# V. K. Beswal & Associates

- CHARTERED ACCOUNTANTS -

Rewa Chambers, 4th Floor, 31, New Marine Lines, Mumbai 400 020, Phone: +91 (22) 4345 5656 • Fax: 4345 5666

E-Mail: admin@vkbeswal.com

Report on the Financial Statements

We have audited the accompanying financial statements of SHARDA DE MEXICO S. DE RL DE CV, which comprises the statement of financial position for the year ending 31.03.2019, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the period then ended, and a summary of significant accounting policies and explanatory notes.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstance.

Auditor's responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. Those standards require that we comply ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risk of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the management, as well as evaluating the overall presentation of the financial

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

Opinion

In our opinion the financial statements present fairly, in all material respects, the financial position of SHARDA DE MEXICO S. DE RL DE CV for the year ending 31.03.2019 and its financial performance and its cash flows for the period then ended in accordance with International Financial Reporting Standards.

For V.K.BESWAL & ASSOCIATES, CHARTERED ACCOUNTANTS, FIRM REGISTRATION NO:101083W

KUNAL V. BESWAL

PARTNER M.NO.131054

PLACE: MUMBAI DATED: 20.04.2019



## Statement of Financial Position As at 31st March, 2019

Notes	31.03.2019 US \$	31.03.2018 <u>US \$</u>
		224
5	1,898	2,878
6	3 620 213	3,278,172
7	- CALACAS (1907) - CALA	3,067,390
		217,005
9	106,710	30,863
	7,723,107	6,596,308
10	500 221	500,221
	(700,851)	335,412
	(200,630)	835,633
	(200,630)	835,633
11	7 676 823	5,508,145
		252,530
	7,923,737	5,760,675
	7,723,107	6,596,308
	5 6 7 8	Notes   US \$

The accompanying notes 1 to 21 form an integral part of these financial statements. The Independent Reviewer's Report is attached herewith.

For SHARDA DE MEXICO S. DE RL DE CV

R.V. Bubna President



Statement of Comprehensive Income for the period ended 31st March, 2019

		01/04/2018 to 31/03/2019	01/01/2017 to 31/03/2018
	<u>Notes</u>	<u>us \$</u>	<u>us \$</u>
Revenue	13	86,93,807	78,32,058
Cost of sales	14	88,38,832	76,92,172
Profit from operating activities		(1,45,025)	1,39,885
Other Income	15	7,574	1,29,546
Administrative and General Expenses	16	8,54,636	13,43,463
		(9,92,087)	(10,74,032)
Finance Expenses	17	1,358	1,766
Profit/(Loss) before tax		(9,93,445)	(10,75,798)
Income Tax			to the second
Prior Period Tax Expense/Income			
Profit/(Loss) after tax		(9,93,445)	(10,75,798)
Other Comprehensive Income	18		
Foreign Exchange Rate difference		(42,818)	(39,328)
Total Other Comprehensive Income		(10,36,263)	(11,15,126)

The accompanying notes 1 to 21 form an integral part of these financial statements.

For SHARDA DE MEXICO S. DE RL DE CV

R.V. Bubna President

20 APR 2019



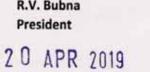
Statement of Cash flows for the year ended 31st March,2019

Particulars	01/04/2018to 31/03/2019	01/04/2017 to 31/03/2018 <u>US \$</u>	
	US\$		
Cash flows from operating activities			
Net profit/(loss) for the period	(9,93,445)	(10,75,798	
Adjustments for:		*-2.4	
Depreciation	828	730	
Finance costs	1,358	1,766	
Operating profit/(loss) before working capital changes	(9,91,259)	(10,73,302	
Changes in working capital:			
Changes in the inventories	(3,42,041)	3,20,973	
Changes in trade and other receivables	(6,77,345)	(16,302)	
Changes in prepayments	(32,546)	1,45,831	
Changes in Miscellaneous Liabilities	(5,616)	17,327	
Changes in trade and other payables	21,68,678	6,00,062	
Net cash (used in) operating activities	1,19,871	(5,411)	
Cash flows from investing activities	100		
Purchase of fixed assets	152	(1,209)	
Net cash (used in) investing activities	152	(1,209)	
Cash flows from financing activities			
Increase in Share Capital			
Net cash from financing activities			
Finance Costs	(1,358)	(1,766)	
Net changes in cash and cash equivalents	1,18,665	(8,386)	
Cash and cash equivalents at beginning of period	30,863	78,576	
Prior period taxes	-		
Foreign Exchange Rate difference	(42,818)	(39,328)	
Cash and cash equivalents at the end of the period	1,06,710	30,863	

The accompanying notes 1 to 21 form an integral part of these financial statements.

For SHARDA DE MEXICO S. DE RL DE CV

R.V. Bubna





## Statement of Changes in Equity for the year ended 31st March,2019

	Share capital	Reserves	Foreign currency translation reserve	Total
	US \$	<u>US \$</u>	USS	USS
As at 1st April, 2017	5,00,221	3,42,607	11,07,931	14,50,538
Increase in Share Capital Net profit/(loss) for the period		(10,75,798)		(10,75,798)
Other comprehensive income			(39,328)	(39,328)
As at 31st March, 2018	5,00,221	(7,33,191)	10,68,603	3,35,412
Increase in Share Capital Net profit/(loss) for the period Other comprehensive income		(9,93,445)	(42,818)	(9,93,445) (42,818)
As at 31st March, 2019	5,00,221	(17,26,636)	10,25,785	(7,00,851)

The shareholders as on 31/03/2018 and their interest as of that date in share capital of the company is as follows :

Name	Country of Incorporation	No of shares	MXN	US\$
M/S Siddhivinayak International Ltd.	United Arab Emirates	1	93,12,570	5,00,219
Mr.Manish Bubna	N.A.	1	30	2
TOTAL		2	93,12,600	5,00,221

<sup>\*</sup> During the year Siddhivinayak Intrnational Ltd (Holding Company) has remitted MXN 93,09,600.00 (USD 5,00,000.00) As share capital. The share holding proportion is based on value of the shares.

The accompanying notes 1 to 21 form an integral part of these financial statements.

For SHARDA DE MEXICO S. DE RL DE CV

R.V. Bubna President

20 APR 2019



## 5. Fixed Assets

	Computers equipment	Software	Office equipment	Total
Particulars	US\$	<u>us \$</u>	<u>US\$</u>	US\$
Cost		197200		0.350
As at 01.04.2018	5,182	1,374	2,804	9,360
Addition during the period				*
As at 31.03.2019	5,182	1,374	2,804	9,360
Exchange difference	(277)	(73)	(150)	(500)
As at 31.03.2019	4,906	1,301	2,654	8,860
Depreciation		4.252	1 207	6,482
As at 01.04.2018	3,812	1,362	1,307	828
Charge for the period (apr to Mar-19)	562	11	255	
Exchange difference	(205)	(73)	(70)	(348)
As at 31.03.2019	4,169	1,301	1,492	6,962
Net book value				
As at 31.03.2018	1,370	13	1,496	2,879
As at 31.03.2019	736	-	1,162	1,898

In the opinion of management, there was no impairment in respect of fixed assets. Hence carrying value of fixed assets as at 31st March, 2019 approximates their net book value.



6 Inventories		
	<u>us \$</u>	<u>US \$</u>
Trading Goods	19,40,659	23,08,541
Goods In Tansit	16,79,554	9,69,631
	36,20,212.93	32,78,172
7 Trade and other receivables	31/03/2019	31/03/2018
	US \$	US\$
Trade receivables	37,44,735	30,48,263
Right of recoveries against expected sales return		19,127
	37,44,735	30,67,390
8 Prepayments	31/03/2019	31/03/2018
	US\$	US\$
Rent deposit	4,115	4,347
Advance Tax	1,63,213	85,948
Advance to staff	774	
Advance to suppliers	9,239	13,495
Balance with Govt Authority	67,472	1,13,214
Prepaid Expenses	4,737	
	2,49,551	2,17,005
0.6.1	31/03/2019	31/03/2018
9 Cash and Cash Equivalents	US \$	US\$
2 1 2 1	1,06,710	30,863
Bank Balance in current account	1,06,710	30,863
	2,007,20	
10 Share conital	31/03/2019	31/03/2018
10 Share capital Authorised:	US \$	US \$
1 Share of 2970 MXN	219	219
1 Share of 30 MXN	2	2
Share of USD 5,00,000	5,00,000	5,00,000
	5,00,221	5,00,221
Issued and paid up		
1 Share of 2970 MXN	219	219
1 Share of 30 MXN	2	2
A DITHE DIED THE TENT		5,00,000
Share of USD 5,00,000	5,00,000	5,00,000



11 Trade and other payables	31/03/2019 US\$	31/03/2018 US \$
Trade payables	76,76,823	54,86,489
Expected return from customer (IND AS)		21,656
	76,76,823	55,08,145
		2012/06/2016
12 Miscellaneous Liabilities	31/03/2019 US\$	31/03/2018 US \$
Advance from Customer	44,017	69,696
Taxes payable	1,87,806	1,66,447
Employee Benefits payable	15,091	16,388
	2,46,914	2,52,530
13 Revenue from operations	01/04/2018 to 31/03/2019	01/04/2017 to 31/03/2018
	US \$	US \$
Sale of agrochemicals	86,93,807	78,32,058
Sale of agrocifernicals	86,93,807	78,32,058
		update
14 Cost of Goods Sold	01/04/2018 to 31/03/2019	01/04/2017 to 31/03/2018
		US \$
Opening balance	US \$ 31,08,767	35,99,145
Purchase	93,42,569	72,85,001
Add:Freight charges	8,634	
Add:Custom duty paid	5,656	86,199
Closing balance	36,26,793	32,78,172
	88,38,832	76,92,172
15 Other income	01/04/2018 to 31/03/2019	01/04/2017 to 31/03/2018
	US \$	US\$
Miscellaneous Income	2,928	5,061.73
Misc Expenses (income)		0.45
Custom duty Received		1,03,099
Inflated Income	7,105	
SAT penalty Interest Recd		21,379.77
IEPS Tax W/off	324	5.60
BY Sundry Balance Written Back	(2,782)	
	7,574	1,29,546

#### 01/04/2018 to 31/03/2019 01/04/2017 to 31/03/2018 16 Administrative and General Expenses US\$ US\$ 1,97,437 2,13,425 Salaries and benefits 1,00,624 1,50,398 Commissions 65,215 19,763 Legal Fees & Conultancy Charges for Registration 14,469 13,106 Office expenses 35,766 43,457 Travelling Expenses 66,374 67,788 Freight charges (Sales) 22,186 18,164 Rent 39,074 46,491 **Professional Charges** Accounting Fees 3,39,735 2,23,164 Foreign exchange gain loss Provision for doubtful debts 3,411 2,265 Postage and Telegram 698 812 **Telephone Charges** 69 Taxes, Penalty and Duties 23,643 8,443 18,118 Advertising and sales promotion INCOME 6,001 5,501 Insurance exps 7,072 Membership & Subscription Charges 730 828 Depreciation 4,40,180 3,691 Bad Debts\* (0.00)Miscellaneous Expenses 8,54,636 13,43,463

<sup>\*</sup>During the Financial year 2017-18 under review the company has written off MXN 81,46,272 equivalent to USD 4,40,1 The management has also initiated legal case against some debtors, the impact of which will be determined out of the outcome of the court.

17 Finance Cost	01/04/2018 to 31/03/2019	01/04/2017 to 31/03/2018
Interest on Loan from related party	us \$	us \$
Bank Charges	1,358	1,766
	1,358	1,766
18 Other Comprehensive Income	01/04/2017 to 31/03/2018	01/04/2017 to 31/03/2018
	us \$	us \$
Foreign currency transalation difference	(42,818)	(39,328)
	(42,818)	(39,328)
	(42,010)	(33,320



## 1 Legal status

- SHARDA DE MEXICO S. DE RL DE CV is a limited liability company registered in the Chamber of Commerce of Mexico incorporated on 23.07.2007.
- b) The company is engaged in the business of trading in chemicals

### 2 Basis of preparation

## a) Statement of compliance

The financial statements are prepared in accordance with International Financial Reporting Standards issued or adopted by the International Accounting Standards Board (IASB) for the purpose of consolidation with Siddhivinayak International Limited.

#### b) Basis of measurement

The financial statements have been prepared on the historical cost basis. Historical cost is generally based on the fair value of the consideration given in exchange of assets.

#### Functional and presentation currency

The functional currency of the company is Mexican Pesos (MXN). Financial statements of the company are presented in United States Dollar (USD)

#### 3 Use of estimates and judgment

The preparation of the financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

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

## Judgments made in applying accounting policies

The significant judgments made in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements are as follows

#### Impairment

At each reporting date, management conducts an assessment of fixed assets and all financial assets to determine whether there are any indications that they may be impaired. In the absence of such indications, no further action is taken. If such indications do exist, an analysis of each asset is undertaken to determine its net recoverable amount and, if this is below its carrying amount, a provision is made. In the case of loans and receivables, if an amount is deemed irrecoverable, it is written off to income statement or, if previously a provision was made, it is written off against the provision. Reversals of provisions against loans and receivables are made to the extent of the related amounts being recovered.

## Key sources of estimation uncertainty and assumptions

The key assumptions concerning the future, and other key sources of estimation uncertainty and assumptions at the reporting sheet date, that have significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are discussed below.



#### Estimated useful life of fixed assets

Management determines the estimated useful lives and depreciation charge for its property, plant and equipment at the time of addition of the assets and is reviewed on annual basis.

## Inventory provisions

Management regularly undertakes a review of the company's inventory, in order to assess the likely realization proceeds, taking in account purchase and replacement prices, age, likely obsolescence, the rate at which goods are being sold and the physical damage. Based on the assessment assumptions are made as to the level of provisioning required.

#### Impairment

Assessments of net recoverable amounts of fixed assets and all financial assets other than loans and receivables (see above) are based on assumptions regarding future cash flows expected to be received from the related assets.

### 4 Adoption of new International Financial Reporting Standards

The following International Financial Reporting Standards, amendments thereto and interpretations that became effective for the current reporting period and which are applicable to the company are as follows:

- IAS 24: Related Party Disclosures
- Improvements to IFRS

## Significant accounting policies:

#### a) Depreciation of fixed assets

The cost of fixed assets is depreciated by equal annual installments uover their estimated useful lives:

#### Computers - 3.3 years

## Office equipment - 5 years

The useful lives and depreciation method are reviewed periodically to ensure that the method and period of depreciation are consistent with the expected pattern of economic benefits from these assets.

Depreciation on additions is calculated on a pro-rata basis from the date of additions and on deletion up to the date of deletion of the asset.

#### b) Financial instruments

Financial assets and financial liabilities are recognized when, and only when, the company becomes a party to the contractual provisions of the instrument. Financial assets are de-recognized when, and only when, the contractual rights to receive cash flows expire or when substantially all the risks and rewards of ownership have been transferred.

Financial liabilities are de-recognized when, and only when, they are extinguished, cancelled or expired.



#### **Financial assets**

#### Non derivative financial assets

#### Initial Recognition and Measurement

Financial assets are recognized on the statement of financial position when, and only when, the company becomes a party to the contractual provisions of the financial instrument. The company determines the classification of its financial assets at initial recognition.

#### **Subsequent Measurement**

The subsequent measurement of non-derivative financial assets depends on their classification as follows:

The company classifies non-derivative financial assets into the following categories: financial assets at fair value through profit or loss, held-to-maturity financial assets, available-for-sale financial assets and loans and receivables.

#### **Derivative financial instruments:**

A derivative financial instrument is one with all three of the following characteristics:

It's value changes in response to the change in a specified interest rate, financial instrument price, commodity price, foreign exchange rate, index of prices or rates, credit rating or credit index, or other variable, provided in the case of a non-financial variable that the variable is not specific to a party to the contract (sometimes called the 'underlying');

It requires no initial net investment or an initial net investment that is smaller than would be required for other types of contracts that would be expected to have a similar response to changes in market factors; and

It is settled at a future date.

## **Recognition and Measurement**

## **Derivative Financial Instruments**

The company enters into a variety of derivative financial instruments to manage its exposure to foreign exchange rate risks, including foreign exchange forward contracts.

Derivatives are initially recognized at fair value at the date the derivative contracts are entered into and are subsequently re measured to their fair value at the end of each reporting period. The resulting gain or loss is recognized in income statement immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in income statement depends on the nature of the hedge relationship.

A derivative with a positive fair value is recognized as financial assets and a derivate with a negative fair value is recognized as financial liability.

### Loans and receivables

Non-derivative financial assets with fixed or determinable payments that are not quoted in an active market are classified as loans and receivables. Subsequent to the initial recognition, loans and receivables are measured at amortized cost using the effective interest method, less impairment. Gains and losses are recognized in income statement when the loans and receivables are derecognized or impaired, and through the amortization process.



#### c) Inventories for trading

Inventories are valued at lower of cost or net realizable value where the cost is determined by using weighted average method.

Cost comprises invoice value plus attributable direct expenses.

Net realizable value is based on estimated selling price less any further costs expected to be incurred for disposal.

#### d) Trade and other receivables

Trade receivables are carried at the original invoice amount to the customers.

An estimate is made for doubtful receivables based on a periodic review of all outstanding amounts.

Bad debts are written off when identified.

#### e) Foreign currency transactions

Transactions in foreign currencies are converted into Mexican Pesos at the rate of exchange ruling on the date of the transaction. Assets and liabilities expressed in foreign currencies are translated into Mexican Pesos at the rate of exchange ruling at the balance sheet date. Resulting gain or loss is taken to the income statement

#### f) Impairment

The carrying amounts of the assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, the assets recoverable amount is estimated. An impairment loss is recognized whenever the carrying amount of the asset or its cash-generating unit exceeds its recoverable amount. Impairment losses, if any, are recognized in the income statement.

## g) Trade and other payables

Liabilities are recognized for amounts to be paid for goods or services received, whether invoiced by the supplier or not.

#### h) Provisions

Provisions are recognized when the company has a legal or constructive obligation as a result of a past event, it is probable that an outflow of resources will be required to settle the obligation, and the amount can be reliably estimated.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation at the end of the reporting period, using a rate that reflects current market assessments of the time value of money and the risks specific to the obligation.

When some or all the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognized as an asset if it is virtually certain that reimbursement will be received and the amount of receivable can be measured reliably.

#### i) Fair values

The fair value of forward foreign exchange contracts is calculated by reference to current forward exchange rates with the same maturity.



#### i) Income tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the country where the company generates taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

#### k) Revenue recognition

#### Sales of goods

Sales represents net amount invoiced for goods delivered during the year. Sales are recognized when the significant risks and rewards of ownership of the goods have passed to the buyer.

The company recognizes revenue when the amount of revenue can be reliably measured; it is probable that future economic benefits will flow to the company; and specific criteria have been met for each of the companies' activities.

### Borrowing costs

Finance expense comprises finance cost on bank borrowing and interest paid to a shareholder is recognized in statement of comprehensive income.

#### m) Cash and cash equivalents

Cash and cash equivalents for the purpose of the cash flow statement comprise cash and cheques on hand, bank balance in current accounts, deposits free of encumbrance with a maturity date of three months or less from the date of deposit and highly liquid investments with a maturity date of three months or less from the date of investment.

## n) Dividend:

Dividend is paid out of accumulated profits, when declared.



#### 19 Related party transactions

For the purpose of this financial statement, parties are considered to be related to the company if the company has the ability, directly or indirectly, to control the party or exercise significant influence over the party in making party financial and operating decisions, or vice versa, or where the company and the party are subject to common control or common significant influence. Related party may be individuals or other entities.

(a) Nature of relationship:

Particulars	Nature of Relationship
1. Sharda Cropchem Limited	Holding Company of Sharda International DMCC
2. Sharda International DMCC	Holding Company
3. Sharda Cropchem Espana S.L.	Fellow Subsidiary

At the balance sheet date, transactions and balances with related parties were as follows:

Particulars	01/04/2018 to 31/03/2019	01/04/2017 to 31/03/2018
	USS	. USS
Purchase of goods:		
Purchase from Sharda Cropchem Limited	88,68,597	69,14,744
Purchase from Sharda Cropchem Espana S.L.	1,83,562	1,62,296
Purchase from Sharda International Drncc	65,703	2,02,250
Credit Notes Issued	200.00	
From Sharda Cropchem Limited on account of		
Exchange rate dfference in MXN and USD		
Creditors for goods:		
Sharda Cropchem Limited	75,60,236	52,22,105
Sharda Cropchem Espana S.L.	19,000	05/25/3000
Sharda International DMCC	19,000	1,63,912

# 20 Financial instruments: Credit, interest rate, liquidity and exchange rate risk exposures

#### Credit risk (As per the management)

Financial assets, which potentially expose the company to concentrations of credit risk, comprise principally of trade and other receivables, due from a related party and bank balances.

The company's bank balances in current accounts are placed with high credit quality financial institutions.

There is no significant concentration of credit risk from trade receivables within Mexico, outside Mexico and outside the industry in which the company operates.

#### Liquidity risk

The following are the contractual maturities of the company's financial liabilities as of 31st March 2019:

Non-derivative financial liabilities	01/04/2018 to 31/03/2019			01/04/2017 to 31/03/2018		
	Carrying	Payable within next 12 months	Payable after 12 months	Carrying	Payable within next 12 months	Payable after 12 months
	USS	US \$	US \$	US \$	US \$	US \$
Trade and other payables: Trade payables Other payables	76,76,823 2,46,914	76,76,823 2,46,914		55,08,145 2,52,530	55,08,145	



## Exchange rate risk

Except for the following assets and liabilities, which is denominated in foreign currencies, there is no significant exchange rate risk as substantially all financial assets and financial liabilities are denominated in MXN

Particulars	01/04/2018 to 31/03/2019	01/04/2017 to 31/03/2018
Trade receivables		
USD	37,44,735	30,67,390
Bank balances		
USD	1,06,710	30,863
Trade payables	25000000000	
USD	76,76,823	55,08,145

## 21 Contingent Liability

There was no contingent liability of a significant amount at the balance sheet date.

For SHARDA DE MEXICO S. DE RL DE CV

R.V. Bubna President

20 APR 2019

