S S KOTHARI MEHTA & CO
CHARTERED ACCOUNTANTS

146-148 Tribhuvan Complex
Ishwar Nagar
Mathura Road
New Delhi-110065
Phones : +91-11-4670 8888
Fax : +91-11-6662 8889
E-mail : delhi@sskmin.com

Independent Auditor's Report
To the Members of DCM Shriram Aqua Foods Limited

Report on the Ind AS Financial Statements

We have audited the accompanying Ind AS financial statements of **DCM Shriram Aqua Foods Limited** ('the Company'), which comprise the balance sheet as at 31 March 2017, the statement of profit and loss (including other comprehensive income), the statement of cash flows and the statement of changes in equity for the year then ended and a summary of the significant accounting policies and other explanatory information (herein after referred to as "Ind AS financial statements").

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with relevant Rules issued thereunder.

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

Auditor's Responsibility

Our responsibility is to express an opinion on these Ind AS financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Ind AS financial statements are free from material misstatement.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Ind AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Ind AS, of the financial position of the Company as at 31 March, 2017, and its financial performance including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Report on Other Legal and Regulatory Requirements

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

2. As required by Section 143(3) of the Act, we report that:

   a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

   c) The balance sheet, the statement of profit and loss (including other comprehensive income), the statement of cash flows and the statement of changes in equity dealt with by this Report are in agreement with the books of account;

   d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with relevant Rules issued thereunder;

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

e) On the basis of the written representations received from the directors as on 31st March, 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2017 from being appointed as a director in terms of Section 164 (2) of the Act;

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B"; and

g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company does not have any pending litigations which would impact its financial position;

ii. Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses;

iii. There is no amount required to be transferred to the Investor Education and Protection Fund by the Company.

iv. The Company has provided requisite disclosures in note 24 to these Ind AS financial statements as to the holding of Specified Bank Notes on November 08, 2016 and December 30, 2016 as well as dealing in Specified Bank Notes during the period from November 08, 2016 to December 30, 2016. Based on audit procedure and relying on the management representation regarding the holding and nature of cash transactions, including Specified Bank Notes, we report that these disclosures are in accordance with the books of accounts maintained by the Company and as produced to us by the management.

For S S Kothari Mehta & Co.
Chartered Accountants
Firm's Registration No. 000756N

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

Sunil Wahal
Partner
Membership No. 087294

Place: New Delhi
Date: April 25, 2017

Annexure A to the Independent Auditor's Report to the Members of DCM Shriram Aqua Foods Limited dated April 25, 2017.

Report on the matters specified in paragraph 3 of the Companies (Auditor's Report) Order, 2016 ("the Order') issued by the Central Government of India in terms of section 143(11) of the Companies Act, 2013 ("the Act") as referred to in paragraph 1 of 'Report on Other Legal and Regulatory Requirements' section.

i. (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.

(b) The fixed assets have been physically verified by the management during the year, the frequency of which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No discrepancies were noticed on such verification.

(c) In our opinion, and according to the information and explanations given to us, the title deeds of immovable properties are held in the name of the company.

ii. The Company's operations do not give rise to any inventory.

iii. (a) The Company has given interest free unsecured demand loans to holding company, covered in the register maintained under Section 189 of the Act.

(b) The terms and conditions of the grant of such loans are not prejudicial to the Company's interest;

(c) The loan given is repayable on demand and hence there is no overdue amount as on the date and the relevant reporting is not applicable.

iv. In our opinion and according to the information and explanations given to us, provisions of section 185 and 186 of the Act in respect of loans to directors including entities in which they are interested and in respect of loans and advances given, investments made and, guarantees, and securities given have been complied with by the company.

v. The Company has not accepted any deposits from the public within the meaning of directives issued by the Reserve Bank of India and provisions of sections 73 to 76 or any other relevant provisions of the Act, and the Rules framed thereunder.

vi. According to the information and explanations given to us, the Central Government has not prescribed maintenance of cost records under Section 148 of the Act for the Company's activities. Hence, the provisions of clause 3(vi) of the Order are not applicable to the Company.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

vii. a. According to the records of the Company examined by us and the information and explanations given to us, the Company is generally regular in depositing its undisputed statutory dues including Employees' Provident Fund, Employees' State Insurance, Investor Education and Protection Fund, Income Tax, Wealth Tax, Service Tax, Custom Duty, Excise duty, Cess and any other material statutory dues, as applicable, with the appropriate authorities during the year and there are no such undisputed amounts payable which have remained outstanding as at March 31, 2017 for a period of more than six months from the date they became payable.

b. We are informed that there are no dues in respect of Sales Tax, Income Tax, Wealth Tax, Customs Duty, Excise Duty and Service Tax which have not been deposited on account of any dispute.

viii. According to the information and explanations given to us and records of the Company examined by us, the Company has not taken loans from financial institutions or banks. Accordingly, clauses 3(viii) of the Order are not applicable.

ix. In our opinion, and according to the information and explanations given to us, the Company has not raised any money way of initial public offer / further public offer and term loans hence, reporting under clause (ix) is not applicable to the Company.

x. In our opinion, and according to the information and explanations given to us, we report that no fraud by the company or on the company by the officers and employees of the Company has been noticed or reported during the year.

xi. In our opinion, and according to the information and explanations given to, the company has not paid any managerial remuneration. Hence, reporting under clause 3(xi) of the Order are not applicable and hence not commented upon.

xii. The Company is not a Nidhi company. Therefore, the provisions of clause 3(xii) of the Order are not applicable to the Company.

xiii. In our opinion, and according to the information and explanations given to us during the course of audit, transactions with the related parties are in compliance with section 188 of Act where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards. The provisions of sec 177 are not applicable to the company and accordingly reporting under clause 3(xiii) insofar as it relates to section 177 of the Act is not applicable to the Company and hence not commented upon.

xiv. According to the information and explanations given to us and on an overall examination of the books of account, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year and hence not commented upon.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

xv. In our opinion, and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with directors or persons connected with him.

xvi. According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

For S S Kothari Mehta & Co.
Chartered Accountants
Firm's Registration No. 000756N

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

Sunil Wahal
Partner
Membership No. 087294

Place: New Delhi
Date : April 25, 2017

Annexure B to the Independent Auditor's Report to the Members of DCM Shriram Aqua Foods Limited dated April 25, 2017

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 2(f) of 'Report on Other Legal and Regulatory Requirements' section

We have audited the internal financial controls over financial reporting of **DCM Shriram Aqua Foods Limited** ("the Company") as of 31 March 2017 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India". These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit.

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

a) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

b) 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

c) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For S S Kothari Mehta & Co.
Chartered Accountants
Firm's Registration No. 000756N

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

Sunil Wahal
Partner
Membership No. 087294

Place: New Delhi
Date: April 25, 2017

DCM SHRIRAM AQUA FOODS LIMITED

BALANCE SHEET AS AT MARCH 31, 2017

	Notes	As at March 31, 2017 Rs. Thousand	As at March 31, 2016 Rs. Thousand	As at April 1, 2015 Rs. Thousand
ASSETS				
Non-current assets				
Investment property	2	**1,183**	1,183	1,183
		1,183	1,183	1,183
Financial assets				
Loans	3	**5,233**	5,233	5233
Other non-current assets	4	**815**	331	-
		6,048	5,564	5,233
Current assets				
Financial assets				
Cash and cash equivalents	5	**201**	120	140
Loans	5.1	**14,500**	14,500	14,500
Others	5.2	**9,805**	10,199	10,416
		24,506	24,819	25,056
Total		**31,737**	31,566	31,472
EQUITY AND LIABILITIES				
Equity				
(a) Equity Share capital	6	**83,512**	83,512	83,512
(b) Other Equity	7	**(51,825)**	(51,982)	(52,097)
Non-current liabilities				
Financial Liabilities				
Borrowings	8	**1**	1	1
Current liabilities				
Financial Liabilities				
Trade Payables	9	**33**	33	34
Other current liabilities	10	**16**	2	-
Short term provisions	11	-	-	22
		31,737	31,566	31,472

See accompanying notes to the financial statements

In terms of our report attached

S.S. Kothari Mehta & Co.
Chartered Accountants

Sunil Wahal
Partner
Membership No. 087294

For and on behalf of the Board of Directors

Ajay S. Shriram
Director
DIN - 00027137

Vikram S. Shriram
Director
DIN - 00027187

A.K. Jain
Company Secretary

Place: New Delhi
Date: 25.04.2017

DCM SHRIRAM AQUA FOODS LIMITED

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

	Notes	Year Ended March 31, 2017 Rs. Thousand	Year Ended March 31, 2016 Rs. Thousand
Other income	12	1,378	1,378
Total Revenue		1,378	1,378
Expenses			
Finance costs	13	*	*
* Rs. 37 (March 31, 2016 - Rs. 36)			
Other expenses	14	808	663
Total Expenses		808	663
Profit before tax		570	715
Tax expense			
- Current tax		412	426
- Tax adjustments related to earlier years		1	174
Profit after tax		157	115
Other Comprehensive Income		-	-
Total Comprehensive Income		157	115
Earnings per equity share-basic/diluted (Rs.)		0.02	0.01

See accompanying notes to the financial statements

In terms of our report attached

S.S. Kothari Mehta & Co.
Chartered Accountants

Sunil Wahal
Partner
Membership No. 087294

For and on behalf of the Board of Directors

Ajay S. Shriram
Director
DIN - 00027137

Vikram S. Shriram
Director
DIN - 00027187

A.K. Jain
Company Secretary

Place: New Delhi
Date: 25.04.2017

DCM SHRIRAM AQUA FOODS LIMITED

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

A. Equity share capital	Rs. in thousand
As at April 1, 2015	83,512
As at March 31, 2016	83,512
As at February 28, 2017	83,512

B. Other equity

	Reserves and surplus
	Retained earnings
As at April 1, 2015	**(52,097)**
Additions:	
Profit for the year	115
As at March 31, 2016	**(51,982)**
Additions:	
Profit for the year	157
As at March 31, 2017	**(51,825)**

In terms of our report attached

S.S. Kothari Mehta & Co.
Chartered Accountants

Sunil Wahal
Partner
Membership No. 087294

For and on behalf of the Board of Directors

Ajay S. Shriram
Director
DIN - 00027137

Vikram S. Shriram
Director
DIN - 00027187

A.K. Jain
Company Secretary

Place: New Delhi
Date: 25.04.2017

DCM SHRIRAM AQUA FOODS LIMITED

Cash flow statement for the year ended March 31, 2017

	Year Ended March 31, 2017 Rs. Thousand	Year Ended March 31, 2016 Rs. Thousand
Cash flow from operating activities		
Net profit before tax	570	715
Adjustments for :		
Less: Interest Income	(1,378)	(1,378)
Operating (loss) before working capital changes	(808)	(663)
Adjustments for :		
Decrease/ (increase) in other non-current assets	(484)	(331)
Increase/ (decrease) in financial liabilites	-	(1)
Increase/ (decrease) in other current liabilities	14	2
Cash generated from operations	(1,278)	(993)
Income taxes refund / (paid)	(413)	(622)
Net cash from / (used) in operating activities (A)	(1,691)	(1,615)
Cash flow from financing activities		
Interest received	1,772	1,595
Net cash from / (used) financing activities (B)	1,772	1,595
Net (decrease) in cash and cash equivalents (A+B)	81	(20)
Cash and cash equivalents as at opening		
Cash and cheques in hand and balance with banks	120	140
Cash and cash equivalents as at closing		
Cash and cheques in hand and balance with banks	201	120

As per our report of even date
For S. S. KOTHARI MEHTA & Co.
Chartered Accountants

S. S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

Sunil Wahal
Partner
Membership No.: 087294

For and on behalf of the Board of Directors

VIKRAM S. SHRIRAM
Director
DIN - 00027187

AJAY S. SHRIRAM
Director
DIN - 00027137

A. K. JAIN
Company Secretary

Place: New Delhi
Date: 25.04.2017

Notes to the Standalone financial statements

1.1 General Information

DCM Shriram Aqua Foods Limited ('the Company') is a private limited company incorporated in India. The Holding company, DCM Shriram Limited owns 100% of equity share capital of the Company. The registered office of the Company is located at 5th Floor, Kanchenjunga Building, 18 Barakhamba Road, New Delhi -110001, India.

The financial statements are approved by Board of Directors in their board meeting dated April 25, 2017.

1.2 Basis of preparation of financial statements

The Financial Statements are prepared on an accrual basis under historical cost Convention except for certain financial instruments which are measured at fair value. These financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Companies Act, 2013 ("The Act") and other relevant provisions of the Act, as applicable.

The financial statements up to the year ended March 31, 2016 were prepared in accordance with Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 and other relevant provisions of the Act ('Previous GAAP'). These are Company's first Ind AS financial statements. The date of transition to Ind AS is April 1, 2015. Refer note 28 to 30 for an explanation of the transition from previous GAAP to Ind AS and the effect on the Company's financial position, financial performance and cash flows.

1.3 Significant accounting policies

(a) Investment properties

Investment properties comprises freehold land and is stated at cost.

Cost of acquisition or construction is inclusive of duties, taxes and incidental expenses and interest on loans attributable to the acquisition/construction of properties up to the date of commissioning.

(b) Revenue recognition

(i) Interest income

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

(c) Income taxes

The Income-tax liability is provided in accordance with the provisions of the Income-tax Act, 1961. Deferred income tax assets and liabilities are recognized for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Income tax and deferred tax are measured on the basis of the tax rates and tax laws enacted or substantively enacted at the end of the reporting period and are recognized in profit or loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the income tax and deferred tax are also recognized in other comprehensive income or directly in equity, respectively.

S.S. KOTWANI, MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

(d) Financial Instruments

Initial recognition
Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of financial asset or financial liabilities, as appropriate, on initial recognition.

Subsequent measurement

Financial Assets:

Financial assets carried at amortised cost :A financial asset is subsequently measured at amortised cost if it is held in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial liabilities: Financial liabilities are subsequently measured at amortized cost using the effective interest method. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

(e) Use of Estimates

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and assumptions that affect the reported balances of asset and liabilities, disclosures relating to contingent liabilities as at the date of the financial statements and the reported amounts of income and expense for the period presented.
Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which estimates are revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

(f) Recent accounting pronouncements

Standards issued but not yet effective
In March 2017, the Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) (Amendments) Rules, 2017, notifying amendments to Ind AS 7, 'Statement of cash flows' and Ind AS 102, 'Share-based payment.' These amendments are in accordance with the recent amendments made by International Accounting Standards Board (IASB) to IAS 7, 'Statement of cash flows' and IFRS 2, 'Share-based payment,' respectively. The amendments are applicable to the company from April 1, 2017.

Amendment to Ind AS 7:
The amendment to Ind AS 7 requires the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities, to meet the disclosure requirement.
The company is evaluating the requirements of the amendment and the effect on the financial statements is being evaluated.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

(Rs. in Thousands)

2 Investment properties

	Freehold Land
Gross Carrying amount	
Deemed cost as at April 1, 2015	**1,183**
Balance at 31 March 2016	**1,183**
Balance at 31 March 2017	**1,183**
Net Book Value	
Net Balance at March 31, 2017	**1,183**
Net Balance at 31 March 2016	**1,183**

(a) **Fair value**

The fair value of the Company's investment properties as at March 31, 2017, March 31, 2016 and April 1, 2015 have been arrived at on the basis of a valuation carried out by government approved independent valuer.

Details of the Company's investment properties and information about the fair value hierarchy are as follows:

	31.03.2017	31.03.2016	1.04.2015
Fair value	12,784	14,062	15,468
Level of hierarchy	3	3	3

(b) The company did not earn any rental income and has not incurred operating expenses on these land.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

DCM SHRIRAM AQUA FOODS LIMITED

Notes to Standalone Financial Statements for the year ended March 31, 2017

	As at March 31, 2017 Rs. Thousand	As at March 31, 2016 Rs. Thousand	As at April 1, 2015 Rs. Thousand
Financial assets			
3. Loans (at amortized cost)			
(unsecured considered good, unless otherwise stated)			
Security deposits	5,233	5,233	5,233
	5,233	5,233	5,233
4. Other non-current assets			
Advance Tax	1,242	1,444	-
Less: Provision for tax	(427)	(1,113)	-
	815	331	-

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

DCM SHRIRAM AQUA FOODS LIMITED

Notes to Standalone Financial Statements for the year ended March 31, 2017

	As at March 31, 2017 Rs. Thousand	As at March 31, 2016 Rs. Thousand	As at April 1, 2015 Rs. Thousand
Current assets			
Financial assets (at amortized cost)			
5. Cash and cash equivalents			
Balances with banks on			
-current accounts	200	107	138
Cash on hand	1	13	2
	201	120	140
5.1 Loans			
Loan given to Holding Company	14,500	14,500	14,500
	14,500	14,500	14,500
5.2 Others			
Claim receivable	7,922	7,922	7,922
Interest accrued but not due on loan	1,883	2,277	2,494
	9,805	10,199	10,416

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

DCM SHRIRAM AQUA FOODS LIMITED

Notes to Standalone Financial Statements for the year ended March 31, 2017

Rs. Crores	As at March 31, 2017 Rs. Thousand	As at March 31, 2016 Rs. Thousand	As at April 1, 2015 Rs. Thousand
6. Equity share capital			
Authorised			
8,999,000 (March 31, 2016 - 8,999,000 ; April 1, 2015 - 8,999,000 Equity shares of Rs. 10 each	**8,990**	8,990	8,990
	8,990	8,990	8,990
Issued, subscribed and paid up			
8,351,207 (March 31, 2016 - 8,351,207 ; April 1, 2015 - 8,351,207 Equity shares of Rs. 10 each, fully paid up	**83,512**	83,512	83,512
	83,512	83,512	83,512

Notes:

a. The Company has one class of Shares i.e Equity having a par value of Rs. 10/- each. Each holder of Equity Shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. The distribution will be in proportion to the number of Equity Shares held by the Shareholders.

b. 83,51,207 (March 31, 2016 - 83,51,207 ; March 31, 2015 - 83,51,207) (100%) equity shares are held by DCM Shriram Limited, the holding company and its nominees.

c. There is no change in the shares outstanding at the beginning and at the end of the current year and corresponding previous year.

d. The Company has neither issued bonus shares nor bought back shares during last five years.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

DCM SHRIRAM AQUA FOODS LIMITED

Notes to Standalone Financial Statements for the year ended March 31, 2017

	As at March 31, 2017 Rs. Thousand	As at March 31, 2016 Rs. Thousand	As at April 1, 2015 Rs. Thousand
7. Other equity			
(i) Equity Component of compound financial instruments*	-	-	-
(i) Retained Earnings			
Surplus in Statement of Profit and loss			
Opening balance	(51,982)	(52,097)	(52,704)
Add: Profit during the year	157	115	607
	(51,825)	(51,982)	(52,097)
Other equity	**(51,825)**	(51,982)	(52,097)

* Represent Rs. 407 (March 31, 2016 - Rs. 407, April 1, 2015 - Rs. 407)

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

DCM SHRIRAM AQUA FOODS LIMITED

Notes to Standalone Financial Statements for the year ended March 31, 2017

	As at March 31, 2017 Rs. Thousand	As at March 31, 2016 Rs. Thousand	As at April 1, 2015 Rs. Thousand
8. Non-current liabilities			
(a) Financial liabilities			
Long term borrowings			
Unsecured - at amortized cost			
Liability Component of compound financial instruments*	1	1	1
	1	1	1

* Represents Rs 366 (March 31, 2016 - Rs 329 ; April 1, 2015 - Rs. 293)

DCM SHRIRAM AQUA FOODS LIMITED

Notes to Standalone Financial Statements for the year ended March 31, 2017

	As at March 31, 2017 Rs. Thousand	As at March 31, 2016 Rs. Thousand	As at April 1, 2015 Rs. Thousand
Current liabilities			
9. Financial liabilities			
Trade Payables			
Total outstanding dues to micro and small enterprise	-	-	-
Total outstanding dues of other than micro and small enterprise	**33**	33	34
10. Other current liabilities			
Statutory levies	**16**	2	-
11. Short term provisions			
Provision for tax	-	-	513
Less: Advance Tax	-	-	(491)
	-	-	22

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

DCM SHRIRAM AQUA FOODS LIMITED

Notes to Standalone Financial Statements for the year ended March 31, 2017

	Year Ended March 31, 2017 Rs. Thousand	Year Ended March 31, 2016 Rs. Thousand
12. Other income		
Interest income on loan given to Holding Company	**1,378**	1,378
	1,378	1,378

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

DCM SHRIRAM AQUA FOODS LIMITED

Notes to Standalone Financial Statements for the year ended March 31, 2017

	Year Ended March 31, 2017 Rs. Thousand	Year Ended March 31, 2016 Rs. Thousand
13. Finance costs		
Interest expense on financial liabilities at amortized cost*	-	-
	-	-

* interest expense represents Rs. 37 (March 31, 2016 - Rs. 36)

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

DCM SHRIRAM AQUA FOODS LIMITED

Notes to Standalone Financial Statements for the year ended March 31, 2017

	Year Ended March 31, 2017 Rs. Thousand	Year Ended March 31, 2016 Rs. Thousand
14. Other expenses		
Contract wages	**204**	192
Travelling and Conveyance	**130**	122
Telephone expenses	**3**	3
Security expenses	**246**	246
Auditors' remuneration		
Audit fee	**17**	17
Other certification services	**52**	34
Filing fees	**125**	5
Miscellaneous expenses	**31**	44
	808	663

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

DCM SHRIRAM AQUA FOODS LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2017

15. Contingent Liability

Guarantees given to a financial institution in respect of loan availed by holding company:

(Amount in Rs. '000)

Particulars	**As at March 31, 2017**		As at March 31, 2016	
	INR	**USD**	INR	USD
Amount Guaranteed *	-	-	437,316	6,600
Amount Outstanding *	-	-	29,154	440

* Restated at 1 USD = INR 64.855 (FY 2015-16 1 USD = INR 66.26)

*This indicates the total amount of guarantee given to the financial institution by four subsidiary companies namely; DCM Shriram Aqua Foods Ltd., Bioseed India Ltd., DCM Shriram Infrastructure Ltd. and DCM Shriram Credit and Investments Ltd. for loan taken by its ultimate holding company i.e. DCM Shriram Limited. However, the Company's share in the guarantee is undefined.

16. In the opinion of the Board and to the best of their knowledge and belief, the value on realisation of Current Assets, Loans and Advances in the ordinary course of business will not be less than the amount at which they are stated in the Balance Sheet.

17. Earnings per share

The Company reports basic and diluted earnings per equity share in accordance with IndAS-33, 'Earnings per Share'. Basic earnings per equity share are computed by dividing net profit after tax by the weighted average number of equity shares outstanding during the year. Diluted earnings per equity share are computed using the weighted average number of equity shares and dilutive potential equity shares outstanding during the year.

Particulars	**UOM**	**Year ended March 31, 2017**	Year ended March 31, 2016
Profit as per Statement of Profit and Loss	Rs In Thousand	**157**	115
Dividend on 12% redeemable cumulative preference shares	Rs. In Thousand	**0.08**	0.08
Profit attributable to equity shareholders	Rs. In Thousand	**157**	115
Weighted average number of equity shares outstanding during the year	No's	**83,51,207**	83,51,207
Basic and Diluted earnings per share of face value Rs. 10 per share	Rupees	**0.02**	0.01

18 Going Concern

As on March 31 , 2017, the Company has accumulated losses of Rs. 51,825 (thousands) which has substantially eroded its net worth. During the F.Y 2011-12, the Government of Puducherry had acquired significant portion of the Company's Aqua project land under the Land Acquisition Act, 1894. Accordingly, the Company's management had abandoned the Aqua project. However, as the Company is exploring other avenues for the balance portion of the land, the financial statements of the Company have been prepared on going concern basis.

19 Disclosures relating to dues of micro and small enterprises under sundry creditors have been made on the basis of information available with the Company to the extent parties have been identified under Micro, Small and Medium Enterprises (Development) Act, 2006.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

20. Since the Company has not yet started operations, the disclosure requirements as per IndAS 108 on "Operating Segments" are not applicable. The Company does not have employees owning to which IndAS 19 on 'Employees Benefits' and other employee related laws are also not applicable to it.

21. Related party disclosures under IndAS 24:

a. Name of related party and nature of related party relationship

Holding Company: DCM Shriram Limited

Key Managerial Persons: Mr. Ajay S. Shriram, Mr. Vikram S. Shriram and Mr. Rajiv Sinha

Fellow Subsidiaries: DCM Shriram Credit and Investments Limited, Bioseed India Limited, DCM Shriram Infrastructure Limited, Shriram Bioseed (Thailand) Ltd., Bioseed Limited, Bioseed Vietnam Ltd., Bioseed Research Philippines Inc., Shriram Bioseed Ventures Limited, DCM Shriram Foundation, Hariyali Rural Ventures Limited, Fenesta India Limited, Shri Ganpati Fertilisers Limited, Bioseeds Holdings Pte. Ltd., Shridhar Shriram Foundation, PT. Shriram Seed Indonesia, PT. Shriram Genetics Indonesia, Bioseed Research USA Inc.

b. Transactions with the holding company

(Amount in Rs. '000)

Particulars	**Year ended March 31, 2017**	Year ended March 31, 2016
Interest income	**1,378**	**1,378**
Balance receivable at the year end		
- Loan	**14,500**	**14,500**
- Interest accrued on loan	**1,883**	**2,277**

22. Auditors Remuneration (Exclusive of Service Tax):

(Amount in Rs. '000)

Particulars	**Year ended March 31, 2017**	Year ended March 31, 2016
Statutory Audit Fee	**17**	17
Other Services	**52**	34

23. Previous period figures have been regrouped and rearranged wherever necessary.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

24. Disclosure on specified bank notes (SBNs)

During the year, the Company did not have any specified bank notes as defined in the MCA notification G.S.R. 308(E) dated March 31, 2017 on the details of Specified Bank Notes (SBN) held and transacted during the period from November 8, 2016 to December 30, 2016, the denomination wise SBNs and other notes as per the notification is given below:

(Amount in Rs. '000)

Particulars	SBNs	Other denomination notes	Total
Closing cash in hand as on November 8, 2016	-	4	4
(+) Permitted receipts	-	-	-
(-) Permitted payments	-	-	-
(-) Amount deposited in Banks	-	-	-
Closing cash in hand as on December 30, 2016	**-**	**4**	**4**

DCM SHRIRAM AQUA FOODS LIMITED

Notes to the standalone financial statements for the year ended March 31, 2017

Note 25. Income tax expense

Rs in thousands

	March 31, 2017	March 31, 2016
(a) Income tax expense		
Current tax		
Current tax on profits for the year	412	426
Adjustments for current tax of prior year	1	174
Total current tax expense	413	600

(b) Reconciliation of tax expense and the accounting profit

	March 31, 2017	March 31, 2016
Profit before tax	570	715
Tax rate	29.87%	30.90%
Income tax expense calculated at rate above	170	221
Tax effect of amount which are not deductible (Taxable) in calculating taxable income :		
- Pre-operative expenditure	242	205
- Others	1	174
Income tax expense	413	600

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

DCM SHRIRAM AQUA FOODS LIMITED

Notes to the standalone financial statements for the year ended March 31, 2017

Note 26. Financial instruments by category

Rs. in thousands

	March 31, 2017			March 31, 2016			April 1, 2015		
	FVPL	FVOCI	Amortised cost	FVPL	FVOCI	Amortised cost	FVPL	FVOCI	Amortised cost
Financial assets									
Loans			19,733			19,733			19,733
Cash and cash equivalents			201			120			140
Others			9,805			10,199			10,416
Total financial assets	-	-	**29,739**	-	-	**30,052**	-	-	**30,289**
Financial liabilities									
Liability comonent of compound financial instruments			1			1			1
Trade payables			33			33			34
Total financial liabilities	-	-	**34**	-	-	**34**	-	-	**35**

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

DCM SHRIRAM AQUA FOODS LIMITED

Notes to the standalone financial statements for the year ended March 31, 2017

Note 27. Liquidity risk management

(i) Maturities of financials liabilities

The tables below analyse the Company's financial liabilities into relevent maturity groupings based on their contractual maturities for all financial liabilities.

The amount disclosed in the table are the contractual undiscounted cash flow.

Rs. in thousands

Contractual maturities of financial liabilities	Less than 1 year	Between 1 year to 5 year	Total
31 March 2017			
Borrowings	-	1	1
Trade Payables	33	-	33
Total financial liabilities	**33**	**1**	**34**
31 March 2016			
Borrowings	-	1	1
Trade Payables	33	-	33
Total financial liabilities	**33**	**1**	**34**
1 April 2015			
Borrowings	-	1	1
Trade Payables	34	-	34
Total financial liabilities	**34**	**1**	**35**

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

Note 28. Transition to Ind AS - Principle and reconciliation

These financial statements for the year ended March 31, 2017, are the Company's first annual financial statements prepared in accordance with Ind AS. The accounting policies set out in note 1.3 have been applied in preparing the financial statements for the year ended March 31, 2017, comparative information presented in these financial statements for the year ended March 31, 2016 and in the preparation of an opening Ind AS balance sheet as at April 1, 2015 (the date of transition). In preparing its opening Ind AS balance sheet, the Company has adjusted/reclassified the amounts reported previously in financial statements prepared in accordance with the Accounting Standards specified under Section 133 of the Companies Act 2013 (The Act) and other relevant provisions of the Act (Previous GAAP) to comply with Ind AS. An explanation of how the transition from previous GAAP to Ind AS has affected the Company's financial position, financial performance and cash flows is set out in the following notes.

Exemptions on first time adoption of IndAS 101:-

(i) Investment property at deemed cost

The Company has opted to measure its investment property at their previous GAAP carrying value and use that carrying value as its deemed cost

(ii) Compound financial instruments

As per Ind AS 101, the Group has opted to split compound financial instrument into separate equity and liability component which were outstanding at the date of transition.

(ii)Reconciliation of equity as previously reported under Indian GAAP to Ind-AS

Particulars	Note No.	As at 31 March 2016	As at 1 April 2015
Equity as reported under IGAAP		31,531	31,416
(a) Ind-AS Adjustments decrease:			
Transferred to liability component of other financial instrument	i	(1)	(1)
Equity as reported under Ind-AS		31,530	31,415

Notes:

The major reasons for adjustments in Previous GAAP numbers are as under:

i. Compound financial instruments

Under previous GAAP, compound financial instruments were not splitted into equity and liability component separately. However, as per IndAS 32, these are now being splitted into equity component and liability component on the date of transition to IndAS.

ii. Investment property

Under the previous GAAP, investment properties were presented as part of fixed assets. As per Ind AS 40, investment property is required to be presented separately on the face of the balance sheet. There is no impact on total equity as a result of this adjustment

iii. Adjustments to the statement of cash flows

The transition from Indian GAAP to Ind-AS had no significant impact on cash flows generated by the company.

V.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

DCM SHRIRAM AQUA FOODS LIMITED

Notes to the standalone financial statements for the year ended March 31, 2017

Note 29. First time adoption of Ind AS

Reconciliation of balance sheet

Rs. In thousands

First-time Ind AS adoption reconciliation	As at March 31, 2016			As at April 1, 2015 (Date of transition)		
	Previous GAAP *	Effect of transition to Ind AS	Ind AS	Previous GAAP	Effect of transition to Ind AS	Ind AS
Non - current assets						
(a) Property, Plant and equipment	1,183	(1,183)	-	1,183	(1,183)	-
(b) Investment property	-	1,183	1,183	-	1,183	1,183
(c) Financial assets						
(i) Loans	5,564	(331)	5,233	5,233	-	5,233
Other non-current assets	-	331	331			
Total- Non Current assets	**6,747**	-	**6,747**	**6,416**	-	**6,416**
Current assets						
(a) Financial assets						
(i) Cash and cash equivalents	120	-	120	140	-	140
(ii) Loans	14,500	-	14,500	14,500	-	14,500
(iii) Others	10,199	-	10,199	10,416	-	10,416
Total- Current assets	**24,819**	-	**24,819**	**25,056**	-	**25,056**
TOTAL- ASSETS	**31,566**	-	**31,566**	**31,472**	-	**31,472**
EQUITY AND LIABILITIES						
EQUITY						
(a) Equity Share capital	83,513	(1)	83,512	83,513	(1)	83,512
(b) Other Equity	(51,982)	-	(51,982)	(52,097)	-	(52,097)
Total- Equity	**31,531**	**(1)**	**31,530**	**31,416**	**(1)**	**31,415**
LIABILITIES						
Non-current liabilities						
(a) Financial Liabilities						
(i) Borrowings	-	1	1	-	1	1
Total- Non Current liabilities	-	**1**	**1**	-	**1**	**1**
Current liabilities						
(a) Financial Liabilities						
(i) Trade payables	-	33	33	-	34	34
(b) Other current liabilities	35	(33)	2	34	(34)	-
(c) Short term provisions	-	-	-	22	-	22
Total- Current Liabilities	**35**	-	**35**	**56**	-	**56**
TOTAL- EQUITY AND LIABILITIES	**31,566**	-	**31,566**	**31,472**	-	**31,472**

* The previous GAAP numbers have been reclassified to conform to Ind AS presentation requirements for the purpose of this note.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

DCM SHRIRAM AQUA FOODS LIMITED
Notes to the standalone financial statements for the year ended March 31, 2017

Note 30 First time adoption of Ind AS

Reconciliation of total comprehensive income

Rs. In thousands

	Notes	As at March 31, 2016		
		Previous GAAP *	Effect of transition to Ind AS	Ind AS
Other income		1,378	-	1,378
Total income		1,378	-	1,378
Expenses				
Other expenses		663	-	663
Total Expenses		663	-	663
Profit before tax		**715**	-	**715**
Tax expense				
- Current tax		426	-	426
- Deferred tax		174	-	174
- Tax adjustments related to earlier years		-	-	-
			-	
Profit after tax		**115**	-	**115**
Total Comprensive Income		**115**	-	**115**

* The previous GAAP numbers have been reclassified to conform to Ind AS presentation requirements for the purpose of this note.

Note 30A Subsequent Events

No adjusting or significant non-adjusting events have occurred between the reporting date and the date of authorization.

S.S. KOTHARI MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

DCM SHRIRAM AQUA FOODS LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2017

31. Notes 1.1 to 31 form an integral part of the Financial Statements.

As per our report of the even date

For S.S. KOTHARI MEHTA & Co.
Chartered Accountants

SUNIL WAHAL
Partner
Membership No. 087294

For and on behalf of the Board of Directors

VIKRAM S. SHRIRAM
Director
(DIN - 00027187)

AJAY S. SHRIRAM
Director
(DIN - 00027137)

A. K. JAIN
COMPANY SECRETARY

Place: New Delhi
Date: 25.04.2017