Remuneration	*Company Secretary	CFO	Total Amount (in Rs.)
1.	Gross Salary (a) Salary as per provisions contained in section 17(1) of the income tax Act, 1961 (b) Value of perquisites U/s 17(2) of income tax Act, 1961 (c) Profits in lieu of salary U/s 17(30) of income tax act, 1961	22,000	NiL	22,000
2.	Stock options	Nil	NiL	NiL
3.	Sweat Equity	Nil	NiL	NiL
4.	Commission-as % of profit-others	NiL	NiL	NiL
5.	Others, if any	Nil	NiL	NiL
6.	<b>Total</b>	<b>22,000</b>	<b>NiL</b>	<b>22,000</b>

\*Company Secretary was appointed on the 13<sup>th</sup> day of March 2019.

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

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

Place: Guntur  
Date: 14.08.2019

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

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

**Annexure-II****FORM NO. AOC -2**

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

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	<b>1. Apex Solutions Ltd</b> <b>Relationship:</b> Mr.G.V.S.L.Kantha Rao Director of the company also director in Apex Solutions Ltd. <b>2. Crane Global Solutions LTD.</b> <b>Relationship :</b> Mr.G.V.S.L.Kantha Rao, CH VSS Kishore Kumar, Directors of the company are also directors in Crane Global Solutions LTD.
b)	Nature of contracts/arrangements/transaction	1. Rent of Rs.6,01,560/- received from Apex Solutions Ltd. 2. An Amount of 68,75,000 was given as advance to the crane global Solutions LTD..
c)	Duration of the contracts/arrangements/transaction	Nil
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Nil
e)	Date of approval by the Board/Share holders	26/05/2016
f)	Amount paid as advances, if any	Nil

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

Place: Guntur  
Date: 14.08.2019

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

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



## 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 2018-19 is Rs.82.95 lakhs was improved by 3.80 % over last year (Rs.79.91 lakhs in 2017-18). Profit after tax (PAT) for the financial year 2018-19 is Rs.42.33 Lakhs was increased by 20.55 %over last year (Rs.35.12 Lakhs in 2017-18).

**Details of Significant changes (ie change of 25% or more as compared to immediately previous financial year)**

**in the following key financial ratios along with explanations:**

**Nil**

**Details of Changes in return on net worth compared to the immediately previous financial year:**

Return on net worth was 4.17 times in the financial year 2018-19 and it was 3.61 times in the financial year 2017-18. Hence it was increased by 15.51% in the financial year 2018-19 compared to the previous financial year 2017-18.

**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.

There were no material developments in human resources / Industrial relations during the financial year 2018-19.

As of 31<sup>st</sup> March 2019, your Company had no permanent employees on its rolls.

**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****CERTIFICATE/S**

**FORM NO. MR-3**  
**SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED ON 31<sup>st</sup> MARCH, 2019

*[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 31<sup>st</sup> March, 2019 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 31<sup>st</sup> March, 2019 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) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
  - (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 (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)

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (Not applicable to the Company during the Audit Period) and

(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 BSE LTD 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. ***During the year 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 for a period up to 12.03.2019.***

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, 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.

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

Place: Vijayawada

Date: 14.08.2019

CS. 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: 14.08.2019

CS. 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-V**

### **Independent Auditor's Report**

To  
The Members of  
Crane Infrastructure Limited

### **Report on the Audit of the Financial Statements**

#### **Opinion :**

1. We have audited the accompanying financial statements of Crane Infrastructure Limited (the 'Company'), which comprise the Balance Sheet as at 31 March 2019, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.
2. 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 Companies Act, 2013 (the 'Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian Accounting Standards ('Ind AS') specified under Section 133 of the Act, of the state of affairs (financial position) of the Company as at 31 March 2019, and its profit (financial performance including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

#### **Basis for Opinion :**

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

#### **Key Audit Matters :**

4. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period.

These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

5. We have determined there are no key audit matters to be communicated in our report.

#### **Information other than the Financial Statements and Auditor's Report thereon**

6. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

#### **Responsibilities of Management and Those Charged with Governance for the Financial Statements**

7. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these 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), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Ind AS specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.



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

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

10. Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.
11. As part of an audit in accordance with Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
  - a. Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
  - b. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for explaining our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
  - c. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- d. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
  - e. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
12. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
  13. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.
  14. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

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

15. As required by Section 197(16) of the Act, we report that the Company has paid remuneration to its directors during the year in accordance with the provisions of and limits laid down under Section 197 read with Schedule V to the Act.



16. As required by the Companies (Auditor's Report) Order, 2016 (the 'Order') issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order.

17. Further to our comments in Annexure A, as required by Section 143(3) of the Act, we report that:

- a. we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
- b. in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- c. the financial statements dealt with by this report are in agreement with the books of account;
- d. in our opinion, the aforesaid financial statements comply with Ind AS specified under Section 133 of the Act;
- e. on the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2019 from being appointed as a director in terms of Section 164(2) of the Act;
- f. we have also audited the internal financial controls over financial reporting (IFCoFR) of the Company as on 31 March 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date and our report as per Annexure B expressed an unmodified opinion;
- 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 the financial statements;
  - ii. the Company has made provision, as required under the applicable law or Ind AS, for material foreseeable losses, if any, on long-term contracts including derivative contracts;
  - iii. there has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended 31 March 2019;

- iv. the disclosure requirements relating to holdings as well as dealings in specified bank notes were applicable for the period from 8 November 2016 to 30 December 2016, which are not relevant to these financial statements. Hence, reporting under this clause is not applicable.

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

**(CA. S.HSY Sarma)**

Partner

Membership No.234083

Place: Guntur

Date: 30<sup>th</sup>May 2019

**Annexure A to the Independent Auditor's Report of even date to the members of Crane Infrastructure Limited, on the financial statements for the year ended 31 March 2019**

**Annexure A :**

Based on the audit procedures performed for the purpose of reporting a true and fair view on the financial statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

(i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

(b) The Company has a regular program of physical verification of its property, plant and equipment under which property, plant and equipment are verified in a phased manner over a period of three years, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. In accordance with this program, certain property, plant and equipment were verified during the year and no material discrepancies were noticed on such verification.

(c) With respect to the Title Deeds of the lands, as per the information an 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) In our opinion, the management has conducted physical verification of inventory at reasonable intervals during the



- year. No material discrepancies were noticed on the aforesaid verification.
- (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.68,75,000/covered in the register maintained under Section 189 of the Companies Act, 2013,in respect of which.
- (a) in our opinion the terms and conditions of grant of such loans are not, prima facie, prejudicial to the Company's interest;
- (b) the schedule of repayment of principal and payment of interest has been stipulated and the repayment/ receipts of the principal amount and the interest are regular;
- (c) there is no overdue amount in respect of loans granted to such companies.
- (iv) In our opinion, the Company has complied with the provisions of Sections 185 and 186 of the Act in respect of loans, investments, guarantees and security.
- (v) In our opinion, the Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- (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) (a) The Company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, goods and services tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, with the appropriate authorities. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.
- (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.
- (viii) The Company has not defaulted in repayment of loans or borrowings to any financial institution or a bank or any dues to debenture-holders during the year. The Company did not have any outstanding loans or borrowings from government during the year.
- (ix) The Company did not raise moneys by way of initial public offer or further public offer (including debt instruments). In our opinion, the term loans were applied for the purposes for which the loans were obtained.
- (x) No fraud by the Company or on the Company by its officers or employees has been noticed or reported during the period covered by our audit.
- (xi) Managerial remuneration has been paid and provided by the Company in accordance with the requisite approvals mandated by the provisions of Section 197 of the Act read with Schedule V to the Act.
- (xii) In our opinion, the Company is not a Nidhi Company. Accordingly, provisions of clause 3(xii) of the Order are not applicable.
- (xiii) In our opinion all transactions with the related parties are in compliance with Sections 177 and 188 of Act, where applicable, and the requisite details have been disclosed in the financial statements etc., as required by the applicable Ind AS.
- (xiv) During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures. Accordingly, provisions of clause 3(xiv) of the Order are not applicable.
- (xv) In our opinion, the Company has not entered into any noncash transactions with the directors or persons connected with them covered under Section 192 of the Act.
- (xvi) 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

**(CA. S.HSY Sarma)**  
Partner

Place: Guntur  
Date: 30<sup>th</sup>May 2019

Membership No.234083



**Annexure B to the Independent Auditor's Report of even date to the members of Crane Infrastructure Limited, on the financial statements for the year ended 31 March 2019**

**Annexure B**

**Independent Auditor's report on the Internal Financial Controls under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 (the "Act")**

1. In conjunction with our audit of the financial statements of Crane Infrastructure Limited (the "Company") as at and for the year ended 31 March 2019, we have audited the internal financial controls over financial reporting (IFCoFR) of the Company as of that date.

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

2. The Company's Board of Directors 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 (the "Guidance Note") issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of the Company's business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

**Auditors' Responsibility**

3. Our responsibility is to express an opinion on the Company's IFCoFR based on our audit. We conducted our audit in accordance with the Standards on Auditing, issued by the ICAI and deemed to be prescribed under Section 143(10) of the Act, to the extent applicable to an audit of IFCoFR and the Guidance Note issued by the ICAI. 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 IFCoFR were 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 IFCoFR and their operating effectiveness. Our audit of IFCoFR included obtaining an understanding of IFCoFR, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the 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 IFCoFR.

**Meaning of Internal Financial Controls over Financial Reporting**

6. A Company's IFCoFR 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 IFCoFR 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**

7. Because of the inherent limitations of IFCoFR, 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 IFCoFR to future periods are subject to the risk that IFCoFR may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**Opinion**

8. In our opinion, the Company has, in all material respects, adequate internal financial controls over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

**For Umamaheswara Rao & Co.,**

Chartered Accountants  
Firm Regn.No. 004453S

**(CA. S.HSY Sarma)**

Partner

Membership No.234083

Place: Guntur

Date: 30<sup>th</sup>May 2019



## 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, 2019

Amount in Rs.

	Particulars	Note No.	31st March 2019	31st March 2018
	<b>Assets</b>			
(1)	Non Current Assets			
	(a) Property, Plant and Machinery	2	233,858,730	237,053,040
	(b) Goodwill		37,086,141	37,086,141
	(c) Financial Assets			
	(i) Loans	3	11,238,190	7,905,190
	(i) Deferred Tax Assets (net)			-
	(c) Other Non Current Assets	4	138,316	119,791
(2)	Current Assets			
	(a) Inventories	5	9,433,350	9,433,350
	(b) Financial Assets			
	(i) Trade Receivables	6	724,400	724,412
	(ii) Cash and Cash Equivalents	7	277,814	450,344
	(c) Current Tax Assets (net)	8	132,733	144,829
	(c) Other Current Assets	9	45,297	-
	<b>TOTAL ASSETS</b>		<b>292,934,970</b>	<b>292,917,097</b>
	<b>EQUITY AND LIABILITIES</b>			
	<b>Equity</b>			
	(a) Equity Share Capital	10	72,420,000	72,420,000
	(b) Other Equity	11	204,596,240	202,249,847
	<b>TOTAL EQUITY</b>		<b>277,016,240</b>	<b>274,669,847</b>
	<b>LIABILITIES</b>			
(1)	<b>Non-Current Liabilities</b>			
	(a) Financial Liabilities			
	(i) Borrowings	12	12,656,717	14,818,791
	<b>Total Non Current Liabilities</b>		<b>12,656,717</b>	<b>14,818,791</b>
(2)	<b>Current Liabilities</b>			
	(b) Other Current Liabilities	13	3,019,717	3,034,635
	(c) Provisions	14	242,296	393,824
	(d) Current Tax Liabilities ( Net)			
	<b>Total Current Liabilities</b>		<b>3,262,013</b>	<b>3,428,459</b>
	<b>TOTAL EQUITY AND LIABILITIES</b>		<b>292,934,970</b>	<b>292,917,097</b>

Summary of Significant Accounting Policies

1

Notes on Financial statements

1 to 24

For and on behalf of the Board

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

(C.A. S HSY Sarma)

Partner

Membership No.234083

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

SD/-  
CS. Madhuri Arora  
Company Secretary  
(Membership No. 41272)

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-2019



## 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 31st March, 2019

		Amount in Rs.		
	Particulars	Note No.	31st March, 2019	31st March, 2018
I	Sales	15	77,05,332	76,44,582
	<b>Revenue from operations</b>		<b>77,05,332</b>	<b>76,44,582</b>
II	Other Income	16	5,90,000	3,46,842
III	Total Income (I+II)		<b>82,95,332</b>	<b>79,91,424</b>
IV	<b>Expenses</b>			
	Cost of Material Consumed		-	-
	Purchases of Stock-in-Trade		-	-
	Changes in inventories of finished goods, Stock-in-trade and Work-in-Progress	17	-	-
	Employee Benefit Expenses	18	2,40,000	2,40,000
	Finance Costs		-	-
	Depriciation and Amortization Expense	2	13,06,753	13,06,753
	Other Expenses	19	13,82,001	20,87,972
	Total Expenses (IV)		<b>29,28,754</b>	<b>36,34,725</b>
V	Profit/(Loss) before exceptional items and Tax (I-IV)		<b>53,66,578</b>	<b>43,56,699</b>
VI	Exceptional Items		-	-
VII	Profit/(Loss) before Tax (V-VI)		<b>53,66,578</b>	<b>43,56,699</b>
VIII	Tax Expense			
	(1) Current Tax	20	11,32,628	8,44,540
	(2) Deferred Tax		-	-
IX	Profit/(Loss) for the period from Continuing Operations (VII-VIII)		<b>42,33,950</b>	<b>35,12,159</b>
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)		<b>42,33,950</b>	<b>35,12,159</b>
XIV	Earnings per equity share (for continuing operation)			
	(1) Basic		0.58	0.48
	(2) Diluted		0.58	0.48

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

1  
1 to 24

For and on behalf of the Board

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

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

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

SD/-  
**CS. Madhuri Arora**  
Company Secretary  
(Membership No. 41272)

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-2019



## 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, 2019

Amount in Rs.

PARTICULARS	For the year ending	
	31st March, 2019	31st March, 2018
<b>A CASH FLOW FROM OPERATING ACTIVITIES:</b>	<b>Rs.</b>	<b>Rs.</b>
<b>Net Profit Before Tax and Extrordinary items</b>	53,66,578	43,56,699
<u>Adjustments</u>		
Depreciation	13,06,753	13,06,753
(Profit) / Loss on sale of fixed assets	-	-
<b>Operating Profit Before Working Capital Changes</b>	<b>66,73,331</b>	<b>56,63,452</b>
<u>Adjustments for Working Capital Changes:</u>		
Decrease/(Increase) in Inventories	-	-
Decrease/(Increase) in Trade Receivables	12	(5,53,579)
Decrease/(Increase) in Loans and Advances	(33,33,000)	(32,75,000)
Decrease/(Increase) in Other Current Assets	(51,726)	(1,52,553)
Increase /(Decrease) in Current Liabilities and Provision	(1,66,446)	(3,31,496)
<b>ADJUSTMENTS IN WORKING CAPITAL</b>	<b>(35,51,159)</b>	<b>(43,12,628)</b>
<b>Cash Generated from Operations</b>	<b>31,22,171</b>	<b>13,50,824</b>
Income Tax Paid/Provided	11,32,628	8,44,540
<b>Net Cash From Operating Activities {A}</b>	<b>19,89,543</b>	<b>5,06,284</b>
<b>B CASH FLOW FROM INVESTING ACTIVITIES:</b>		
Purchase of Fixed assets and (Increase) / Decrease in	-	-
Sale proceeds of fixed assets	-	-
<b>Net Cash Used In Investing activities {B}</b>	<b>-</b>	<b>-</b>
<b>C CASH FLOW FROM FINANCING ACTIVITIES:</b>		
Availment of Unsecured Loans	(21,62,074)	(20,15,213)
<b>Net Cash Used in Financing Activities {C}</b>	<b>(21,62,074)</b>	<b>(20,15,213)</b>
<b>D NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENT</b>	<b>(1,72,531)</b>	<b>(15,08,929)</b>
Cash and Cash Equivalents at the beginning of the period	4,50,344	19,59,274
Cash and Cash Equivalents at the end of the period	2,77,814	4,50,344
<b>NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENT</b>	<b>(1,72,531)</b>	<b>(15,08,929)</b>
Cash on hand	1,20,523	3,33,942
Balances held with banks	1,57,291	1,16,402
<b>Cash and cash equivalents as restated</b>	<b>2,77,814</b>	<b>4,50,344</b>

*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

**(C.A. S HSY Sarma)**

Partner

Membership No.234083

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

SD/-  
**CS. Madhuri Arora**  
Company Secretary  
(Membership No. 41272)

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-2019



**CRANE INFRASTRUCTURE LIMITED**  
**D.No. 25-18-54, Opp: Crane Betel Nut Powder Works, Main Road, Sampath Nagar, Guntur - 522 004**  
**Statement of Changes in Equity for the year ended 31st March 2019**

**A. Equity share capital**

Particulars	No of Shares	Amount (Rs.)
Balance as at 31st March, 2018	7242000	7,24,20,000
Changes in equity share capital during 2018-19	-	-
Balance as at 31st March, 2019	7242000	7,24,20,000

**B. Other Equity**

(In Rupees)

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	
<b>Balance at the beginning of reporting period - 01-04-2017</b>	-	-	17,92,66,474	2,13,56,772	-	-	20,06,25,246
Profit for the period	-	-	-	35,12,159	-	-	35,12,159
Other Comprehensive Income	-	-	-	-	-	-	-
Total Comprehensive Income for the year	-	-	-	35,12,159	-	-	35,12,159
Transfer from/to General Reserve / Reversal	-	-	(18,87,557)	-	-	-	(18,87,557)
Final Dividends	-	-	-	-	-	-	-
Dividend Distribution tax	-	-	-	-	-	-	-
<b>Balance at the end of reporting period - 31-03-2018</b>	-	-	17,73,80,916	2,48,68,931	-	-	20,22,49,847
Profit for the period	-	-	-	42,33,950	-	-	42,33,950
Other Comprehensive Income	-	-	-	-	-	-	-
Total Comprehensive Income for the year	-	-	-	42,33,950	-	-	42,33,950
Transfer from/to General Reserve / Reversal	-	-	(18,87,557)	-	-	-	(18,87,557)
Final Dividends	-	-	-	-	-	-	-
Dividend Distribution tax	-	-	-	-	-	-	-
<b>Balance at the end of reporting period - 31-03-2019</b>	-	-	17,54,93,359	2,91,02,881	-	-	20,45,96,240



**CRANE INFRASTRUCTURE LIMITED**

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

**Notes forming Part of Financial Statements for the Year ending 31st March, 2019**

**Note - 2 : Property, Plant and Machinery**

Amount in Rs.

Particulars	Freehold Land	Buildings	Plant & Machinery	Electrical Installation	Goodwill	Total
Deemed Cost as at 1st April 2017	8,74,41,723	19,32,11,776	20,61,525	79,38,475	3,70,86,141	32,77,39,640
Exchange Differences						-
Additions						-
Assets included in disposal group classified as held for sale						-
Disposals						-
<b>Closing Gross carrying amount</b>	<b>8,74,41,723</b>	<b>19,32,11,776</b>	<b>20,61,525</b>	<b>79,38,475</b>	<b>3,70,86,141</b>	<b>32,77,39,640</b>
<b>Accumulated Depreciation as on 1st April, 2017</b>		4,09,06,149	19,58,449	75,41,551		5,04,06,149
Depreciation charge during the year		31,94,310				31,94,310
Assets included in disposal group classified as held for sale						-
Exchange Differences						-
<b>Closing Accumulated Depreciation</b>		<b>4,41,00,459</b>	<b>19,58,449</b>	<b>75,41,551</b>		<b>5,36,00,459</b>
<b>Net Carrying amount year ended 31st March, 2018</b>	<b>8,74,41,723</b>	<b>14,91,11,317</b>	<b>1,03,076</b>	<b>3,96,924</b>	<b>3,70,86,141</b>	<b>27,41,39,181</b>
<b>Gross Carrying amount as on 1st April, 2017</b>	8,74,41,723	19,32,11,776	20,61,525	79,38,475	3,70,86,141	32,77,39,640
Exchange Differences						-
Additions						-
Assets included in disposal group classified as held for sale						-
Disposals						-
<b>Closing Gross carrying amount</b>	<b>8,74,41,723</b>	<b>19,32,11,776</b>	<b>20,61,525</b>	<b>79,38,475</b>	<b>3,70,86,141</b>	<b>32,77,39,640</b>
<b>Accumulated Depreciation as on 1st April, 2018</b>		4,41,00,459	19,58,449	75,41,551		5,36,00,459
Depreciation charge during the year		31,94,310	0			31,94,310
Assets included in disposal group classified as held for sale						-
Exchange Differences						-
<b>Closing Accumulated Depreciation</b>		<b>4,72,94,769</b>	<b>19,58,449</b>	<b>75,41,551</b>		<b>5,67,94,769</b>
<b>Net Carrying amount year ended 31st March, 2019</b>	<b>8,74,41,723</b>	<b>14,59,17,007</b>	<b>1,03,076</b>	<b>3,96,924</b>	<b>3,70,86,141</b>	<b>27,09,44,871</b>

**(i) Leased Assets**

Land, Buildings, Plant & Machinery and Electrical installations includes the following amounts where company is a lessor under an operating lease

Particulars	31-Mar-19	31-Mar-18
Land, Buildings, Plant & Machinery and Electrical installations		
Cost / Deemed Cost	20,32,11,776	20,32,11,776
Accumulated Depreciation	5,67,94,769	5,36,00,459
Net Carrying amount	14,64,17,007	14,96,11,317

**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 High Court of Andhra Pradesh, Hyderabad. The Company is in the process of transferring the land and Buildings 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 Statement of Profit & Loss

**CRANE INFRASTRUCTURE LIMITED**

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

**Notes forming Part of Financial Statements 31st March, 2019****Note : 1 - MAJOR ACCOUNTING POLICIES****1. 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. PROPERTY, PLANT AND EQUIPMENT:**

Property, Plant and Equipments 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 out come 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.



## CRANE INFRASTRUCTURE LIMITED

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

**Notes forming Part of Financial Statements for the Year ending 31st March, 2019**

Note No	Particulars	31st March, 2019	31st March, 2018
<b>2</b>	<b><u>Property, Plant and Machinery</u></b>		
	Property Plant and Machinery	23,38,58,730	23,70,53,040
	Goodwill	3,70,86,141	3,70,86,141
	<b>TOTAL</b>	<b><u>27,09,44,871</u></b>	<b><u>27,41,39,181</u></b>
<b>3</b>	<b><u>Long Term Loans &amp; Advances:</u></b>		
	Advance for Construction	1,38,316	1,19,791
	<b>TOTAL</b>	<b><u>1,38,316</u></b>	<b><u>1,19,791</u></b>
<b>4</b>	<b><u>Short Term Loans &amp; Advance:</u></b>		
	<u>Unsecured</u> (Other Non Current Assets)		
	Advance for Chits	42,33,000	9,00,000
	Loans and advances to related parties	68,75,000	68,75,000
	Other Loans and Advances	1,30,190	1,30,190
	<b>TOTAL</b>	<b><u>1,12,38,190</u></b>	<b><u>79,05,190</u></b>
<b>5</b>	<b><u>Inventories:</u></b>		
	Stock-in-trade	94,33,350	94,33,350
	<b>TOTAL</b>	<b><u>94,33,350</u></b>	<b><u>94,33,350</u></b>
<b>6</b>	<b><u>Trade Receivables:</u></b>		
	Secured and considered good		
	Trade Receivables exceeding six months		
	Other Trade Receivables	7,24,400	7,24,412
	<b>TOTAL</b>	<b><u>7,24,400</u></b>	<b><u>7,24,412</u></b>
<b>7</b>	<b><u>Cash &amp; Cash Equivalents:</u></b>		
	Balance with banks	1,57,291	1,16,402
	Cash on hand	1,20,523	3,33,942
	<b>TOTAL</b>	<b><u>2,77,814</u></b>	<b><u>4,50,344</u></b>
<b>8</b>	<b><u>Current Tax Asset (Net):</u></b>		
	Advance Tax and TDS / MAT	21,34,989	10,14,457
	Provision for Taxes	(20,02,256)	(8,69,628)
	<b>TOTAL</b>	<b><u>1,32,733</u></b>	<b><u>1,44,829</u></b>
<b>9</b>	<b><u>Other Current Assets:</u></b>		
	Advance for Expenses	45,297	-
	<b>TOTAL</b>	<b><u>45,297</u></b>	<b><u>-</u></b>



## CRANE INFRASTRUCTURE LIMITED

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

Notes forming Part of Financial Statements for the Year ending 31st March, 2019

Note No	Particulars	31st March, 2019	31st March, 2018
<b>10</b>	<b>Share Capital:</b> (Equity)		
a	<u>Authorised Capital:</u>		
	85,00,000 Equity Shares of Rs. 10/- Each	8,50,00,000	8,50,00,000
	<b>TOTAL</b>	<b>8,50,00,000</b>	<b>8,50,00,000</b>
	<u>Subscribed &amp; Paid up Capital:</u>		
	72,42,000 Equity Shares of Rs. 10/- Each	7,24,20,000	7,24,20,000
	<b>TOTAL</b>	<b>7,24,20,000</b>	<b>7,24,20,000</b>
<b>b</b>	<b>Shares held by Shareholders holding more than 5% of aggregate Shares in the Company</b>		
	<b>Name of Shareholder</b>	<b>31st March, 2019</b>	<b>31st March, 2018</b>
		<b>% of Holding</b>	<b>% of Holding</b>
		<b>No. of Shares</b>	<b>No. of Shares held</b>
	G.V.S.L.Kantha Rao	44.37%	43.80%
		32,13,456	31,72,250
<b>11</b>	<b>Other Equity</b>		
	Revaluation Reserve		
	Opening Balance	17,73,80,916	17,92,68,474
	Less: Written Off during the year	18,87,557	18,87,557
	Closing Balance	17,54,93,359	17,73,80,916
	Profit & Loss Appropriation A/c		
	Opening Balance	2,48,68,931	2,13,56,772
	<b>Add:</b> Profit/(Loss) during the year	42,33,950	35,12,159
	<b>Less:</b> Assets Written off *	-	-
	Closing Balance	2,91,02,881	2,48,68,931
	<b>TOTAL</b>	<b>20,45,96,240</b>	<b>20,22,49,847</b>
<b>12</b>	<b>Financial Liabilities - Borrowings:</b>		
	<u>Unsecured:</u>		
	Loans and advances from related parties	1,26,56,717	1,48,18,791
	<b>TOTAL</b>	<b>1,26,56,717</b>	<b>1,48,18,791</b>
<b>13</b>	<b>Other Current Liabilities:</b>		
	Creditors for Expenses	30,19,717	30,34,635
	<b>TOTAL</b>	<b>30,19,717</b>	<b>30,34,635</b>
<b>14</b>	<b>Short Term Provisions:</b>		
	Provision for Expenses	2,42,296	3,93,824
	<b>TOTAL</b>	<b>2,42,296</b>	<b>3,93,824</b>



## CRANE INFRASTRUCTURE LIMITED

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

**Notes forming Part of Financial Statements for the Year ending 31st March, 2019**

Note No	Particulars	Amount in Rs.	
		31st March, 2019	31st March, 2018
<b>15</b>	<b><u>Revenue from Operations</u></b>		
	Rental Income	77,05,332	76,44,582
		<u>77,05,332</u>	<u>76,44,582</u>
<b>16</b>	<b><u>Other Non-Operating Revenues:</u></b>		
	Chit Dividend and others	5,85,000	3,23,400
	Interest on Income Tax Refund	-	23,442
	Other receipts	5,000	-
		<u>5,90,000</u>	<u>3,46,842</u>
<b>17</b>	<b><u>Changes in inventories of FG,WIP and Stock in trade</u></b>		
	<b>Opening Stocks</b>		
	Land	94,33,350	94,33,350
	Total (A)	<u>94,33,350</u>	<u>94,33,350</u>
	<b>Closing Stocks</b>		
	Land	94,33,350	94,33,350
	Total (B)	<u>94,33,350</u>	<u>94,33,350</u>
	Decrease in Stock (A-B)	-	-
<b>18</b>	<b><u>Employee Costs</u></b>		
	Salaries, PF, ESI etc	2,40,000	2,40,000
	Managerial Remuneration	-	-
		<u>2,40,000</u>	<u>2,40,000</u>
<b>19</b>	<b><u>Other Expenses:</u></b>		
	Bank Charges	-	-
	Audit Fees		
	As Auditors	25,000	25,000
	<i>In Other Capacity</i>		
	For Taxation Matters	10,000	10,000
	Secretarial Charges	1,20,000	1,20,000
	Taxes & Licenses	5,01,118	3,39,234
	Printing & Stationery	1,25,500	1,10,454
	Postage & Courier	2,42,924	1,03,011
	RTA Expenses	1,49,537	1,00,223
	Interest on TDS, Income tax & ST	189	7,120
	Chit Bid Loss	-	10,35,000
	Advertisement	1,05,660	65,723
	Electricity Expenses	81,663	1,05,205
	Miscellaneous expenses	20,410	67,003
		<u>13,82,001</u>	<u>20,87,972</u>
<b>20</b>	<b><u>Current Tax:</u></b>		
	Current Tax:	11,32,628	8,69,628
	Add: Excess/Short Provision of earlier years	-	(25,088)
	Less: Mat Credit Entitlement	-	-
		<u>11,32,628</u>	<u>8,44,540</u>



## CRANE INFRASTRUCTURE LIMITED

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

### Note - 21

#### 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 2019 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.
- h) The information required by as per general instruction for preparation of the statement of profit and loss as per Schedule - III of the Companies Act, 2013:

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

### Note - 22

#### 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				6,01,560 (6,01,560)
Directors Remuneration			- (3,00,000)	
Loans and advances				68,75,000 -
Unsecured Loans			85,862 (85,862)	1,25,70,855 (1,47,32,929)

\* 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 2018-19.

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

	31st-March, 2019	31st-March, 2018
Within One Year	77.06	77.06
Later than one Year and not later than five year	154.11	231.17
Later than Five Years	-	-
	<b>231.17</b>	<b>308.22</b>

**d) Earnings per Share**

Profit after Tax available for distribution (Rs.)	42,33,950	35,12,159
Weighted Average Number of Shares	72,42,000	72,42,000
Face Value of Share		
Earnings per Share (Rs.)	0.58	0.48

**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 23 - 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-19	31-Mar-18
Equity	7,24,20,000	7,24,20,000
Other Equity	20,45,96,240	20,22,49,847
	<b>27,70,16,240</b>	<b>27,46,69,847</b>

**Categories of Financial Assets & Financial Liabilities as at 31st March, 2019**

Particulars	Amortised Cost	Fair Value through Profit & Loss	Fair Value through OCI	Total carrying value	Total Fair value
<b>Financial Assets</b>					
<b>Non - Current</b>					
Investments				-	
Loans				1,12,38,190	
<b>Sub Total</b>	-	-	-	<b>1,12,38,190</b>	-
<b>Current</b>					
Trade Receivables				7,24,400	-
Cash & Cash Equivalents				2,77,814	-
Loans				-	-
<b>Sub Total</b>	-	-	-	<b>10,02,214</b>	-
<b>Total Financial Assets</b>	-	-	-	<b>1,22,40,404</b>	-
<b>Financial Liabilities</b>					
<b>Non - Current</b>					
Borrowings				1,26,56,717	
<b>Sub Total</b>	-	-	-	<b>1,26,56,717</b>	-
<b>Current</b>					
Borrowings					
Trade Payables					
<b>Sub Total</b>	-	-	-	-	-
<b>Total Financial Liabilities</b>	-	-	-	<b>1,26,56,717</b>	-



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

<i>Particulars</i>	<i>Amortised Cost</i>	<i>Fair Value through Profit &amp; Loss</i>	<i>Fair Value through OCI</i>	<i>Total carrying value</i>	<i>Total Fair value</i>
<b>Financial Assets</b>					
<b>Non - Current</b>					
Investments				-	
Loans				79,05,190	
<b>Sub Total</b>	-	-	-	<b>79,05,190</b>	-
<b>Current</b>					
Trade Receivables				-	-
Cash & Cash Equivalents				-	-
Loans					-
<b>Sub Total</b>	-	-	-	-	-
<b>Total Financial Assets</b>	-	-	-	<b>79,05,190</b>	-
<b>Financial Liabilities</b>					
<b>Non - Current</b>					
Borrowings				1,48,18,791	
<b>Sub Total</b>	-	-	-	<b>1,48,18,791</b>	-
<b>Current</b>					
Borrowings					
Trade Payables					
<b>Sub Total</b>	-	-	-	-	-
<b>Total Financial Liabilities</b>	-	-	-	<b>1,48,18,791</b>	-

**Note 24 - 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 doubt 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.

**For and on behalf of the Board**

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

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

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

SD/-  
**CS. Madhuri Arora**  
Company Secretary  
(Membership No. 41272)

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-2019



### 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](mailto:craneinfrastructureltd@gmail.com), [cil@cranegroup.in](mailto:cil@cranegroup.in) Web: [www.cranegroup.in](http://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 11<sup>th</sup> Annual General Meeting of the company, to be held on the Monday, 30<sup>th</sup> day of September 2019 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, 2019 and the Reports of the Board of Directors and the Auditors. (Ordinary Resolution)		
2.	To appoint a Director in place of Mrs. Manaplalli Himaja (DIN 06505782) who retires by rotation and being eligible, offers herself 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](mailto:craneinfrastructureltd@gmail.com), [cil@cranegroup.in](mailto:cil@cranegroup.in) Web: [www.cranegroup.in](http://www.cranegroup.in)

#### ATTENDANCE SLIP

I/We.....R/o..... hereby record my/our presence at the 11<sup>th</sup> Annual General Meeting of the Crane Infrastructure Limited on Monday, 30<sup>th</sup> day of September , 2019 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.

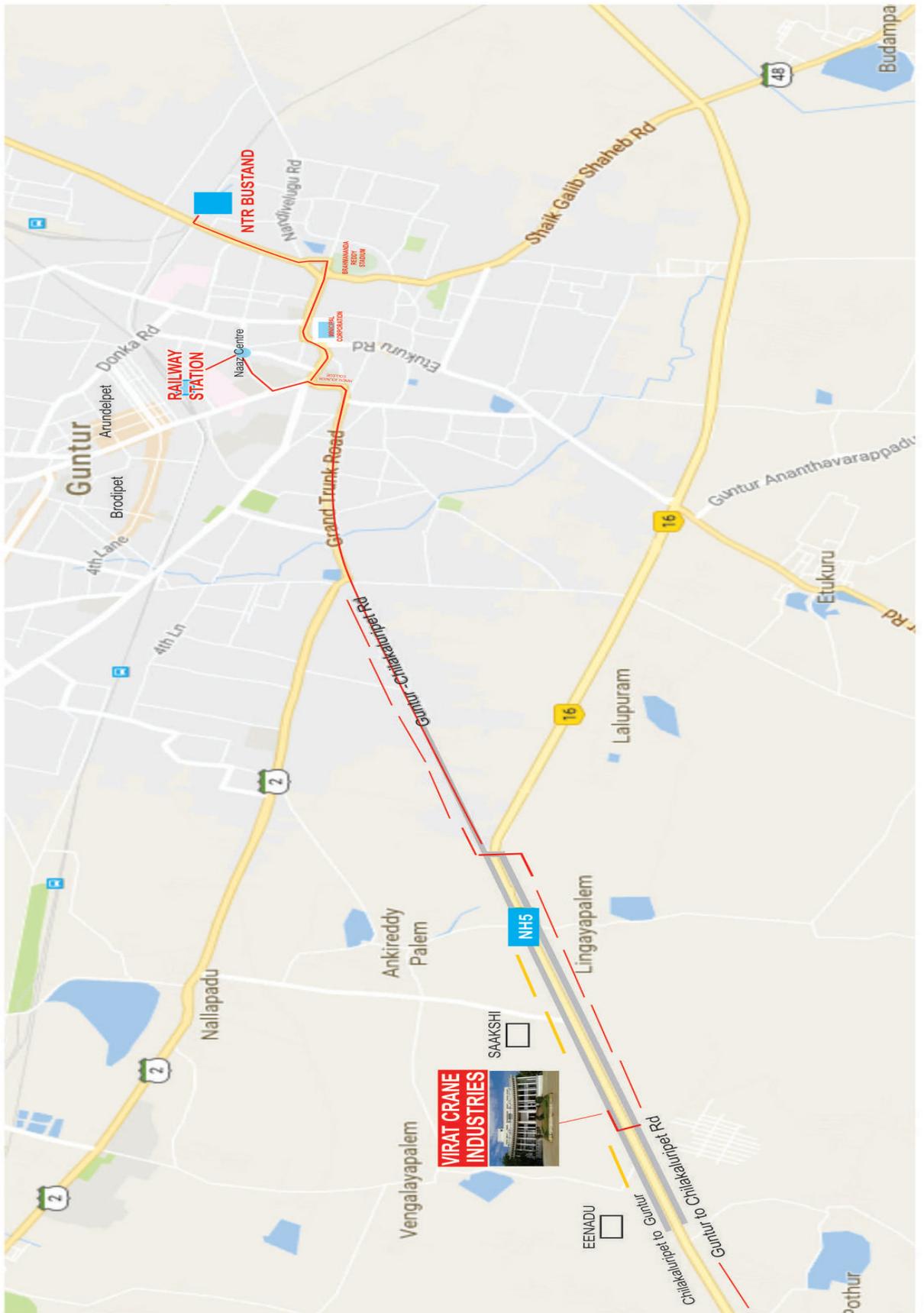
Signature of shareholder(s)/proxy

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



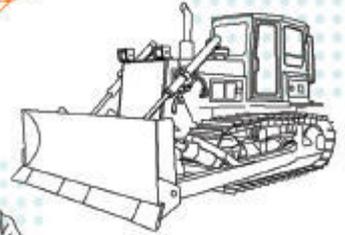
# BOOK-POST

To .....

.....

.....

.....



If Undelivered Please Return to :



**Crane Infrastructure Ltd.**

# 25-18-54, Opp. CBNP Works,  
Sampath Nagar Main Road,  
Guntur - 522 004. Andhra Pradesh, India.

☎ 0863 - 222 33 11

✉ cil@cranegroup.in