



10th ANNUAL REPORT
2018-19



**VALUE ADDED SERVICE PROVIDER
FOR VARIOUS INDUSTRIAL
REQUIREMENTS**

ANI INTEGRATED SERVICES LIMITED



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Disclaimer

In this annual report, we have disclosed certain forward-looking information to enable investors to comprehend our prospects and take informed investment decisions. This report and other statements - written and oral - that we periodically make certain forward-looking statements that set out anticipated results based on the management's plans and assumptions. We have tried wherever possible to identify such statements by using words such as 'anticipates', 'estimates', 'expects', 'projects', 'intends', 'plans', 'believes', and words of similar substance in connection with any discussion of future performance. We cannot guarantee that these forward-looking statements will be realised, although we believe we have been prudent in our assumptions. The achievement of results is subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialise, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected. Readers should bear this in mind. We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise.

About Us

Incorporated in the year 2008 and a group established since 1989, ANI Integrated Services Ltd. (ANI) (earlier known as ANI Instruments Pvt. Ltd.) is counted amongst the prominent organizations for industrial and technical manpower solutions to the organized sector.

ANI provides industrial solutions through manpower, operation & maintenance, projects and engineering. Company caters to diversified Industries like EPC companies, power plants, oil & gas, refineries, chemicals & petrochemicals, pharmaceuticals, cement, FMCG, fertilizers, hospitality, construction, infrastructure projects, metals etc. These services are executed effectively, efficiently and timely as per the demands of customers.

ANI has leveraged its track record in India to successfully expand its operations internationally, and have provided a wide range of engineering services on various international projects, particularly in the UAE, Thailand and Saudi Arabia to esteemed clients like, Larsen & Turbo Limited, Tata Consulting Engineers Limited, Reliance Industries Limited, Nestle India Limited, Engineers India Limited, Mondelez India Foods Limited, GAIL (India) Limited, etc.

ANI's inherent strength is Manpower resources with appropriate skill sets for high end technical jobs, as per industrial requirements.

MISSION

Empowering engineering and optimizing solutions

VISION

Focusing on engineering strengths to ensure future prospects by adhering to kaizen & humble customer relations.

Certifications



Income
INR 77.3 Crs.
 3 Year CAGR 25%



EBITDA
INR 7.2 Crs.



PAT
INR 5.2 Crs.

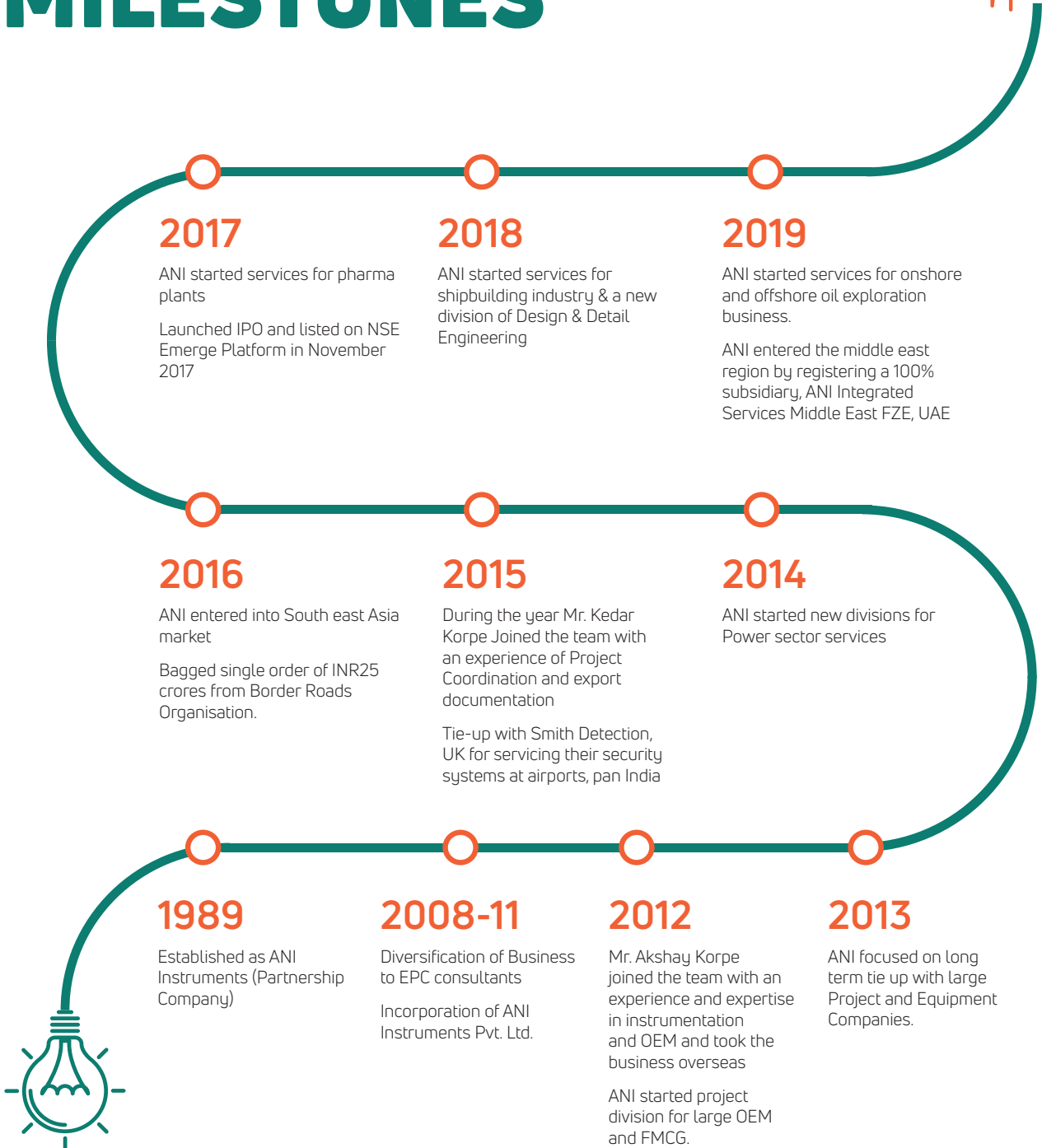
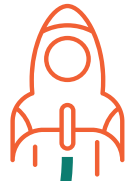


ROCE **18%**
 ROE **14%**



Team
2,250+

KEY MILESTONES





SERVICES

“ NOW SPREADING WINGS GLOBALLY ”



Manpower Deputation

ANI provides Industrial solutions through high end technical manpower deputation since 1989 and has successfully provided large number of engineers and technicians to various companies across the globe, for various specialized applications like design and detail engineering, project supervision, plant commissioning, operation, maintenance and shutdown.

ANI focuses on sectors like, oil and gas, refineries, petrochemicals, chemicals, fertilizers, cement, pharmaceuticals, power, metals, infrastructure projects, hospitality, FMCG, etc.



Operation & Maintenance

ANI undertakes complete plant operation and maintenance for oil exploration processing, refineries, pharmaceutical, food with end to end responsibilities.



Project Installation and Erection

ANI undertakes installation and commissioning of electrical and automation systems for process plants like refineries, chemicals, power, FMCG, etc.



Design and detail Engineering

ANI undertakes design and detail engineering work for large refineries, petrochemicals, power projects in area of civil, mechanical, piping, electrical, instrumentation etc.

FINANCIAL HIGHLIGHTS

Statement of Income

(Fig. in INR lakhs)

Particulars	FY 14	FY 15	FY 16	FY 17	FY 18	FY 19
Total Revenue	1,979	2,361	3,961	6,282	5,473	7,728
Total Expenses	1,778	2,145	3,644	5,077	4,644	7,007
EBITDA	201	215	318	1,205	829	721
EBITDA Margins (%)	10.14%	9.12%	8.02%	19.18%	15.15%	9.33%
Depreciation	4	7	20	30	47	61
Finance Cost	16	27	46	64	33	35
Other Income	3	2	34	75	18	58
Profit Before Tax	183	183	286	1,186	768	683
Tax	77	60	95	418	189	160
Profit After Tax	106	123	192	768	579	523
PAT Margins (%)	5.36%	5.22%	4.83%	12.23%	10.58%	6.76%
Diluted EPS	21.00	24.66	36.62	76.82	6.72	5.40

Statement of Assets & Liabilities

EQUITY AND LIABILITIES

Shareholders' Funds

(a) Share Capital	50	50	50	100	969	969
(b) Reserves and Surplus	287	410	593	1,314	2,424	2,888

Non-Current Liabilities

(a) Long-Term Borrowings	182	20	46	37	24	13
(b) Deferred Tax Liability				2		

Current Liabilities

(a) Short-Term Borrowings		177	402	268	10	150
(b) Trade Payables	11	14	36	104	84	163
(c) Other Current Liabilities			69	81	494	808
(d) Short-Term Provisions	236	158	338	616	12	15

Total	764	829	1,534	2,522	4,016	5,006
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ASSETS

Non-Current Assets

(a) Fixed Assets

(i) Tangible Assets	31	55	91	71	130	197
(ii) Intangible Assets				2	7	6
(iii) Capital Work in Process				60	49	

(b) Long-Term Loans and Advances

			31	6	68	108
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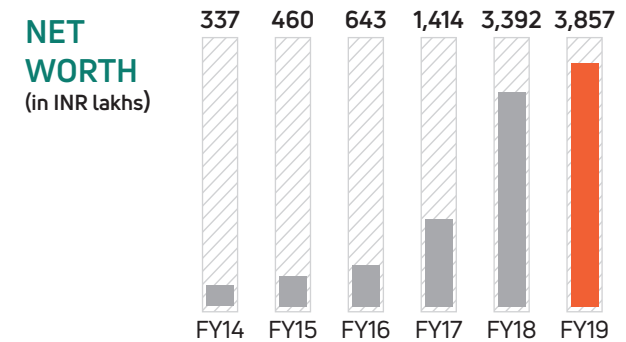
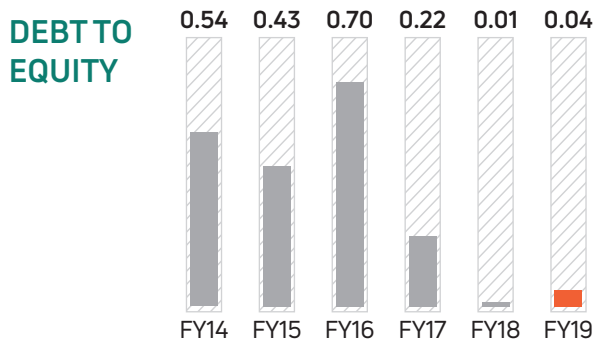
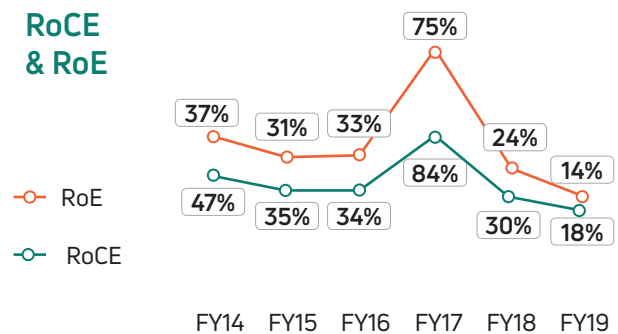
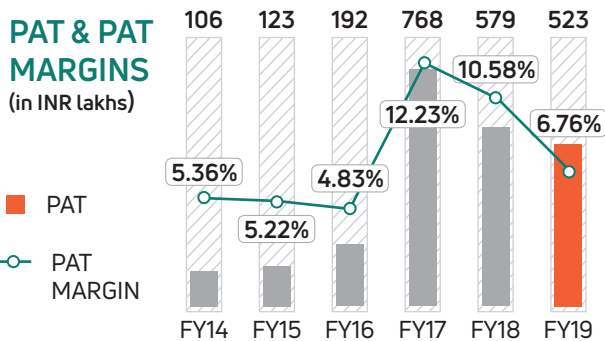
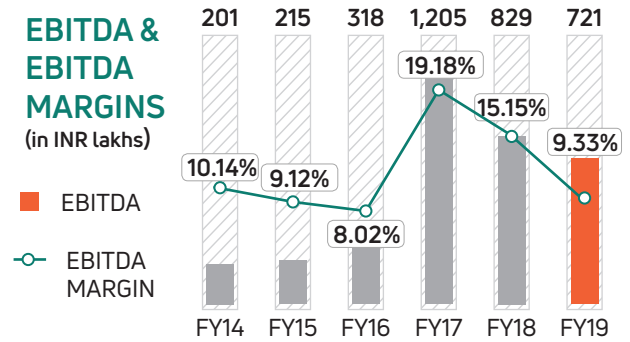
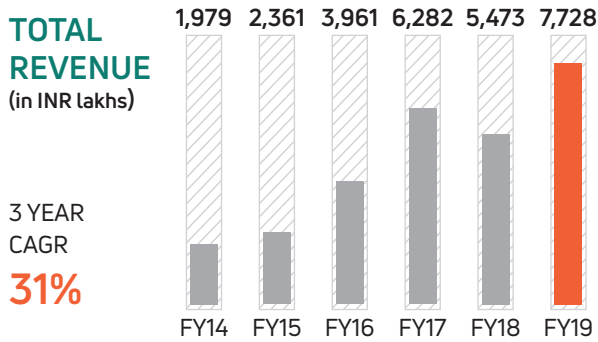
(c) Deferred Tax Asset

			7		12	21
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Current Assets

(a) Trade receivables	477	504	1,010	1,707	1,684	2,641
(b) Cash and Cash Equivalents	14	45	180	90	1,112	184
(c) Short-Term Loans and Advances	8	225	216	380	270	522
(d) Other Current Assets	234			207	685	1,326
Total	764	829	1,534	2,522	4,016	5,006

BUSINESS PERFORMANCE



BOARD OF DIRECTORS



Mr. Navin Nandkumar Korpe

Chairman and Managing Director

Mr. Navin Nandkumar Korpe, aged 59 years, is the Promoter of our Company. He is an Instrumentation Engineer having 35+ years of experience into various kind of projects and industries. He has been instrumental in exponential growth of the Company.



Mrs. Anita Navin Korpe

Non-Executive Director

Mrs. Anita Navin Korpe, aged 53 years, is the Non-Executive Director of our Company. She holds a Bachelors of Commerce degree from University of Mumbai having 22+ years' experience in office administration.



Mr. Akshay Navin Korpe

Director

Mr. Akshay Navin Korpe, aged 33 years, is an Information Technology Engineer and Master in Business Administration. He has an experience of 9+ years and has been handling the Oil and Gas (offshore and onshore) of the Company.



Mr. Kedar Navin Korpe

Director and Chief Financial officer

Mr. Kedar Navin Korpe, aged 26 years, has degree in Business Management (Marketing) from Mumbai and Masters in Science (Entrepreneurship), from Royal Holloway, University of London. He has an experience of 5+ years and been handling finance and operations.



Mr. Chandrashekhar Shrikrishna Joshi

Independent Director

Mr. Chandrashekhar Shrikrishna Joshi, aged 59 years, is a fellow member of the Institute of Cost accountants of India and is a Master in Business Administration. He has 37+ years of experience in budgeting and finance.



Mr. Rajendra Ramchandra Gadve

Independent Director

Mr. Rajendra Ramchandra Gadve, aged 61 years, is a businessman with 36+ years of industrial experience.



Mr. Anil Sadashiv Lingayat

Independent Director

Mr. Anil Sadashiv Lingayat, aged 54 years, is a mechanical engineer with 32+ year of experience in the field of manufacturing industrial products.

CHAIRMAN'S MESSAGE



ANI is heading strongly towards creating a parallel presence globally

by marketing technical skills. ANI is heading strongly towards creating a parallel presence in the International Markets and have recently started executing projects for large and mid-size EPC companies in UAE.

As a growth strategy, we have opened full-fledged multidiscipline Design and Detail Engineering Centre at Thane with a capacity of 100 people and well-equipped with advanced technology, software, tools and standards. We have a pool of technical industry experts diligently working towards a common goal. The vertical is now ready and we are strategically placed to provide services in Indian and overseas market.

During FY 2018-19, we achieved a total revenue of INR 77.28 crores against INR 54.73 crores during the preceding financial year, registering a growth of 41%. However, the profitability was affected due to the investments made in setting up the Design and Detail Engineering Centre and overseas business set up.

We expect the company to continue its growth trajectory. However, margins remain under pressure due to the challenging economic environment.

ANI constantly focuses on effectively dealing with the challenges by strengthening our capabilities. ANI focuses on better productivity and digitization; which should result in long-term margin expansion and steady growth.

We are truly grateful to all stakeholders who have always been supportive and have shown trust in us.

Very Sincerely,
Navin Korpe

Chairman and Managing Director

Dear Shareholders,

2019 is a significant year because it marks the beginning of a change in wider policy discourse and employment challenges. The global economy is in a challenging situation due to trade tensions, political instability and falling consumer demand. The Indian economy has also slowed down, but being a highly populous and a leading emerging market, it still holds huge growth potential. We see this as an opportunity to expand our business and showcase the talent pool we possess.

ANI provides tailor-made manpower solutions for complex industrial needs. By understanding their specific requirements, we are committed to delivering comprehensive client satisfaction by providing quality services. We intend to accomplish the company's objectives through our employee strength and promote their constant participation in implementing the organizational goals.

Our employment philosophy is to rapidly expand, make clients happy and boost our employing qualifications

WHY ANI?



Strong clientele:

The Company has provided its clients with a wide range of alternatives worldwide and has established a powerful customer connection over the years. The firm has customers across the globe and operates with well-known and well-established Indian groups as well.



Certification and Recognition:

The Company has been awarded ISO 9001 2015 quality management system certificate from TNV certification UK, businesses also having MSE's "elevated creditworthiness in comparison to other MSE's" in NISC-CRISIL performance and credit rating.



De-Risk Business strategies:

The Company provides various services such as manpower deputation and positioning of value-added tailor made services to various sectors such as oil & gas, petrochemicals, power, FMCG, and EPC in India as well as outside.



Powerful Brand Presence:

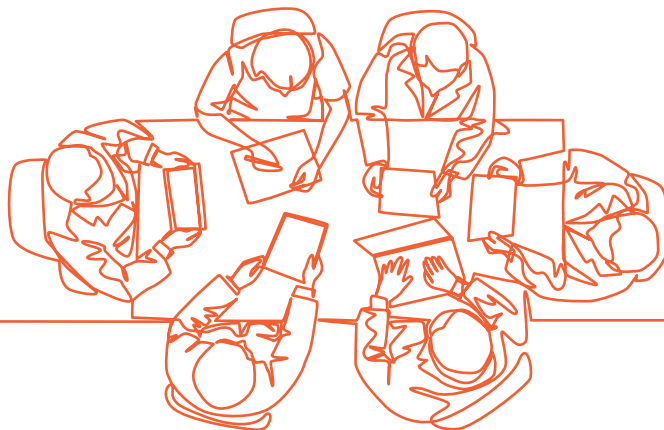
Various service offerings combined with technical know-how, competitive charges, performance skills and a good track record supplied them with powerful brand recognition and credibility. The recognition and acceptance of ANI as a brand contributed considerably to the achievement of the company.



Good Financial Performance:

The Company showed powerful economic output by growing at 6 years CAGR of 31% upto FY19. The net revenue of the company stood at INR 77 crores in the same year.

MANAGEMENT DISCUSSION & ANALYSIS



1. Global Economy

Global growth remains subdued at 3.2 percent in 2019. In many developed countries, growth projection has been steady to its potential with rising unemployment rates. On the other side, few developing countries show strong growth amid rising demand. Global scenario looks weak on the account of uncertain trade disputes, adverse climate conditions, nuclear issues and crude prices remain a concern.

2. Indian Economy

India has emerged as the fastest growing economy in the world, with a GDP growth of 6.8 percent during the year. As India moves forward on a robust growth path, the economy is expected to expand at 6.9% in 2019-20. India is becoming attractive place for manufacturing supported by various government initiatives, Make in India campaign, augmented fiscal consolidation and increasing foreign investments.

Growth forecast have been reduced amid liquidity crisis and there seemed to be a downside in investor sentiment due to some big corporates struggling with high debts. The Government has introduced a variety of initiatives and associated budget allocations for each and every section of the population over the previous few years to promote all-inclusive economic growth and sustainable development.

3. Technical Staffing Solutions

Due to robust private consumption and powerful FDI inflows, India is attracting talent. In addition, around 100 million fresh jobs in the manufacturing and service industries are expected to be created by 2030. The government is taking countless measures to fulfill this, such as widening the gap in abilities, increasing skill, raising the participation of women in the workforce, and simplifying the labor law. All initiatives focus on helping organizations to predict and meet their talent expectations, employee firms can enable them navigate incoming changes efficiently and concentrate on their key objectives. There is an undeniable need for organizations today to focus on innovation, maintain an ideological commitment to

achieving results, so they look for hiring technical experts from outside. The technical staffing sector in India is emerging with these dimensions for fulfilling all industrial requirements.

4. Company Overview

The Company has over 30 years of experience in delivering industrial solutions to the organized sector. ANI is continuously adding value by providing technical staffing solutions, qualified engineers to various verticals like electrical-instrumentation services, erection & commissioning, operation & maintenance etc. ANI is best reckoned among manpower outsourcing agencies supporting temporary staffing into diversified Industries like EPC companies, power plants, oil & gas, refineries, chemicals & petrochemicals, pharmaceuticals, cement, FMCG, breweries, fertilizers, hospitality, construction, infrastructure projects and F&B sectors, metals, airports etc. These services are highly effective and affordable.





As a value addition to the existing services they also provide Manpower Outsourcing Support for project management services, construction, supervision, electrical testing & commissioning and temporary staffing services to all kind of industries. These services are timely executed as per the varied demands of customers globally.

It has leveraged its track record in India to successfully expand its operations internationally, and have provided a wide range of engineering services on various international projects, particularly in the UAE, Thailand and Saudi Arabia to esteemed clients like, Larsen & Tourbo Limited, Tata Consulting Engineers Limited, Reliance Industries Limited, Nestle India Limited, Engineers India Limited, Mondelez India Foods Limited, GAIL (India) Limited, etc. ANI's inherent strength is Manpower supply into technical, skilled and unskilled staff with qualitative background.

ANI overall staffing remains on powerful momentum. Because of altering sector dynamics and increased penetration of flexi-staffing in India and overseas, it is at the cusp of experiencing greater development.

5. Service provider to various industrial requirements

One of the direct effects on businesses of a emerging business ecosystem has been on their requirements for talent. This has meant that in the years to come, the Indian technical staffing sector will have a greater role to play. ANI is best reckoned among Manpower Outsourcing agencies supporting temporary staffing into diversified Industries.

 <p>Manpower Deputation</p>	 <p>Operation & Maintenance</p>	 <p>Projects</p>	 <p>Engineering</p>
<p>Bank on 2500+ technical experts to help complete projects on time</p>	<p>Provide safe, reliable, cost-effective services for any up & running plant after periodical shutdowns with minimum fuss.</p>	<p>Provide expert assistance in starting up a plant/project on time, supported by trusted installation solutions for eliminate losses due to poor calibration, on-site or in lab.</p>	<p>Engineering Support and Project Management for Plants</p>

EPC companies	Power Plants	Oil & Gas, Refineries	Chemicals & Petrochemicals	Pharmaceuticals
Cement	FMCG	Infrastructure Projects	Fertilizers	Hospitality
Construction	Metals	Airports		

6. Human Resource

Indian recruiting market has grown significantly. Indian businesses - domestic and multinational corporations have resorted to the idea of temporary hiring and have started outsourcing to numerous technical service providers or employee firms. Today, after China and the US, India has the world's third largest contract manpower workforce. Service providing companies have the instruments, resources and connections they need to find the most suitable talent for an organization. Discovering high-skill talent can be very difficult within a brief period of time and within a defined budget, but manpower services firms can readily source such applicants from their current talent pool.

Our people have always been our most valued resource and their development is our prime focus. We support our people with continuous in-house and external trainings and boost their morale & performance through employee engagement activities like Awards, Family Connect Program, Sports Activity & Town Hall meetings etc.

7. Research & Development

Evolving technologies in the staffing world, forcing component manufacturers to offer high level of technical skills. ANI's team continuously stay abreast with the latest developments & works to provide solutions for the new challenges. Team has developed various processes for servicing its customers across the globe to meet enhanced requirements, which will open new avenues for business growth both in India and overseas markets.

8. Risk Management

Considering the changing economic dynamics, it may not be easy to find the right resource for the job although there are many job market vacancies. This availability of the right resources becomes a company challenge unprecedented. The legislation on personal data security is becoming more restrictive as both the company and the client can be at stake without appropriate safeguarding of personal information. New and complex regulations can expose businesses to a greater danger of non-compliance, resulting in potential allegations, fines, company suspension and reputational

harm. Technological disturbance threatens to shift the traditional business model of recruitment and staffing.

Complex Changes in the labor market, delay in receiving payment from the client or customer bankruptcy, investment risk impairment, reconciliation risk or payment in any kind of fraudulent instruments can lead to greater use of working capital and higher interest costs. This poses substantial financial and reputational risks. The Company's day-to-day activities can also be affected by deviation from normal processes, absence of automation, input and invoice mistakes, etc. People are the company's most significant asset, and talent in a competitive industry is difficult to get through. Failure to attract, create and maintain the correct individuals or even make timely partnership payments could have a adverse effect on the activities of the company including its brand image.

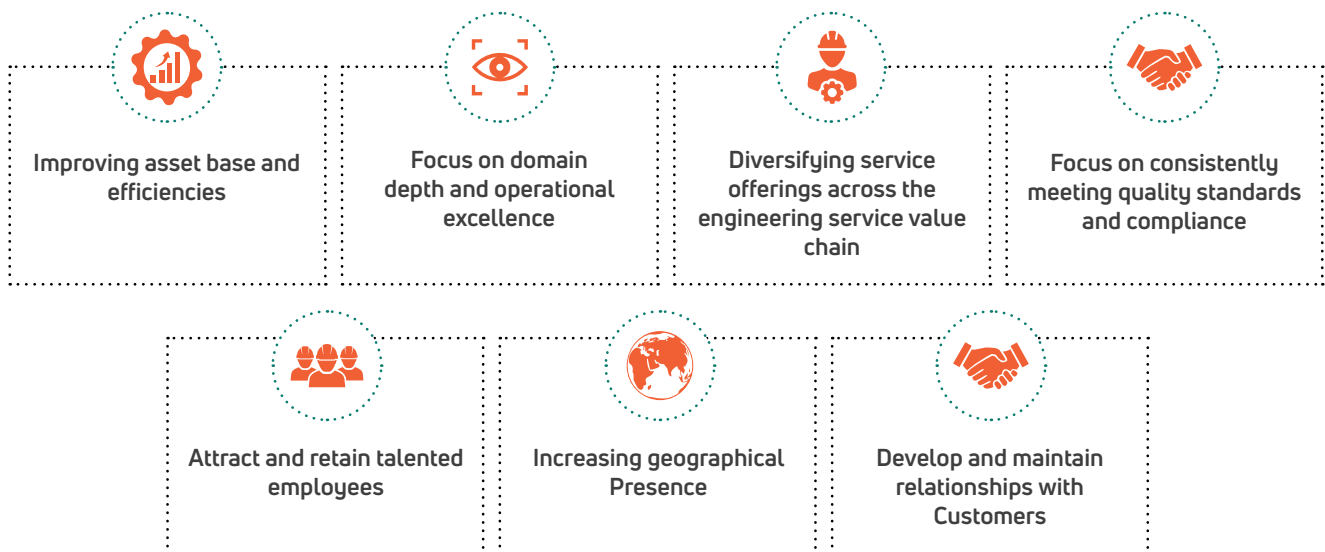
Mitigation:

Company is focused to set the new industry standard for service delivery by adopting technology. In order to attain higher customer satisfaction and income development, local

companies have the autonomy to react to changing market circumstances. Successful talent management enriches quality and strengthens loyalty of employees. Improved potential for data protection and compliance with appropriate legislation and regulations, reinforce applicants and customers' confidence in the service level of the Company.

In addition, regular training and exposure decreases worker likelihood of being exposed to unfavourable working circumstances and increases awareness, workplace satisfaction and reputation of individual and company as a trusted partner. Enhanced safety capacities protect the information assets of the Company, including candidate data, and guarantee continuous service delivery to all customers. This improves the trust of customers in the business and team. Having large reputed corporates including public sector companies, and MNCs help in reducing the financial risk to the Company.

9. Growth Driver



CORPORATE INFORMATION

Board of Directors

Mr. Navin Nandkumar Korpe

(DIN: 02200928)

(Chairman & Managing Director)

Mr. Akshay Navin Korpe

(DIN: 02201941)

(Director)

Mr. Kedar Navin Korpe

(DIN: 03017048)

(Director & CFO)

Mrs. Anita Navin Korpe

(DIN:00653844)

(Non-Executive Non-Independent Director)

Mr. Anil Sadashiv Lingayat

(DIN: 07974940)

(Independent Director)

(Appointed w.e.f 28 October, 2017)

Mr. Chandrashekhar Shrikrishna Joshi

(DIN:07767416)

(Independent Director)

(Appointed w.e.f 25 October, 2017)

Mr. Rajendra Ramchandra Gadve

(DIN:01018776)

(Independent Director)

(Appointed w.e.f 25 October, 2017)

Company Secretary & Compliance Officer

Mr. Umair Momin

(Appointed w.e.f 24 May, 2018)

Auditors:

M/s Shah & Modi

Chartered Accountants

101, Bhaveshwar Complex,

Vidyavihar West, Mumbai-400086

Bankers:

AXIS BANK LIMITED

LBS Marg Branch, Mulund West

Mumbai-400080

Committees of Board

Audit committee:

- Mr. Anil Sadashiv Lingayat, (Chairman)
- Mr. Chandrashekhar Shrikrishna Joshi
- Mr. Navin Nandkumar Korpe

Nomination and remuneration Committee:

- Mr. Anil Sadashiv Lingayat, (Chairman)
- Mr. Chandrashekhar Shrikrishna Joshi
- Mrs. Anita Korpe

Stakeholder Relationship Committee:

- Ms. Anita Navin Korpe, (Chairperson)
- Mr. Navin Nandkumar Korpe
- Mr. Anil Sadashiv Lingayat

Corporate Social Responsibility Committee:

- Mr. Navin Nandkumar Korpe, (Chairman)
- Mr. Kedar Navin Korpe
- Mr. Anil Sadashiv Lingayat

Registered Office:

624, Lodha Supremus II, A Wing, North Towers

Road No.22, Near New Passport Office,

Wagle Estate, Thane (West)-400604

Registrar & Share Transfer Agent:

Bigshare Services Private Limited

1st Floor, Bharat Tin-work Building,

Opp. Vasant Oasis Makwana Road,

Marol Andheri (E), Mumbai-400059.

Tel.: 022-62638200, Fax : 022-62638299

**DIRECTOR'S REPORT
OF
ANI INTEGRATED SERVICES LIMITED
FOR THE FINANCIAL YEAR 2018-19**

**NAMES OF PAST AND PRESENT DIRECTORS OF THE COMPANY WITH
DIRECTOR IDENTIFICATION NUMBERS (DIN)**

Names of Director	Designation of Directors
Mr. Navin Nandkumar Korpe (DIN: 02200928)	Chairperson & Managing Director
Mr. Akshay Korpe (DIN: 02201941)	Whole Time Director
Mr. Kedar Korpe (DIN: 03017048)	Whole Time Director & CFO
Mrs. Anita Navin Korpe (DIN:00653844)	Non-Executive, Non-Independent Director
Mr. Anil Lingayat (DIN: 07974940)	Independent Director
Mr. Chandrashekhar Joshi (DIN:07767416)	Independent Director
Mr. Rajendra Gadve (DIN:01018776)	Independent Director

The above disclosure has been given in accordance with Section 158 of Companies Act 2013, and reference of any of the above directors made in this document be read along with the above disclosure of their respective Director Identification Numbers.

DIRECTOR'S REPORT

To
The Members,
ANI Integrated Services Limited

Your Directors hereby take the pleasure of presenting the 10th Annual Report of your Company together with the Audited Financial Statement of the Company for the year ended 31st March, 2019.

1. FINANCE:

➤ Financial statements and Results:

The Company's performance during the year ended 31st March, 2019 as compared to the previous financial year, is summarized below:

Particulars	(Rupees in lakhs)	
	For the financial year ended 31st March, 2019	For the financial year ended 31st March, 2018
Revenue from Operation	7728.25	5472.79
Other Income	58.36	18.38
Total Revenue	7786.60	5491.17
Less: Expenses	7103.73	4723.31
Profit/ (Loss) before tax	682.87	767.85
Less:		
1. Current Tax	169	203
2. Tax adjustment of earlier years (net)	-	-
3. Deferred Tax	(8.83)	(14.28)
Profit after Tax	522.70	579.14

➤ OPERATIONS:

During the year under review, the Company has reported a Profit of Rs. 522.70/- (In Lakhs) as compared to a profit of Rs. 579.14/- (In Lakhs)

The Company reported Profit before Tax at Rs. 682.87/- (In Lakhs) as against Rs. 767.85/- (In Lakhs) in the previous year.

The Company continues to be engaged in the activities pertaining to Deputation of Manpower, Operations & Maintenance and Projects Consultancy.

There was no change in nature of the business of the Company, during the year under review.

➤ DEPOSITS:

The Company has not accepted or renewed any amount falling within the purview of provisions of Section 73 of the Companies Act 2013 ("the Act") read with the Companies (Acceptance of Deposit) Rules, 2014 during the year under review. Hence, the requirement for furnishing of details relating to deposits covered under Chapter V of the Act or the details of deposits which are not in compliance with the Chapter V of the Act is not applicable.

➤ **PARTICULAR OF CONTRACTS OR ARRANGEMENT WITH RELATED PARTIES:**

All transactions/contracts/arrangements entered into by the Company with related party (ies) as defined under the provisions of Section 2(76) of the Companies Act, 2013, during the financial year under review were in ordinary course of business and on an arm's length basis. Further, none of these contracts / arrangements / transactions with related parties could be considered material in nature as per the thresholds given in Rule 15(3) of the Companies (Meetings of Board and its Powers) Rules, 2014 and hence no disclosure is required to be given in this regard.

Further, Related Party Transactions are placed on a quarterly basis before the Audit Committee and before the Board for approval. Prior omnibus approval of the Audit Committee is obtained for the transactions which are of a foreseeable and repetitive nature.

➤ **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:**

The particulars as required under the provisions of Section 134 (3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 in respect of conservation of energy, technology absorption, foreign exchange earnings and outgo etc. are furnished in "Annexure - I" which forms part of this Report.

➤ **TRANSFER TO RESERVES:**

The Company has not transferred any amount to General Reserve, However, the entire profit amount has retained by the Company in their Profit and Loss Account of the Company.

➤ **PARTICULARS OF INVESTMENTS, LOANS, GUARANTEES AND SECURITIES**

The Company has not made any loans, guarantees, investments or securities covered under provision of Section 186 of Companies Act, 2013.

2. DIVIDEND:

Considering the Reserves, Profits made for the current year and Cash Flow Position of the Company, Board has recommended a final dividend at the rate of 5% i.e. Rs. 0.5/- per share on One Equity Shares of Rs. 10/- each to the Equity Shareholders of the Company which shall be paid subject to the approval of shareholders of the Company in 10th Annual General Meeting of the Company.

3. UNPAID DIVIDEND & IEPF:

The Company is not required to transfer any amount to the Investor Education & Protection Fund (IEPF) and does not have unclaimed dividend which remains to be transferred to Investor Education & Protection Fund (IEPF).

4. REPORT ON PERFORMANCE OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES:

During the year under review, your Company did not have any subsidiary, associate and joint venture company.

5. EXTRACT OF ANNUAL RETURN:

Pursuant to the provisions of Section 134(3)(a) of the Companies Act, 2013, Extract of the Annual Return for the Financial Year ended 31st March, 2019 made under the provisions of Section 92 (3) of the Act is attached as "Annexure - II" which forms part of this Report.

The extract of Annual Return shall also be placed on the website of the Company at: <https://www.aniintegratedservices.com/>.

6. DISCLOSURES UNDER SECTION 134(3)(l) OF THE COMPANIES ACT,2013:

Except as disclosed elsewhere in this report, no material changes and commitments which could affect the Company's financial position have occurred between the end of the Financial Year of the Company and date of this report.

7. DISCLOSURE OF INTERNAL FINANCIAL CONTROLS:

The Internal Financial Controls with reference to Financial Statements as designed and implemented by the Company are adequate. During the year under review, no material or serious observation has been received from the Statutory Auditors of the Company for inefficiency or inadequacy of such controls.

The internal audit is carried out by a separate firm B. H. Bhatt & Associates, Chartered Accountants Internal Auditor of the Company for the Financial Year 2018-19 under review. The periodical audit reports, including significant audit observations and corrective actions there-on, are presented to the Chairman of the Audit Committee.

8. MATTERS RELATING TO BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL OF THE COMPANY:

➤ **CHANGES IN COMPOSITION OF BOARD OF DIRECTORS :**

During the year under review, there was no change in composition of Board of Directors of the Company.

➤ **RETIREMENT BY ROTATION:**

Pursuant to the provisions of Section 152 of the Companies Act, 2013, Mrs. Anita Korpe (DIN: 00653844), is liable to retire by rotation at the ensuing Annual General Meeting of the Company and being eligible, offers himself for re-appointment. The said Director is not disqualified from being re-appointed as a Director of a Company as per the disclosure received from him pursuant to Section 164(2) of the Companies Act, 2013. Necessary resolution for re-appointment of Mrs. Anita Korpe is given in Notice of 10th Annual General Meeting of the Company.

➤ **ANNUAL EVALUATION OF BOARD OF DIRECTORS AND ITS COMMITTEES:**

Pursuant to the provisions of the Companies Act, 2013 and Regulation 17 (10) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration and Stakeholder relationship Committees.

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 director. The same was discussed in the Board meeting held on 9th August, 2019 at which the performance of the Board, its Committees and individual directors was also discussed. Performance evaluation of independent directors was done by the entire Board, excluding the independent director being evaluated.

➤ **DECLARATION BY INDEPENDENT DIRECTORS:**

During the Financial Year under review, declarations were received from all Independent Directors of the Company that they satisfy the "criteria of Independence" as defined under Regulation 16(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the provisions of Section 149(6) of the Companies Act, 2013, the Schedules and Rules framed there under.

➤ **CHANGE IN KEY MANAGERIAL PERSONNEL:**

1. Mr. Harshad Babade tendered his resignation from the post of Company Secretary and Compliance officer of the company w.e.f. 04th April, 2018.
2. Mr. Umair Shafique Ahmad Momin was appointed as Company Secretary and Compliance officer of the company w.e.f 24th May, 2018.

9. **MATTERS RELATING TO MEETING OF BOARD OF DIRECTORS AND COMMITTEES OF BOARD:**

➤ **NUMBER OF BOARD MEETINGS:**

The Board of Directors met 5 (Five) times viz. 24th May, 2018, 01st July, 2018, 21st August, 2018, 10th November, 2018 and 20th February, 2019 during the Financial Year ended 31st March, 2019 in accordance with the provisions of the Companies Act, 2013 and rules made thereunder.

The Company has complied with the applicable Secretarial Standards in respect of all the above Board meetings.

Also, the intervening gap between any two Meetings was within the period prescribed by the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

➤ **AUDIT COMMITTEE:**

• **PREAMBLE:**

The Audit Committee of Directors was constituted pursuant to the provisions of Section 177 of the Companies Act, 2013 ("the Act"). The Composition of the Audit Committee is in conformity with the provisions of the said section.

• **TERMS OF REFERENCE OF AUDIT COMMITTEE:**

The scope and terms of reference of the Audit Committee have been framed in accordance with the Act.

• **COMPOSITION OF AUDIT COMMITTEE:**

Audit Committee consists of following members:

Name of Members	Designation	Membership in Committee
Mr. Anil Lingayat	Non-Executive Independent Director	Chairperson
Mr. Chandrashekhar Joshi	Non-Executive Independent Director	Member
Mr. Navin Nandkumar Korpe	Managing Director	Member

There was no change in the composition of the Audit Committee during the financial year 2018-19.

• **ATTENDANCE RECORD:**

Dates on which the Meetings were held	Attendance of Members		
	Mr. Anil Lingayat	Mr. Chandrashekhar Joshi	Mr. Navin Nandkumar Korpe
24.05.2018	Present	Present	Present
01.07.2018	Present	Present	Present
10.11.2018	Present	Present	Present
20.02.2019	Present	Present	Present

➤ **NOMINATION AND REMUNERATION COMMITTEE:**

• **PREAMBLE:**

The Nomination and Remuneration Committee of Directors as constituted by the Board of Directors of the Company in accordance with the requirements of Section 178 of the Act.

The Board has in accordance with the provisions of sub-section (3) of Section 178 of the Companies Act, 2013, formulated the policy setting out the criteria for determining qualifications, positive attributes, independence of a Director and policy relating to remuneration for Directors, Key Managerial Personnel and other employees.

• **TERMS OF REFERENCE OF NOMINATION & REMUNERATION COMMITTEE:**

The scope and terms of reference of the Nomination & Remuneration Committee have been framed in accordance with the Act.

• **COMPOSITION OF NOMINATION & REMUNERATION COMMITTEE:**

Nomination & Remuneration Committee consists of following members:

Name of Members	Designation	Membership in Committee
Mr. Anil Lingayat	Non-Executive Independent Director	Chairperson
Mr. Chandrashekhar Joshi	Non-Executive Independent Director	Member
Mrs. Anita Korpe	Non-Executive, Non-Independent Director	Member

There was no change in the composition of the Nomination & Remuneration Committee during the financial year 2018-19.

• **ATTENDANCE RECORD:**

Dates on which the Meetings were held	Attendance of Members		
	Mr. Anil Lingayat	Mr. Chandrashekhar Joshi	Mrs. Anita Korpe
24.05.2018	Present	Present	Present

➤ **STAKEHOLDERS RELATIONSHIP COMMITTEE:**

• **PREAMBLE:**

Pursuant to Section 178 (5) of the Companies Act, 2013, the Board of Directors of the Company has constituted the Stakeholder's Relationship Committee.

• **TERMS OF REFERENCE OF STAKEHOLDER'S RELATIONSHIP COMMITTEE:**

The scope and terms of reference of the Stakeholder's Relationship Committee have been framed in accordance with the Act.

- **COMPOSITION OF STAKEHOLDER'S RELATIONSHIP COMMITTEE:**

Stakeholders Relationship Committee consists of following members:

Name of Members	Designation	Membership in Committee
Ms. Anita Navin Korpe	Non - executive Non Independent Director	Chairperson
Mr. Navin Nandkumar Korpe	Managing Director	Member
Mr. Anil Lingayat	Non - executive Independent Director	Member

There was no change in the composition of the Stakeholders Relationship Committee during the Financial Year 2018-19.

- **ATTENDANCE RECORD:**

Dates on which the Meetings were held	Attendance of Members		
	Mr. Anil Lingayat	Mr. Navin Nandkumar Korpe	Mrs. Anita Korpe
20.02.2019	Present	Present	Present

➤ **CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:**

- **PREAMBLE:**

As per the provisions of Section 135 of the Act read with Companies (Corporate Social Responsibility Policy) Rules, 2014, the Board of Directors has constituted a Corporate Social Responsibility (CSR) Committee.

- **TERMS OF REFERENCE OF CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:**

The scope and terms of reference of the Corporate Social Responsibility Committee have been framed in accordance with the Act.

- **COMPOSITION OF CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:**

Corporate Social Responsibility Committee consists of following members

Name of Members	Designation	Membership in Committee
Mr. Navin Nandkumar Korpe	Managing Director	Chairperson
Mr. Kedar Navin Korpe	Executive Director and Chief Financial Officer	Member
Mr. Anil Lingayat	Non-Executive Independent Director	Member

There was no change in the composition of the Corporate Social Responsibility Committee during the Financial Year 2018-19.

- **ATTENDANCE RECORD:**

Dates on which the Meetings were held	Attendance of Members		
	Mr. Navin Nandkumar Korpe	Mr. Kedar Navin Korpe	Mr. Anil Lingayat
20.02.2019	Present	Present	Present

- **EXPENDITURE PERTAINING TO CORPORATE SOCIAL REPOSIBILITY FOR THE FINANCIAL YEAR 2018-19:**

The meeting of CSR Committee was held on 4th March, 2019. It was discussed in the meeting that the Company initiated the CSR activities but could not find possible avenues to make said expenditure during the Financial Year ended on 31st March, 2019 as per activities mentioned in Schedule VII of Companies Act, 2013. The company is in search of an organization where it can make donations. Thus the Company shall initiate the CSR programme in the current Financial Year 2019-2020.

10. VIGIL MECHANISM / WHISTLE BLOWER:

The Board of Directors of the Company has, pursuant to the provisions of Section 177(9) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014, framed "Vigil Mechanism Policy" for Directors and employees of the Company to provide a mechanism which ensures adequate safeguards to employees and Directors from any victimization on raising of concerns of any violations of legal or regulatory requirements, incorrect or misrepresentation of any, financial statements and reports, etc.

The employees of the Company have the right/option to report their concern/grievance to the Chairman of the Board of Directors.

The Company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations.

11. RISK MANAGEMENT POLICY:

The Board of Directors of the Company has designed Risk Management Policy and Guidelines to avoid events, situations or circumstances which may lead to negative consequences on the Company's businesses, and define a structured approach to manage uncertainty and to make use of these in their decision making pertaining to all business divisions and corporate functions. Key business risks and their mitigation are considered in the annual/strategic business plans and in periodic management reviews.

12. AUDITORS:

- **APPOINTMENT:**

At the 8th Annual General Meeting held on 30th September, 2017, the Members approved appointment of M/s. Shah & Modi, Chartered Accountants (Firm Registration No.112426W) to hold office from the conclusion of the 8th Annual General Meeting until the conclusion of the 13th Annual General Meeting on such remuneration as may be fixed by the Board apart from reimbursement of out of pocket expenses as may be incurred by them for the purpose of audit.

On May 7, 2018, Section 40 of the Companies Amendment Act, 2017 (amending Section 139 of the Companies Act, 2013) has been notified whereby ratification of Statutory Auditor's appointment is not required at every Annual General Meeting.

➤ **AUDITORS REPORT:**

The observations / qualifications / disclaimers made by the M/s Shah & Modi, Chartered Accountants in their report for the financial year ended 31st March 2019 read with the explanatory notes therein are self-explanatory and therefore, do not call for any further explanation or comments from the Board under Section 134 (3) of the Companies Act, 2013.

➤ **REPORTING OF FRAUDS BY STATUTORY AUDITORS UNDER SECTION 143 (12):**

There were no incidences of reporting of frauds by Statutory Auditors of the Company under Section 143 (12) of the Act read with Companies (Accounts) Rules, 2014.

➤ **MAINTENANCE OF COST RECORDS:**

Pursuant to the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014, as amended from time to time, the Company is not required to maintain Cost Records under said Rules.

➤ **SECRETARIAL AUDIT FOR THE YEAR ENDED 31ST MARCH 2019:**

Provisions of Section 204 read with Section 134(3) of the Companies Act, 2013, mandates to obtain Secretarial Audit Report from Practising Company Secretary. M/s. MMJC & Associates LLP, Practising Company Secretaries had been appointed to issue Secretarial Audit Report for the Financial Year 2018-19.

Secretarial Audit Report issued by M/s. MMJC & Associates LLP, Practising Company Secretaries in Form MR-3 for the Financial Year 2018-19 forms part to this report as an "Annexure – III". The said report contains the following observation or qualification requiring explanation or comments from the Board under Section 134(3) of the Companies Act, 2013 which are prescribed below:

Sr. No	Particulars of Observation	Management Reply
1.	The Company has opened dividend account for payment of final dividend declared at the Annual General Meeting held on 21st August, 2018 in delay	The Company had paid dividend within stipulated period of time. Hence in all respect in material compliance of Specified Provision.
2.	The Company does not have a functional website as per Regulation 46 (1) of Listing Regulations	On the account of various technological constraints, the Company is in process to revamp its website altogether for better disclosure.

13. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Pursuant to Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Management Discussion and Analysis report is annexed hereto and marked as "Annexure - IV".

14. OTHER DISCLOSURES:

➤ **DISCLOSURE OF ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNAL:**

No orders have been passed by any Regulator or Court or Tribunal which can have impact on the going concern status and the Company's operations in future.

➤ **DIRECTORS' RESPONSIBILITY STATEMENT:**

In terms of Section 134 (5) of the Companies Act, 2013, in relation to the audited financial statements of the Company for the year ended 31st March, 2019, the Board of Directors hereby confirms that:

- a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) such accounting policies have been selected and applied consistently and the Directors 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 as at 31st March, 2019 and of the profit/loss of the Company for that year;
- c) proper and sufficient care was taken for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the annual accounts of the Company have been prepared on a going concern basis;
- e) proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively;

➤ **DISCLOSURE UNDER SECTION 43(A)(II) OF THE COMPANIES ACT, 2013:**

The Company has not issued any shares with differential rights and hence no information as per provisions of Section 43(a) (ii) of the Act read with Rule 4(4) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

➤ **DISCLOSURE UNDER SECTION 54(1)(D) OF THE COMPANIES ACT, 2013:**

The Company has not issued any sweat equity shares during the year under review and hence no information as per provisions of Section 54(1)(d) of the Act read with Rule 8(13) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

➤ **DISCLOSURE UNDER SECTION 62 (1) (B) OF THE COMPANIES ACT, 2013:**

The Company has not issued any equity shares under Employees Stock Option Scheme during the year under review and hence no information as per provisions of Section 62 (1) (b) of the Act read with Rule 12 (9) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

➤ **DISCLOSURE UNDER SECTION 67 (3) OF THE COMPANIES ACT, 2013:**

During the year under review, there were no instances of non-exercising of voting rights in respect of shares purchased directly by employees under a scheme pursuant to Section 67 (3) of the Act read with Rule 16 (4) of Companies (Share Capital and Debentures) Rules, 2014 is furnished.

➤ **POLICY ON SEXUAL HARASSMENT AT WORKPLACE:**

During the Financial Year 2018-19, the Board adopted Sexual Harassment Policy and constituted Internal Complaint Committee for prevention and prohibition of Sexual Harassment of woman at workplace in its meeting held on February 20, 2019.

The Committee noted the fact that the Company has received zero tolerance towards sexual harassment at the workplace during the Financial Year 2018-19.

Further, the Company had also adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules thereunder.

The Company has complied with provisions relating to constitution of Internal Complain Committee under Sexual Harassment of woman at workplace (prevention, prohibition and Redressal) Act, 2013.

➤ **MAINTENANCE OF STATUTORY BOOKS AND REGISTERS**

The Company pursuant to the special resolution passed by members of the Company in its 9th Annual General Meeting of the Company held on 2nd August, 2018 resolved to keep and maintain Register of Members and Index of Members at the premises of M/s. Bigshare Services Private Limited located at 1st Floor, Bharat Tin Work Building, Opp. Vasant Oasis Makwana Road, Marol Andheri (E), Mumbai 400059.

15. DISCLOSURE UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 AND OTHER DISCLOSURES AS PER RULE 5 OF COMPANIES (APPOINTMENT & REMUNERATION) RULES, 2014:

The disclosures as per Rule 5 of Companies (Appointment & Remuneration) Rules, 2014 have been marked as "Annexure- V"

16. APPRECIATION:

Your Directors take this opportunity to thank the customers, shareholders, suppliers, bankers, business partners/associates, financial institutions and Central and State Governments for their consistent support and encouragement to the Company.

FOR ANI INTEGRATED SERVICES LIMITED

sd/-

Navin Korpe
Chairman & Managing Director
DIN : 02200928

Place : Thane
Date : 9th August, 2019

ANNEXURE - I

(Disclosure pursuant to Section 134 (3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts), Rules 2014)

A. Conservation of energy:

Steps taken or impact on conservation of energy	Considering the nature of activities, Since energy consumption of the company is insignificant, hence there is no specific need for Conservation of Energy.
Steps taken by the company for utilizing alternate sources of energy	
Capital investment on energy conservation equipment	

B. Technology absorption:

Efforts made towards technology absorption	Considering the nature of activities of the Company, there is no requirement with regard to technology absorption.
Benefits derived like product improvement, cost reduction, product development or import substitution	
In case of imported technology (imported during the last three years reckoned from the beginning of the financial year):	
• Details of technology imported	Nil
• Year of import	Not Applicable
• Whether the technology has been fully absorbed	Not Applicable
• If not fully absorbed, areas where absorption has not taken place, and the reasons thereof	Not Applicable
Expenditure incurred on Research and Development	Nil

C. Foreign exchange earnings and Outgo:

	1st April, 2018 to 31st March, 2019 [Current F.Y.]	1st April, 2017 to 31st March, 2018 [Current F.Y.]
	Amount in Rs.	Amount in Rs.
Actual Foreign Exchange earnings	3,22,14,565	6,66,90,332
Actual Foreign Exchange outgo	1,49,83,921	1,51,96,369

FOR ANI INTEGRATED SERVICES LIMITED

sd/-

Navin Korpe
Chairman & Managing Director
DIN : 02200928

Place : Thane
Date : 9th August, 2019

ANNEXURE - II

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

As on 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

CIN	:	L29268MH2008PLC184326
Registration Date	:	04/07/2008
Name of the Company	:	ANI INTEGRATED SERVICES LIMITED
Category	:	Company Limited by Shares,
Sub-Category of the Company	:	Indian Non-Government company
Address of the Registered office and contact details	:	624, Lodha Supremus II, A Wing, North Towers, Road No 22, Near new Passport Office, Wagle Estate, Thane West-400604
Whether listed company	:	Listed
Name, Address and Contact details of Registrar and Transfer Agent, if any:	:	Bigshare Services Private Limited 1st Floor, Bharat Tin Work Building, Opp. Vasant Oasis Makwana Road, Marol Andheri (E), Mumbai-400059. Tel.: 022-62638200, Fax : 022-62638299

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:

Sr. No.	Name and Description of main products/ services	NIC Code of the Product/ service	Revenue (Rupees in Lakhs)	% to total turnover of the company
1	Deputation	74110	4980.04	64.43 %
2	Operations & Maintenance	74210	1109.30	14.35 %
3	Projects	74210	1638.90	21.20 %

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

During the Year under review, the Company does not have any Holding, Subsidiary and Associates Company.

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 01/04/2018				No. of Shares held at the end of the year 31/03/2019				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	68,71,500	-	68,71,500	70.93	71,66,700	-	71,66,700	73.98	3.05
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub-total(A)(1):	68,71,500	-	68,71,500	70.93	71,66,700	-	71,66,700	73.98	3.05
(2) Foreign									
a) NRIs Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
Sub-total (A)(2):	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	68,71,500	-	68,71,500	70.93	71,66,700	-	71,66,700	73.98	3.05
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
i)(a) Foreign Portfolio Investor	0	0	0	0.00	102000	0	102000	1.05	1.05
Sub-total (B)(1):	0	0	0	0.00	102000	0	102000	1.05	1.05
a) Bodies Corp.									
i) Indian	3,19,343	0	3,19,343	3.30	2,14,150	0	2,14,150	2.21	(1.09)

Category of Shareholders	No. of Shares held at the beginning of the year 01/04/2018				No. of Shares held at the end of the year 31/03/2019				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	12,82,745	0	12,82,745	13.24	11,50,350	0	11,50,350	11.87	(1.37)
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	9,02,725	0	9,02,725	9.32	8,60,800	0	8,60,800	8.89	(0.43)
c) Others (specify)									
i) Foreign Nationals	-	-	-	-	-	-	-	-	-
ii) Hindu Undivided Family	-	-	-	-	-	-	-	-	-
iii) Non Resident Indians	19,200	0	19,200	0.20	21,600	0	21,600	0.22	0.02
iv) Clearing Member	2,91,687	0	2,91,687	3.01	1,71,600	0	1,71,600	1.77	(1.24)
Sub-total(B)(2):	28,15,700	0	28,15,700	29.07	24,18,500	0	24,18,500	24.97	(4.10)
Total Public Shareholding (B)=(B)(1)+(B)(2)	28,15,700	0	28,15,700	29.07	25,20,500	0	25,20,500	26.02	(3.05)
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	96,87,200	0	96,87,200	100.00	96,87,200	0	96,87,200	100.00	0.00

ii. Shareholding of Promoters:;

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year 01/04/2018			Shareholding at the end of the Year 31/03/2019			% change in share holding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged/ encumbered to total shares	No. of Shares	of total Shares of the Company	% of Shares Pledged / encumbered to total shares	
1	Navin Korpe	27,48,520	28.37	-	29,88,520	30.85	-	2.48
2	Akshay N Korpe	13,74,260	14.18	-	14,41,460	14.88	-	0.7
3	Kedar Navin Korpe	13,74,260	14.18	-	14,07,860	14.53	-	0.35
4	Anita Navin Korpe	13,74,260	14.18	-	13,74,260	14.18	-	0.00
5	Nandkumar Dhondu Korpe	100	0.00	-	100	0.00	-	0.00
6	Shruti Mahagaonkar	100	0.00	-	100	0.00	-	0.00
	Total	68,71,500	70.91	-	71,18,700	73.49	-	0.00

iii. Change in Promoters' Shareholding:

Sr. No.	Shareholding at the beginning of the year		Cumulative Shareholding during the year		
	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company	
Mr. Navin Nandakumar Korpe					
	At the beginning of the year	27,48,520	28.37	27,48,520	28.37
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	2,40,000	2.48	29,88,520	30.85
	At the End of the year	29,88,520	30.85	29,88,520	30.85
Mr. Akshay N Korpe					
	At the beginning of the year	13,74,260	14.18	13,74,260	14.18
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	672,00	0.69	14,41,460	14.88
	At the End of the year	14,41,460	14.88	14,41,460	14.88
Mr. Kedar Navin Korpe					
	At the beginning of the year	13,74,260	14.18	13,74,260	14.18
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	33,600	0.34	14,07,860	14.53
	At the End of the year	14,07,860	14.53	14,07,860	14.53
Mrs. Anita Navin Korpe					
	At the beginning of the year	13,74,260	14.18	13,74,260	14.18
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	-	-	-	-
	At the End of the year	13,74,260	14.18	13,74,260	14.18
Mr. Nandkumar Dhondu Korpe					
	At the beginning of the year	100	0.00	100	0.00
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	-	-	-	-
	At the End of the year	100	0.00	100	0.00
Shruti Mahagaonkar					
	At the beginning of the year	100	0.00	100	0.00
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	-	-	-	-
	At the End of the year	100	0.00	100	0.00

iv. Shareholding pattern of Top Ten Shareholders

(Other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No.	For each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
Miss Kanchan Sunil Singhania					
	At the beginning of the year	250000	2.5807	250000	2.5807
1.	Change during the year				
	Transfer on 25th January 2019	(69,600)		1,80,400	1.86
2.	Transfer on 8th February 2019	(30,000)		150,400	1.55
3.	Transfer on 22th February 2019	(2400)		148,000	1.53
4.	Transfer on 29th March 2019	(84,000)		64,000	0.66
5.	Transfer on 30th March 2019	0		64,000	0.66
	At the End of the year	64,000		64,000	0.66
Maverick Share Brokers Private Limited - Client Beneficiary A/C					
	At the beginning of the year	1,35,600	1.40	1,35,600	1.40
1.	Change During the year				
	Transfer on 6th July 2018	34,800		1,70,400	1.76
2.	Transfer on 28th September, 2018	(3,600)		1,66,800	1.72
3.	Transfer on 18th January, 2019	(10,800)		1,56,000	1.61
4.	Transfer on 8th February, 2019	10,800		1,66,800	1.72
5.	Transfer on 1st March, 2019	(1,02,000)		64,800	0.67
6.	Transfer on 30th March, 2019	(10,800)		54,000	0.56
7.	Transfer on 30th March, 2019	0		54,000	0.56
	At the End of the year	54,000		54,000	0.56
Mr. Vikash Agarwal					
	At the beginning of the year	-	-	-	-
1.	Change During the year				
	Transfer on 23rd November, 2018	50,400		50,400	0.52
2.	Transfer on 30th March, 2019	0		50,400	0.52
	At the End of the year	50,400		50,400	0.52
HEM Finlease Private Limited					
	At the beginning of the year	18000	0.19	18000	0.19
1.	Change During the year				
	Transfer on 13th April, 2018	1,200		19,200	0.20
2.	Transfer on 20th April, 2018	(2,400)		16,800	0.17
3.	Transfer on 27th April, 2018	1,200		18,000	0.19
4.	Transfer on 4th May, 2018	(2,400)		15,600	0.16
5.	Transfer on 11th May, 2018	20,400		36,000	0.37

Sr. No.	For each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
6.	Transfer on 1st June, 2018	1,200		37,200	0.38
7.	Transfer on 8th June, 2018	(6,000)		31,200	0.32
8.	Transfer on 15th June, 2018	(1,200)		30,000	0.31
9.	Transfer on 22nd June, 2018	1,200		31,200	0.32
10.	Transfer on 29th June, 2018	(1,200)		30,000	0.31
11.	Transfer on 6th July, 2018	1,200		31,200	0.32
12.	Transfer on 13th July, 2018	4,800		36,000	0.37
13.	Transfer on 20th July, 2018	21,600		57,600	0.59
14.	Transfer on 27th July, 2018	(46,800)		10,800	0.11
15.	Transfer on 10th August, 2018	9,600		20,400	0.21
16.	Transfer on 14th August, 2018	(9,600)		10,800	0.11
17.	Transfer on 21st August, 2018	(1,200)		9,600	0.10
18.	Transfer on 31st August, 2018	1,200		10,800	0.11
19.	Transfer on 21st September, 2018	1,200		12,000	0.12
20.	Transfer on 28th September, 2018	9,600		21,600	0.22
21.	Transfer on 5th October, 2018	2,400		24,000	0.25
22.	Transfer on 12th October, 2018	20,400		44,400	0.46
23.	Transfer on 19th October, 2018	1,200		45,600	0.47
24.	Transfer on 26th October, 2018	2,400		48,000	0.50
25.	Transfer on 2nd November, 2018	4,800		52,800	0.55
26.	Transfer on 9th November, 2018	1,200		54,000	0.56
27.	Transfer on 23rd November, 2018	(38,400)		15,600	0.16
28.	Transfer on 30th November, 2018	12,000		27,600	0.28
29.	Transfer on 7th December, 2018	(1,200)		26,400	0.27
30.	Transfer on 28th December, 2018	6,000		32,400	0.33
31.	Transfer on 18th January, 2019	1,200		33,600	0.35
32.	Transfer on 25th January, 2019	2,400		36,000	0.37
33.	Transfer on 1st February, 2019	(18,000)		18,000	0.19
34.	Transfer on 8th February, 2019	31,200		49,200	0.51
35.	Transfer on 15th February, 2019	3,600		52,800	0.55
36.	Transfer on 22th February, 2019	2,400		55,200	0.57
37.	Transfer on 1st March, 2019	(33,600)		21,600	0.22
38.	Transfer on 22th March, 2019	(1,200)		20,400	0.21
39.	Transfer on 29th March, 2019	94,800		115,200	1.19
40.	Transfer on 30th March, 2019	(48,000)		67,200	0.69
	At the End of the year	67,200		67,200	0.6937

Sr. No.	For each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
		Mr. Manital H. Shah			
	At the beginning of the year	52,800	0.55	52,800	0.55
	Change During the year				
	Transfer	0	0	0	0
	At the End of the year	52,800	0.55	52800	0.55
		Mr. Saryu Bharat Dedhia			
	At the beginning of the year	25,200	0.26	25,200	0.26
	Change During the year				
1.	Transfer on 6th April, 2018	7,200		32,400	0.33
2.	Transfer on 13th April, 2018	2,400		34,800	0.36
3.	Transfer on 20th April, 2018	4,800		39,600	0.41
4.	Transfer on 6th July, 2018	2,400		42,000	0.43
5.	Transfer on 16th November, 2018	7,200		49,200	0.51
6.	Transfer on 30th March, 2019	0		49,200	0.51
	At the End of the year	49,200	0.51	49,200	0.51
		Willingdon Properties Private Limited			
	At the beginning of the year	4800	0.05	4800	0.05
1.	Change During the year				
	Transfer on 6th April, 2018	12,000		16,800	0.17
2.	Transfer on 13th April, 2018	3,600		20,400	0.21
3.	Transfer on 20th April, 2018	14,400		34,800	0.36
4.	Transfer on 6th July, 2018	7,200		42,000	0.43
5.	Transfer on 16th November, 2018	(2,400)		39,600	0.41
6.	Transfer on 30th March, 2019	0		39,600	0.41
		Mrs. Urmila Devchand Savla			
	At the beginning of the year	-	-	-	-
	Change During the year				
	Transfer on 13th July, 2018	8,400	-	8,400	0.09
	Transfer on 20th July, 2018	7,200	-	15,600	0.16
	Transfer on 26th October, 2016	22,800	-	38,400	0.40
	Transfer on 30-March-2019	0		38,400	0.40
	At the End of the year	38,400	0.40	38,400	0.40
		Saint Capital Fund			
	At the beginning of the year	-	-	-	-
	Change During the year				
	Transfer on 1st march, 2019	1,02,000	-	1,02,000	1.05
	Transfer on 30th March, 2019	0	-	1,02,000	1.05
	At the End of the year	1,02,000	-	1,02,000	1.05

Sr. No.	For each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
		Ms. Kavita Rahul Dedhia			
	At the beginning of the year	25,200	0.26	25,200	0.26
	Change During the year				
	Transfer on 20th April, 2018	1200	-	26,400	0.27
	Transfer on 8th June, 2018	2400	-	28,800	0.30
	Transfer on 15th June, 2018	612	-	29,412	0.30
	Transfer on 22nd June, 2018	1788	-	31,200	0.32
	Transfer on 6th July, 2018	4800	-	36,000	0.37
	Transfer on 24th August, 2018	711	-	36,711	0.38
	Transfer on 31st August, 2018	1689	-	38,400	0.40
	Transfer on 25th January, 2019	2587	-	40,987	0.42
	Transfer on 1st February, 2019	4613	-	45,600	0.47
	Transfer on 29th March, 2019	3600	-	49,200	0.51
	At the End of the year	49,200	-	49,200	0.51
		Ms. Bharat Hirji Dedhia			
	At the beginning of the year	6,000	0.06	6,000	0.06
	Change During the year				
	Transfer on 20th April, 2018	1,200	-	7,200	0.07
	Transfer on 27th April, 2018	2,400	-	9,600	0.10
	Transfer on 8th June, 2018	10,800	-	20,400	0.21
	Transfer on 22nd June, 2018	13,200	-	33,600	0.35
	Transfer on 29th June, 2018	2,400	-	36,000	0.37
	Transfer on 6th July, 2018	2,400	-	38,400	0.40
	Transfer on 30th March, 2019	0	-	38,400	0.40
	At the End of the year	38,400	0.40	38,400	0.40

v. Shareholding of Directors and Key Managerial Personnel:

Sr. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	Mr. Navin Korpe (Managing Director & Chairman)				
	At the beginning of the year	27,48,520	28.37	27,48,520	28.37
	Increase in Share-holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	2,40,000	2.48	29,88,520	30.85
	At the End of the year	29,88,520	30.85	29,88,520	30.85
2	Ms. Anita Korpe (Non-Executive Non Independent Director)				
	At the beginning of the year	13,74,260	14.18	13,74,260	14.18
	At the End of the year	13,74,260	14.18	13,74,260	14.18
3	Mr. Akshay N Korpe (Whole Time Director)				
	At the beginning of the year	13,74,260	14.18	13,74,260	14.18
	Increase in Share-holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	672,00	0.69	14,41,460	14.88
	At the End of the year	14,41,460	14.88	14,41,460	14.88
4	Mr. Kedar Navin Korpe (Executive Director & CFO)				
	At the beginning of the year	13,74,260	14.18	13,74,260	14.18
	Increase in Share- holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	33,600	0.34	14,07,860	14.53
	At the End of the year	14,07,860	14.53	14,07,860	14.53
5	Anil Lingayat (Independent-Non Executive Director)				
	At the beginning of the year	-	-	-	-
	At the End of the year	-	-	-	-
6	Rajendra Ramchandra Gadve (Independent-Non Executive Director)				
	At the beginning of the year	-	-	-	-
	At the End of the year	-	-	-	-
7	Chandrashekhar Joshi (Independent-Non Executive Director)				
	At the beginning of the year	-	-	-	-
	At the End of the year	-	-	-	-
8	Harshad Babade* (Company Secretary & Compliance Officer)				
	At the beginning of the year	-	-	-	-
	At the End of the year	-	-	-	-

Sr. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
9	Umair Momin** (Company Secretary & Compliance Officer)				
	At the beginning of the year	-	-	-	-
	At the End of the year	-	-	-	-

Notes: * Mr. Harshad Babade resigned from the post of Company Secretary and Compliance Officer wef 04-04-2018

** Mr. Umair Momin is appointment as Company Secretary and Compliance Officer on 24-05-2018.

vi. INDEBTEDNESS

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

Particulars of Indebtness	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year				
• Addition	1,40,00,930	-	-	1,40,00,930
• Reduction	-	-	-	-
Net Change	1,40,00,930	-	-	1,40,00,930
Indebtedness at the end of the financial year				
i) Principal Amount	1,40,00,930	1,40,00,930	1,40,00,930	1,40,00,930
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	1,40,00,930	1,40,00,930	1,40,00,930	1,40,00,930

vii. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sr. No.	Particulars of Remuneration	Name of MD/ WTD/ Manager			Total Amount
		Navin Korpe	Kedar Korpe	Akshay Korpe	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	48,00,000	18,00,000	18,00,000	84,00,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-

Sr. No.	Particulars of Remuneration	Name of MD/ WTD/ Manager			Total Amount
		Navin Korpe	Kedar Korpe	Akshay Korpe	
4	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	- others, specify	-	-	-	-
5	Others, please specify	-	-	-	-
	Total (A)	48,00,000	18,00,000	18,00,000	84,00,000

B. Remuneration to other directors:

Particulars of Directors	Particulars of Remuneration		
	Mr. Anil Lingayat	Mr. Rajendra Ramchandra Gadve	Mr. Chandrashekhar Joshi
Independent Directors			
• Fee for attending board / committee meetings	60,000	60,000	60,000
• Commission	-	-	-
• Others	-	-	-
Total (1)	60,000	60,000	60,000
Other Non-Executive Directors	Mrs. Anita Navin Korpe	-	-
• Fee for attending board / committee meetings	60,000	-	-
• Commission	-	-	-
• Others	-	-	-
Total (2)	60,000	-	-
Total (B)=(1+2)	1,20,000	60,000	60,000

C. Remuneration to Key Managerial Personnel Other Than MD/Manager/WTD

Particulars of Directors	Particulars of Remuneration			Total Amount
	CFO Kedar Navin Korpe	CS Harshad Babade*	CS Umair Momin#	
Gross salary				
(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	18,00,000	Nil	1,50,000	19,50,000
(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
Stock Option	-	-	-	-
Sweat Equity	-	-	-	-
Commission	-	-	-	-
- as % of profit	-	-	-	-
- others	-	-	-	-
Others	-	-	-	-
Total	18,00,000	Nil	1,50,000	19,50,000

Notes: *Mr. Harshad Babade resigned from the post of Company Secretary and Compliance Officer wef 04-04-2018
 #Mr. Umair Momin is appointment as Company Secretary and Compliance Officer on 24-05-2018. So, his remuneration is considered from June 2018 to March 2019.

V. PENALTIES/ PUNISHMENT/ COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD/ NCLT/COURT]	Appeal made, if any (give details)
A. COMPANY					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
B. DIRECTORS					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
C. OTHER OFFICERS IN DEFAULT					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil

FOR ANI INTEGRATED SERVICES LIMITED

Sd/-
 Navin Korpe
 Chairman & Managing Director
 DIN : 02200928

Date : 9th August, 2019
 Place : Thane

ANNEXURE - III

FORM NO. MR.3 SECRETARIAL AUDIT REPORT

For The Financial Year Ended 31st March, 2019

[Pursuant to section 204(1) of the Companies Act, 2013 and rule 9 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To
The Members,
ANI Integrated Services Limited
624, Lodha Supremus II, A Wing,
North Towers, Road No 22,
Near new Passport Office, Wagle Estate,
Thane 400604.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by ANI Integrated Services Limited (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 my opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2019 ('Audit Period') complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2019 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under.
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under (Not Applicable during the audit period)
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') :-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (herein after referred as 'Insider Regulations').
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 and Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 notified on 11th September, 2018 (Not Applicable to the Company during the audit period)
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not Applicable to the Company during the audit period).
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client

- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not Applicable to the Company during the audit period) and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 and The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 notified on 11th September, 2018 (Not Applicable to the Company during the audit period) and
 - (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (herein after referred as 'Listing Regulations')
- (vi) As identified, no specific law applicable to the Company during the Audit Period.

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 Agreements entered into by the Company with stock exchanges.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc except the following:

1. The Company has opened dividend account for payment of final dividend declared at the Annual General Meeting held on 21st August, 2018 in delay;
2. The Company does not have a functional website as per Regulation 46 (1) of Listing Regulations.

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 and agenda items 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.

All decisions at Board Meetings and Committee Meetings are carried out either unanimously or majority as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

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.

For MMJC & Associates LLP
Practicing Company Secretaries

Saurabh Agarwal
Designated Partner
FCS No. 9290
CP No. 20907
Place: Mumbai
Date: 14-08-2019

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,
ANI Integrated Services Limited
624, Lodha Supremus II, A Wing,
North Towers, Road No 22,
Near new Passport Office, Wagle Estate,
Thane 400604.

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 MMJC & Associates LLP
Practicing Company Secretaries

Saurabh Agarwal
Designated Partner
FCS No. 9290
CP No. 20907

Place : Mumbai
Date : 14-08-2019

ANNEXURE - IV

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

INDUSTRY STRUCTURE AND DEVELOPMENT

The Company's growth considering the past few years' performance has increased. The Company is taking necessary steps for increasing profits from year to year. The total revenue from the operations for the year ended March 31, 2019 amounted to Rs. 7728.25/- (In Lakhs) as against Rs. 5472.79/- (In Lakhs) in a previous Financial Year 2017-18.

OPPORTUNITIES & THREATS

The company is operating into high growth segments like Manpower Recruitment/ Supply Agency Services, Technical Inspection and certification agency service, maintenance/ repairs services, Erection, Commissioning and Installments Services. The segment is expected to have high growth in medium to long term perspective.

SEGMENT WISE OPERATIONAL PERFORMANCE

(Rs. In Lakh)							
Deputation of Manpower		Operation & Maintenance		Projects		Total	
As at 31st March 2019	As at 31st March 2018	As at 31st March 2019	As at 31st March 2018	As at 31st March 2019	As at 31st March 2018	As at 31st March 2019	As at 31st March 2018
4980.04	2910.32	1109.30	867.25	1638.90	1695.22	7728.25	5472.79

OUTLOOK

Your Company has kept pace with the overall market scenario and continues to grow significantly. The Management expects to improve the growth in the years to come, subject to favourable market conditions, and stable economic policies.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

Your Company has deployed all relevant technology solutions to manage and monitor internal process. Further, we have well established and adequate systems for internal control to provide reasonable assurance that all assets are safeguarded. Also, as a measure of checks and balances, all transactions are authorized and reported diligently.

DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

We have got thought leadership in our focused domains. The Company's revenue from operations was 7728.25/- (In Lakhs) during year 2018-19.

HUMAN RESOURCES

Your Company has built significant talent pool in the form of top and middle management. We have also created a performance oriented work culture with focus on building long term talent pool. Also, we continuously endeavour to improve and enhance the work environment for our employees. Competitive compensation package, innovative and challenging environment to work, etc., are some of the steps taken by the Company for the welfare of its employees.

CAUTIONARY STATEMENT

Statements in the Management Discussion & Analysis Report describing the Company's expectations, opinion, and predictions

may please be considered as “forward looking statements” only. Actual results could differ from those expressed or implied. Company’s operations should be viewed in light of changes in market conditions, prices of raw materials, economic developments in the country and such other factors.

Key Financial Ratios:

Sr. No	Particulars of Ratio	31.03.2019	31.03.2018
1.	Debtors Turnover Ratio	125 Days	112 Days
2.	Inventory Turnover Ratio	Nil	Nil
3.	Interest Coverage Ratio	20.45 : 1	24.47 : 1
4.	Current Ratio	04.11 : 1	06.25 : 1
5.	Debt Equity Ratio	0.036 : 1	0 : 1
6.	Operating Profit Margin (%)	9.71 %	15.22 %
7.	Net Profit Margin (%)	6.76%	10.58 %

Details pertaining to Net-worth of the Company:

Particulars	31.03.2019 (Rs. In lakhs)	31.03.2018 (Rs. In lakhs)
Net-worth	3856.70	3392.39

For ANI Integrated Services Limited

SD/-

Navin Korpe

Chairman & Managing Director

DIN : 02200928

Date : 9th August, 2019

Place : Thane

ANNEXURE - V

(Disclosure under Section 197(12) of the Companies Act, 2013 read with Rule 5 of Companies (Appointment & Remuneration) Rules, 2014)

- I. The percentage increase in remuneration of the executive Directors, Chief Financial Officer and Company Secretary during the Financial Year 2018-19, the ratio of remuneration of each director to the median remuneration of the employees of the Company for the Financial Year and the comparison of remuneration of each Key Managerial Personnel (KMP) against the performance of the Company is as under:

Sr. No.	Name	Designation	Remuneration for F.Y. 2018-19 (in Rs.)	% increase in the remuneration for Financial Year 2018-19	Ratio of remuneration of Director to median remuneration of employees
1.	Mr. Navin Korpe	Managing Director	48,00,000	-	43.64:1
2.	Mr. Akshay Korpe	Whole time Director	18,00,000	-	16.36:1
3.	Mrs. Anita Navin Korpe	Executive Director	60,000	-	0.55:1
4.	Mr. Kedar Korpe	Whole time Director & Chief Finance Officer	18,00,000	-	16.36:1
5.	Mr. Harshad Babade*	Company Secretary & Compliance Officer	-	-	-
6.	Mr. Umair Momin**	Company Secretary & Compliance Officer	1,50,000	-	-

*Resigned as Company Secretary and Compliance Officer w.e.f. 04-04-2018.

**Appointed as Company Secretary and Compliance Officer on 24-05-2018.

- II. The median remuneration of employees during the Financial Year 2018-19 was Rs. 1,10,000/-
- III. There were 3474 Permanent Employees on the rolls of the Company as on 31st March, 2019
- IV. Average Increase made in the salaries of employees other than the managerial personnel in the Financial Year 2018-19 was 4.01 % compared to salary paid in previous year (2017-18) and there was no change in the managerial remuneration w.r.t the managerial personnel for the Financial Year 2018-19 as compared to remuneration paid in previous year (2017-18).
- V. It is hereby affirmed that the remuneration is paid as per the remuneration policy of the company.
- VI. List of top 10 employees in terms of remuneration drawn.

Sr. No.	Name of the Employee	Designation	Remuneration	Nature of Employment	Date of commencement of employment	Age of employee	Last employment held by such employee	Qualification	If the employee is a relative of Director or Manger
1.	Mr. Navin Korpe	Managing Director	4,800,000	Managing Director	04-07-08	61	NA	Bachelor of Engineering Instrumentation	Yes, Father of Mr. Kedar Korpe and Akshay Korpe
2.	Pardeep Kumar Dang	Vice President - Operations	2,616,000	Consultant	18-12-17	65	Jacobs Engineering India Pvt Ltd.	B.E.	N.A.
3.	Suresh Kumar SP	Strucutral Desingner	2,426,240	Consultant	27-02-18	45	Exterr Energy FZE	Diploma Engineer	N.A.

Sr. No.	Name of the Employee	Designation	Remuneration	Nature of Employment	Date of commencement of employment	Age of employee	Last employment held by such employee	Qualification	If the employee is a relative of Director or Manger
4.	Kannan M	Sr. Piping Designer	1,948,040	Consultant	02-05-18	68	Technip	B.E.	N.A.
5.	Pravin G Pandit	Finance Head	1,826,837	Employee	24-11-15	46	Axis Addprint Media Ltd.	B.Com, MBA, ICWA	N.A.
6.	Mr. Akshay Korpe	Wholetime Director	1,800,000	Wholetime Director	04-07-08	33	NA	MBA	Yes, Son of Mr. Navin Korpe and Brother of Mr.Kedar Korpe
7.	Mr. Kedar Korpe	Wholetime Director	1,800,000	Wholetime Director	30-12-09	28	NA	Masters of Science in Entrepreneurship from Royal Holloway, University of London	Yes, Son of Mr. Navin Korpe and Brother of Mr. Akshay Korpe
8.	Dasika Siva Rama Krishna	Site Manager	1,800,000	Employee	07-02-18	62	Tata Consulting Engineers	B.E.	N.A.
9.	Sameer Puranik	Manager – International Business	1,776,000	Employee	02-02-15	38	Kalpatru Power Transmission Ltd.	MBA	N.A.
10.	Pulak Kumar Kundu	Project Director	17,43,888	Employee	29-01-2018	55	N.A.	B.E.	N.A.

FOR ANI INTEGRATED SERVICES LIMITED

Sd/-

Navin Korpe
Chairman & Managing Director
DIN: 02200928

Date : 9th August, 2019
Place : Thane

INDEPENDENT AUDITOR'S REPORT

TO,
THE MEMBERS OF ANI INTEGRATED SERVICES LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of ANI INTEGRATED SERVICES LIMITED (Formerly Known as ANI INSTRUMENTS PRIVATE LIMITED) ("the Company"), which comprise the balance sheet as at 31st March 2019, and the statement of Profit and Loss, and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

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, of the state of affairs of the Company as at March 31, 2019, and its profit and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. 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 together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 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

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. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No.	Key Audit Matters	Auditor's Responses
1.	<p>Recognition and measurement of revenues of ongoing contracts:</p> <p>The recognition and measurement of revenues of ongoing contracts and revenue which is unbilled involves certain key judgments relating to measurement, documentation and certification of such measurements, identification of milestones and compliance related obligations. Refer Note 2(viii) to the financial statements</p>	<p>Principal Audit Procedures:</p> <p>Our audit approach was a combination of test of internal controls and substantive procedures which included the following:</p> <ul style="list-style-type: none">• Evaluated the design of internal controls relating to recording of revenues at each period end as per contract terms.• Selected a sample of contracts and through inspection of evidence of performance of these controls, tested the operating effectiveness of the internal controls relating to identification and recognition of revenues.

Sr. No.	Key Audit Matters	Auditor's Responses
		<ul style="list-style-type: none"> Reviewed a sample of contracts with unbilled revenues to identify appropriateness of revenue recognition as compared to the certified documentation by customers. Performed analytical procedures and test of details for reasonableness of recognition of revenues and its corresponding costs.

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of 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. The Annual Report is expected to be made available to us after the date of this Auditor's report.

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 during the course of our audit or otherwise appears to be materially misstated.

When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Responsibilities of Management and Those Charged with Governance 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 financial statements that give a true and fair view of the financial position, financial performance, and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting standards 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.

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.

The Board of Directors are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

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 SAs 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.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- 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.
- Obtain an understanding of internal financial controls 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 expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- 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.
- 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.

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.

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.

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

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 laid down under Section 197 read with Schedule V to the Act.

A statement on matters specified in Para 3 and 4 of the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the

Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013 is given in "Annexure A" to this report.

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, and the Cash Flow Statement 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 Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of the written representations received from the directors as on 31st March, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2019 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, 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. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There are no amounts required to be transferred, to the Investor Education and Protection Fund by the Company.

For Shah and Modi
Chartered Accountants
Firm Regn No. :112426W

Jaydeep N. Modi
Partner
Membership No. : 039255

Date : 30-05-2019
Place : Mumbai

ANNEXURE - A

Report under The Companies (Auditor's Report) Order, 2016 (CARO 2016) for the year ended on 31st March, 2019

To,
The Members of ANI INTEGRATED SERVICES LIMITED (Formerly Known as ANI INSTRUMENTS PRIVATE LIMITED)

(1) In Respect of Fixed Assets

- (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of fixed assets.
- (b) Fixed assets have been physically verified by the management at reasonable intervals; No material discrepancies were noticed on such verification.
- (c) The company in this case does not hold any immovable property as on the balance sheet date.

(2) In Respect of Inventories

According to information and explanation given to us the Company's does not hold any inventories as on balance sheet date and hence paragraph 3(ii) of the Order is not applicable.

(3) Compliance under section 189 of The Companies Act, 2013

The Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Act.

Therefore, the provisions of Clause 3(iii), (iii)(a), (iii)(b) and (iii)(c) of the said Order are not applicable to the Company.

(4) Compliance under section 185 and 186 of The Companies Act, 2013

In our opinion, and according to the information and explanations given to us, the Company has not granted any loans or provided any guarantees or security to the parties covered under section 185 and section 186 of the Companies Act, 2013. Therefore, the provisions of Clause 3(iv) of the said Order is not applicable to the Company.

(5) Compliance under section 73 to 76 of The Companies Act, 2013 and Rules framed there under while accepting Deposits

The Company has not accepted any deposits from the public within the meaning of Sections 73, 74, 75 and 76 of the Act and the Rules framed there under to the extent notified.

(6) Maintenance of cost records

The Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products or services of the Company.

(7) Deposit of Statutory Dues

- (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing undisputed statutory dues, including professional tax, employees state insurance, income tax, and Goods and Service tax 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) There were no amounts outstanding due to disputes with any revenue authorities.

(8) Repayment of Loans and Borrowings

The company has not defaulted in repayment of dues to financial institution, bank or debenture holders.

(9) Utilization of Money Raised by Public Offers and Term Loan For which they Raised

In our opinion, and according to the information and explanations given to us, the monies raised by the Company by way of Initial Public Offer (IPO) of equity shares in the previous financial year have been applied during the current financial year for the purpose for which they were obtained. The company has not raised any money by way of Further Public Offer (including debt instruments) during the financial year. The Company has not raised any term loans during the financial year.

(10) Reporting of Fraud During the Year

In our opinion and according to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the year.

(11) Managerial Remuneration

The Company has paid / provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

(12) Compliance by Nidhi Company Regarding Net Owned Fund to Deposits Ratio

As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the provisions of Clause 3(xii) of the Order are not applicable to the Company.

(13) Related party compliance with Section 177 and 188 of Companies Act -2013

The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the standalone financial statements as required under Accounting Standard (AS) 18, Related Party Disclosures specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

(14) Compliance under section 42 of Companies Act - 2013 regarding Private placement of Shares or Debentures

The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of Clause 3(xiv) of the Order are not applicable to the Company.

(15) Compliance under section 192 of Companies Act - 2013

The company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of Clause 3(xv) of the Order are not applicable to the Company.

(16) Requirement of Registration under 45-IA of Reserve Bank of India Act, 1934

The company is not required to be registered under section 45-IA of the Reserve Bank of India Act. Accordingly, the provisions of Clause 3(xvi) of the Order are not applicable to the Company.

FOR SHAH AND MODI
CHARTERED ACCOUNTANTS
Reg No. :112426W

JAYDEEP N. MODI
Partner
M.No. : 039255

Date : 30-05-2019
Place : Mumbai

ANNEXURE - B

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of ANI INTEGRATED SERVICES LIMITED (Formerly Known as ANI INSTRUMENTS PRIVATE LIMITED) ("the Company"), as of 31 March, 2019 in conjunction with our audit of the standalone 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 ('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 its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and error, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, 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 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 (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 authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized 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.

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 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 on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

FOR SHAH AND MODI
CHARTERED ACCOUNTANTS
Reg No. :112426W

JAYDEEP N. MODI
Partner
M.No.: 039255

Date : 30-05-2019
Place : Mumbai

BALANCE SHEET

as at 31-Mar-2019

	Particulars	Note No.	as at 31-Mar-2019	as at 31-Mar-2018
I.	EQUITY AND LIABILITIES			
1	Shareholders' Funds		38,56,69,973	33,92,38,852
	(a) Share Capital	1	9,68,72,000	9,68,72,000
	(b) Reserves and Surplus	2	28,87,97,973	24,23,66,852
2	Non-Current Liabilities		13,37,157	23,87,755
	(a) Long-Term Borrowings	3	13,37,157	23,87,755
3	Current Liabilities		11,35,95,955	5,99,87,535
	(a) Short-Term Borrowings	4	1,50,47,369	9,60,526
	(b) Trade Payables	5	1,62,76,585	83,52,981
	(c) Other Current Liabilities	6	8,07,51,094	4,94,42,621
	(d) Short-Term Provisions	7	15,20,907	12,31,407
	Total		50,06,03,085	40,16,14,142
II.	ASSETS			
1	Non-Current Assets			
	(a) Fixed Assets	8	2,03,05,154	1,85,69,826
	(i) Tangible Assets		1,97,23,502	1,29,54,520
	(ii) Intangible Assets		5,81,652	7,00,146
	(iii) Capital Work in Process		-	49,15,160
	(b) Long-Term Loans and Advances	9	1,08,27,401	67,54,869
	(c) Deferred Tax Asset	10	20,88,402	12,05,055
2	Current Assets		46,73,82,128	37,50,84,392
	(a) Trade receivables	11	26,41,00,391	16,84,30,338
	(b) Cash and Cash Equivalents	12	1,84,10,051	11,11,91,908
	(c) Short-Term Loans and Advances	13	5,22,32,541	2,69,72,559
	(d) Other Current Assets	14	13,26,39,145	6,84,89,587
	Total		50,06,03,085	40,16,14,142

The Notes referred to above form an integral part of the Balance Sheet.

As per our report of even date

For and On behalf of the Board

For M/s. Shah and Modi

Chartered Accountants

FRN : 112426W

Jaydeep N. Modi

Partner

M. No. 039255

Date: 30/05/2019

Mr. Navin Korpe

Managing Director

DIN: 02200928

Date : 30/05/2019

Mr. Akshay Korpe

Director

DIN: 02201941

Date : 30/05/2019

Mr. Kedar Korpe

Chief Financial Officer

DIN: 03017048

Date : 30/05/2019

Mr. Umair Momin

Company Secretary

M.N. A544462

Date : 30/05/2019

STATEMENT OF PROFIT AND LOSS

for the year ended 31-Mar-2019

	Particulars	Note	1-Apr-2018 to 31-Mar-2019	1-Apr-2017 to 31-Mar-2018
I	Revenue from Operations	15	77,28,24,530	54,72,78,983
II	Other Income	16	58,35,871	18,37,815
III	TOTAL REVENUE (I + II)		77,86,60,401	54,91,16,798
IV	EXPENSES			
	Purchases of consumables		1,47,95,620	1,67,77,214
	Employee Benefit Expenses	17	61,36,49,106	40,37,12,942
	Finance Costs	18	35,09,642	32,98,973
	Depreciation and Amortization Expenses	19	61,41,651	46,69,001
	Other Expenses	20	7,22,77,392	4,38,73,189
	TOTAL EXPENSES		71,03,73,410	47,23,31,318
V	Profit before Exceptional and Extraordinary Items and Tax (III-IV)		6,82,86,991	7,67,85,480
VI	Exceptional Items		-	-
VII	Profit before Extraordinary Items and Tax		6,82,86,991	7,67,85,480
VIII	Extraordinary Items		-	-
IX	Profit Before Tax		6,82,86,991	7,67,85,480
X	Tax Expense			
	Current Tax		1,69,00,000	2,03,00,000
	Deferred Tax		(8,83,346)	(14,28,370)
XI	Profit/(Loss) for the period from Continuing Operations(IX-X)		5,22,70,337	5,79,13,850
XII	Short / (Excess) Provisions			
XIII	Profit(Loss) for the Period(XI+XIV)		5,22,70,337	5,79,13,850
XIV	Earnings per Equity Share			
	-Basic (Refer note 22)		5.40	6.72
	-Diluted (Refer note 22)		5.40	6.72

The Notes referred to above form an integral part of the Balance Sheet.

As per our report of even date

For and On behalf of the Board

For M/s. Shah and Modi
Chartered Accountants
 FRN : 112426W

Mr. Navin Korpe
 Managing Director
 DIN: 02200928
 Date : 30/05/2019

Mr. Akshay Korpe
 Director
 DIN: 02201941
 Date : 30/05/2019

Jaydeep N. Modi
 Partner
 M. No. 039255
 Date: 30/05/2019

Mr. Kedar Korpe
 Chief Financial Officer
 DIN: 03017048
 Date : 30/05/2019

Mr. Umair Momin
 Company Secretary
 M.N. A544462
 Date : 30/05/2019

CASH FLOW STATEMENT

for the year ended 31-Mar-2019

Particulars	31.03.2019	31.03.2018
A. Cash Flow from Operating Activities		
Net profit before Taxation and extra ordinary items	6,82,86,991	7,67,85,480
Adjustments for:		
(a) Interest	35,09,642	32,98,973
(b) Depreciation	61,41,651	46,69,001
(c) Interest accrued on FD	(28,85,988)	(14,06,790)
Operating Profit Before Working Capital Changes	7,50,52,295	8,33,46,664
Movements in Working Capital:		
(a) Decrease / (Increase) in Sundry Debtors	(9,56,70,053)	22,77,527
(b) Decrease / (Increase) Short Term Loans and Advances	(2,52,59,982)	1,10,60,797
(c) Decrease / (Increase) in Other current assets	(6,41,49,558)	(4,77,53,672)
(d) Increase / (Decrease) in Sundry Creditors	79,23,603	(20,22,349)
(e) Increase / (Decrease) in Short Term Provisions	2,89,500	(2,18,30,644)
(g) Increase / (Decrease) in Current Liabilities	3,13,08,473	27,26,563
(h) Decrease / (Increase) Long Term Loans and Advances	(40,72,532)	(61,99,969)
Cash Generated from Operations	(7,45,78,254)	2,16,04,917
Direct Taxes Paid (Net of Refunds)	1,69,00,000	2,03,00,000
Net Cash from Operating Activities	(9,14,78,254)	13,04,917
B. Cash Flow from Investing Activities		
Purchase of Fixed Assets	(1,27,92,138)	(1,99,85,703)
Capital Work in progress	49,15,160	99,51,779
Interest on FD	28,85,988	14,06,790
Net Cash from Investing Activities	(49,90,990)	(86,27,135)
C. Cash Flow from Financing Activities		
(f) (Reduction in) / Proceeds from Short-term Borrowings	1,40,86,843	(2,58,17,526)
Proceeds from issue of share capital net off share issue expenses	-	13,99,33,619
(Reduction in) / Proceeds from Long-term Borrowings	(10,50,598)	(12,62,644)
Interest	(35,09,642)	(32,98,973)
Dividend	(48,43,600)	-
Dividend Distribution Tax	(9,95,616)	-
Net Cash Used in Financing Activities	36,87,387	10,95,54,477

Particulars	31.03.2019	31.03.2018
Net Increase in Cash and Cash Equivalents (A + B + C)	(9,27,81,857)	10,22,32,259
Cash and Cash Equivalents at the Beginning of the Year	11,11,91,908	89,59,649
Cash and Cash Equivalents at the End of the Year (Refer note 11)	1,84,10,051	11,11,91,908

As per our report of even date
For M/s. Shah and Modi
Chartered Accountants
FRN : 112426W

Jaydeep N. Modi
 Partner
 M. No. 039255
 Date: 30/05/2019

For and On behalf of the Board

Mr. Navin Korpe
 Managing Director
 DIN: 02200928
 Date : 30/05/2019

Mr. Kedar Korpe
 Chief Financial Officer
 DIN: 03017048
 Date : 30/05/2019

Mr. Akshay Korpe
 Director
 DIN: 02201941
 Date : 30/05/2019

Mr. Umair Momin
 Company Secretary
 M.N. A544462
 Date : 30/05/2019

Notes to and forming part

for the year ended 31-Mar-2019

1. Share Capital

1.1 Authorized, Issued, Subscribed and Paidup share capital

In (Rupees)

Particulars	as at 31-Mar-2019		as at 31-Mar-2018	
	Number of Shares	Amount	Number of Shares	Amount
Authorised Share Capital				
Equity Shares of 10.00 each	10000000	100000000	10000000	100000000
Total	10000000	100000000	10000000	100000000
Subscribed and fully paid				
Equity Shares of 10.00 each	9687200	96872000	9687200	96872000
Total	9687200	96872000	9687200	96872000
Total	9687200	96872000	9687200	96872000

1.2 Reconciliation of share capital

Particulars	as at 31-Mar-2019		as at 31-Mar-2018	
	Number of Shares	Amount	Number of Shares	Amount
Equity Shares (Face Value ₹ 10.00)				
Shares outstanding at the beginning of the year	9687200	96872000	1000000	10000000
Add: Issue of Bonus shares	0	0	7000000	70000000
Add: Shares Issued during the year	0	0	1687200	16872000
Shares bought back during the year				
Shares outstanding at the end of the year	9687200	96872000	9687200	96872000

1.3 Shareholders holding more than 5% of Share

Particulars	as at 31-Mar-2019		as at 31-Mar-2018	
	Number of Shares	% of Holding	Number of Shares	% of Holding
Mr. Navin Korpe	2936920	30.32%	2748520	28.37%
Mrs. Anita Korpe	1374260	14.19%	1374260	14.19%
Mr. Akshay Korpe	1441460	14.88%	1374260	14.19%
Mr. Kedar Korpe	1413860	14.60%	1374260	14.19%

1.4 Management Disclosure Notes

- There are no shares reserved for issue under options.
- There are no shares bought back by the company during the period of five years immediately preceding the year ended 31st March, 2019
- There are no securities that are convertible into equity / preference shares.

Notes to and forming part

for the year ended 31-Mar-2019

2. Reserves and Surplus

Particulars	as at 31-Mar-2019	as at 31-Mar-2018
Surplus in the statement of profit and loss account		
Balance as at the beginning of the year	11,93,05,233	13,13,91,383
(+) Net profit/(Net loss) for the Current Year	5,22,70,337	5,79,13,850
(+) Net profit/(Net loss) for Depreciation	-	-
(+) Excess Provision of earlier year written off	-	-
(-) Transfer to Equity Shares for Bonus Issue	-	(7,00,00,000)
	17,15,75,570	
(-) Appropriations:		
Dividend	48,43,600	-
Dividend Distribution Tax	9,95,616	-
	58,39,216	-
Balances as at the end of the Year	16,57,36,354	11,93,05,233
Securities Premium Account		
Balance as at the beginning of the year	12,30,61,619	-
Add : Issue of Equity Shares	-	14,30,61,068
Less : Amount utilised for Share Issue Expenses	-	(1,99,99,449)
Balances as at the end of the Year	12,30,61,619	12,30,61,619
Total	28,87,97,973	24,23,66,852

3. Long-Term Borrowings

Particulars	as at 31-Mar-2019	as at 31-Mar-2018
Secured		
Term Loans		
From banks	13,37,157	23,87,755
Total	13,37,157	23,87,755

Notes

Axis bank Vehicle Loan	Vehicle
Secured By	Motor Vehicle loan is Re-payable over a
Terms of Repayments	Period 60 months
Period of loan Outstanding	24 Months
UBI bank Vehicle Loan	Vehicle
Secured By	Motor Vehicle loan is Re-payable over a
Terms of Repayments	Period 48 months
Period of loan Outstanding	12 Months

Notes to and forming part

for the year ended 31-Mar-2019

4. Short-Term Borrowings

Particulars	as at 31-Mar-2019	as at 31-Mar-2018
Secured		
Loans repayable on demand		
From banks	1,40,00,930	-
Other Loans		
Loans from bank for Vehicles	10,46,439	9,60,526
Total	1,50,47,369	9,60,526

Notes

Axis Bank Limited CC A/c No. 915030054273261 : Sanction limit of Rs.12 Crores (Rs.5 Crores Funded and Rs.7 Crores Non Funded).

Terms of Repayment

Collections from Book Debts, Other Receivables

Descriptive Note

Cash Credit with bank has been secured by Hypothecation of Book Debts with 40% margin on receivables upto to 90 days. The cash credit is further collaterally secured by Equitable / Register Mortgage created on Gala No. 37 and 38, Hasti Industrial Premises Co Op Soc Limited, Plot no. R-798, TTC Industrial Area, Mahape and Shop no. 2, Bhoomi Symphony, Plot No. 16, Sector - 20, Koparkhairne, Navi Mumbai owned by CMD Mr. Navin Nandakumar Korpe and personal guarantees of Directors.

"Mr. Navin Nandakumar Korpe
Mrs. Anita Navin Korpe
Mr. Akshay Korpe
Mr. Kedar Korpe"

5. Trade Payables

Particulars	as at 31-Mar-2019	as at 31-Mar-2018
Others (Sundry Creditors)	1,62,76,585	83,52,981
Total	1,62,76,585	83,52,981

6. Other Current Liabilities

Particulars	as at 31-Mar-2019	as at 31-Mar-2018
Employee Benefits		
Salary and Reimbursements	5,11,17,586	2,90,98,484
Contribution to PF	50,24,767	30,24,701
Other Payables	2,46,06,266	1,73,19,436
Unclaimed Divided for FY 2017-18	2,475	-
Total	8,07,51,094	4,94,42,621

Notes to and forming part

for the year ended 31-Mar-2019

7. Short-Term Provisions

Particulars	as at 31-Mar-2019	as at 31-Mar-2018
Others		
Provisions for Gratuity [Refer note 7(a)]	15,20,907	12,31,407
Provision for Income Tax (Net of Advance Tax)		
Total	15,20,907	12,31,407

Note 7 (a) EMPLOYEE BENEFITS - GRATUITY (Un-funded)

The following tables summarize the components of the net employee benefit expenses recognised in the Statements of Profit and Loss the fund status and the amount recognised in the Balance Sheet for the Gratuity.

Disclosure relating to actuarial valuation of Gratuity:

Particulars	As at 31 Mar 2019	As at 31 Mar 2018
I. Assumptions		
Discount Rate	7.75% p.a.	7.75% p.a.
Expected Return On Plan Assets	N/A	N/A
Mortality	Indian Assured Lives Mortality (2006-08) Ultimate	Indian Assured Lives Mortality (2006-08) Ultimate
Future Salary Increases	5.00% p.a.	5.00% p.a.
Retirement	60 years.	60 years.
II. Change in Present Value Benefit Obligation:		
Present Value Of obligation at the beginning of the year	12,31,407	4,18,388
Adjustment to present value	-	-
Interest Cost	95,434	32,425
Current Service Cost	3,34,644	2,25,548
Past Service Cost	-	-
Benefits Paid	-	-
Transfer In	-	-
Actuarial (gain) loss on Obligation	-1,40,578	5,55,046
Present Value Of obligation at the end of the year	15,20,907	12,31,407
III. Change in Fair Value Plan Assets:		
Fair value of plan Assets beginning of the year	-	-
Expected Return on plan assets	-	-
Contributions	-	-
Benefits Paid	-	-

Notes to and forming part

for the year ended 31-Mar-2019

Particulas	As at	As at
	31 Mar 2019	31 Mar 2018
Actuarial gain (Loss) Plan Assets	-	-
Fair value of plan Assets at the end of the year	-	-
IV. Actuarial gain (loss) recognized	-1,40,578	5,55,046
V. Balance Sheet Recognition		
Present Value Of Obligation	15,20,907	12,31,407
Fair Value Of Plan Assets	0	0
Liability (assets)	15,20,907	12,31,407
Unrecognised Past Service Cost	0	0
Liability (asset) recognised in the Balance Sheet	15,20,907	12,31,407

Note 7 (a) EMPLOYEE BENEFITS - GRATUITY (Un-funded) (Contd..)

Particulas	As at	As at
	31 Mar 2019	31 Mar 2018
VI. Expenses Recognition		
Current Service Cost	3,34,644	2,25,548
Interest Cost	95,434	32,425
Expected Return On plan assets	0	0
Net Actuarial (gain) recognised in the year	-1,40,578	5,55,046
Past Service Cost	-	-
Expenses Recognised in the statement of Profit and Loss	2,89,500	8,13,019
VII. Movements in the liability recognised in Balance Sheet		
Opening net Liability	12,31,407	4,18,388
Adjustment to Present Value	-	-
Expenses	2,89,500	8,13,019
Contribution	-	-
Transfer In	-	-
Closing Net Liability	15,20,907	12,31,407
VIII. Current and Non-Current Liability		
Current	73,094	36,640
Non-current	14,47,813	11,94,767
IX. Experience adjustment		
Experience adjustment	4,84,045	4,84,045
Assumption Change	-6,24,623	71,001
Total experience adjustment	-1,40,578	5,55,046

Notes to and forming part

for the year ended 31-Mar-2019

Present value of Defined Benefit Obligation Provident Plan assets; Deficit / (Surplus) on funded status and experience adjustment for earlier years:-

Particulars	Gratuity	
	31-Mar-17	31-Mar-15
Benefit Obligation	-	-
Fair value of Plan Assets	NA	NA
Funded status Deficit / (Surplus)	NA	NA
Experience adjustment on Plan Liabilities (Gain) / Loss	-	-
Experience adjustment on Plan Assets	NA	NA

8. Fixed Assets Schedule

Particulars	Gross Block					Depreciation and Amortization				Net Block			
	Opening Balance	Additions	Deductions / Retirement	Acquired through Business	Other Adjustments	Closing Balance	Opening Balance	Depreciation charge	Revaluation Adjustments	On Disposals / Reversals	Impairment Loss	Closing Balance	Opening Balance
Tangible Assets	2,44,47,578	1,24,04,440	-	Combination	-	3,68,52,019	1,14,93,058	56,35,458	-	-	-	1,71,28,516	1,29,54,520
Plant and Equipment	54,16,472	19,89,744	-	-	-	74,06,215	34,33,782	5,36,296	-	-	-	39,72,078	19,82,690
Freehold Plant and Equipment	54,16,472	19,89,744	-	-	-	74,06,215	34,33,782	5,36,296	-	-	-	39,72,078	19,82,690
Furniture and Fixtures	96,57,825	74,94,605	-	-	-	1,71,52,430	28,40,295	26,28,737	-	-	-	54,69,032	68,17,530
Freehold Furniture and Fixtures	96,57,825	74,94,605	-	-	-	1,71,52,430	28,40,295	26,28,737	-	-	-	54,69,032	68,17,530
Vehicles	73,06,503	-	-	-	-	73,06,503	42,19,979	9,21,480	-	-	-	51,41,459	30,86,524
Freehold Vehicles	73,06,503	-	-	-	-	73,06,503	42,19,979	9,21,480	-	-	-	51,41,459	30,86,524
Office Equipment	17,40,075	29,20,092	-	-	-	46,60,167	7,09,352	15,31,148	-	-	-	22,40,499	10,30,724
Freehold Office Equipment	17,40,075	29,20,092	-	-	-	46,60,167	7,09,352	15,31,148	-	-	-	22,40,499	10,30,724
Others	3,26,704	-	-	-	-	3,26,704	2,89,651	15,798	-	-	-	3,05,448	37,053
Free hold other assets	3,26,704	-	-	-	-	3,26,704	2,89,651	15,798	-	-	-	3,05,448	37,053
Total	2,44,47,578	1,24,04,440	-	-	-	3,68,52,019	1,14,93,058	56,35,458	-	-	-	1,71,28,516	1,29,54,520
Intangible Assets	10,11,802	3,87,698	-	-	-	13,99,500	3,11,656	5,06,193	-	-	-	8,17,848	7,00,146
Computer Software	10,11,802	3,87,698	-	-	-	13,99,500	3,11,656	5,06,193	-	-	-	8,17,848	7,00,146
Computer software	10,11,802	3,87,698	-	-	-	13,99,500	3,11,656	5,06,193	-	-	-	8,17,848	7,00,146
Total	10,11,802	3,87,698	-	-	-	13,99,500	3,11,656	5,06,193	-	-	-	8,17,848	7,00,146
Capital Progress	49,15,160	-	-	-	-	49,15,160	-	-	-	-	-	49,15,160	-
Total	49,15,160	-	-	-	-	49,15,160	-	-	-	-	-	49,15,160	-
Grand Total	3,03,74,540	1,27,92,138	-	-	-	3,82,51,519	1,18,04,714	61,41,651	-	-	-	1,79,46,365	1,85,69,826
Previous Year	2,03,40,615	1,99,85,703	-	-	-	3,03,74,540	71,35,712	46,69,001	-	-	-	1,18,04,714	1,32,04,903

Notes to and forming part

for the year ended 31-Mar-2019

9. Long Term Loans & Advances

Particulars	as at 31-Mar-2019	as at 31-Mar-2018
Security Deposits		
Unsecured, considered good	1,08,27,401	67,54,869
Total	1,08,27,401	67,54,869

10. Deferred Tax Asset

Particulars	as at 31-Mar-2019	as at 31-Mar-2018
Deferred tax due to:		
Difference between WDV as per companies act and WDV as per Income tax act	20,88,402	8,65,772
Provision for Employee Benefits:		
- Gratuity	-	3,39,283
- Leave Encashment	-	-
- Bonus	-	-
Total	20,88,402	12,05,055

11. Trade Receivables

Particulars	as at 31-Mar-2019	as at 31-Mar-2018
Outstanding for less than 6 months from the due date		
Unsecured, considered good	20,93,96,204	12,61,71,693
Outstanding for more than 6 months from the due date		
Unsecured, considered good	5,57,04,186	4,22,58,646
	26,51,00,391	16,84,30,338
Less : Bad debts	-	-
Less : Provisions for Doubtful Debts	(10,00,000)	-
Total	26,41,00,391	16,84,30,338

12. Cash and Cash Equivalents

Particulars	as at 31-Mar-2019	as at 31-Mar-2018
Balances with banks		
In Current Account	41,89,732	2,09,23,890
Other Bank Balances		
Margin Money - Axis Bank	1,36,37,890	75,35,888
Fixed Deposits with HDFC Bank	-	4,05,00,000
Fixed Deposits with Axis Bank	-	4,18,63,032
Cash on hand	5,82,429	3,69,098
Total	1,84,10,051	11,11,91,908

Notes to and forming part

for the year ended 31-Mar-2019

13. Short Term Loans & Advances

Particulars	as at 31-Mar-2019	as at 31-Mar-2018
Other Loans and Advances		
Unsecured, considered good	-	-
Advance to Employees	10,82,070	17,63,179
Balances with Revenue Authority	3,04,04,886	94,31,166
Prepaid Expenses	44,74,299	15,11,007
Others	1,62,71,286	1,42,67,207
Total	5,22,32,541	2,69,72,559

14. Other Current Assets

Particulars	as at 31-Mar-2019	as at 31-Mar-2018
Interest Accrued on Fixed Deposits	-	15,23,485
Unbilled Revenue	13,26,39,145	6,69,66,102
Total	13,26,39,145	6,84,89,587

15. Revenue From Operations

Particulars	for the year ended 31-Mar-2019	for the year ended 31-Mar-2018
Deputation		
- Domestic	47,66,08,151	22,43,41,829
- Overseas	2,13,96,007	6,66,90,333
Operation & Maintenance	11,09,30,246	8,67,24,698
Projects & Consultancy	16,38,90,126	16,95,22,123
Total	77,28,24,530	54,72,78,983

16. Other Income

Particulars	for the year ended 31-Mar-2019	for the year ended 31-Mar-2018
Interest Income	28,85,988	14,06,790
Foreign Exchange Gain	29,49,882	4,31,025
Total	58,35,871	18,37,815

Notes to and forming part

for the year ended 31-Mar-2019

17. Employees Benefits Expenses

Particulars	for the year ended 31-Mar-2019	for the year ended 31-Mar-2018
Salaries & Wages	57,45,69,348	37,49,08,134
Contribution to Provident Fund and other funds	2,75,88,452	1,71,47,639
Staff Welfare Expenses	28,51,305	31,17,170
Remuneration to Directors	86,40,000	85,40,000
Total	61,36,49,106	40,37,12,942

18. Finance Cost

Particulars	for the year ended 31-Mar-2019	for the year ended 31-Mar-2018
Interest Expenses	13,81,628	23,89,076
Bank charges and Commissions	21,28,014	9,09,897
Total	35,09,642	32,98,973

19. Depreciation and Amortisation Expenses

Particulars	for the year ended 31-Mar-2019	for the year ended 31-Mar-2018
Depreciation as per prescribed in Sch III of Co.Act. 2013, Rule 2014	61,41,651	46,69,001
Total	61,41,651	46,69,001

20. Other Expenses

Particulars	for the year ended 31-Mar-2019	for the year ended 31-Mar-2018
Audit Fees	8,00,000	8,00,000
Power and Fuel	15,80,114	3,60,877
Rent	1,51,30,513	90,34,874
Repair and Maintenance	4,98,495	8,82,745
Insurance Charges	12,95,363	16,70,496
Conveyance & Travelling	87,07,664	69,10,938
Legal And Professional Fees	1,37,47,841	1,12,65,007
Other Deduction	16,20,099	49,21,799
Office Expense	15,08,569	5,98,500
Advertisement & Business Promotions	24,79,346	10,46,783
Printing And Stationery	12,62,030	10,30,177
Telephone And Internet	11,41,165	12,62,380
Site Expenses	1,70,17,275	19,14,439
Misc Expense	54,88,920	21,74,174
Total	7,22,77,391.85	4,38,73,188.80

Notes to and forming part

for the year ended 31-Mar-2019

20.1 Auditors Remuneration

Particulars	for the year ended 31-Mar-2019	for the year ended 31-Mar-2018
Payment to Auditors		
As Auditor	8,00,000	8,00,000
For Taxation Matters	2,00,000	2,00,000
For Other matters	2,00,000	2,00,000
	-	-
	12,00,000	12,00,000

21. Earnings Per Share

Particulars	for the year ended 31-Mar-2019	for the year ended 31-Mar-2018
Profit attributable to equity share holders	5,22,70,337	5,79,13,850
-Weighted average number of equity shares (For Basic and diluted)	96,87,200	86,24,033
Nominal Value of equity shares	10	10
Earnings per share	5.40	6.72
-Basic and diluted (FV Rs 10)		

22 Utilisation of IPO Proceeds

A) Amount utilized for share issue expenses

- Amount Utilized for share issue expenses include payment made to merchant bankers, consultants and registrar towards Initial public offering of shares.
- Utilisation of funds raised through initial public offering is as follows;

Sr. No.	Particulars	As per Prospectus	Utilized upto March 31, 2019	Unutilised amount as at March 31, 2019
1	Repayment of Bank Borrowings	5,00,00,000	5,00,00,000	-
2	To Meet Working Capital Requirements	6,34,89,400	6,34,89,400	-
3	General Corporate Expenses	4,04,93,000	4,04,93,000	-
4	Public Issue Expenses	1,47,37,600	1,47,37,600	-
		16,87,20,000	16,87,20,000	-
	Less : Issue Expenses (From Fresh Issue Proceeds)	(1,47,37,600)	(1,47,37,600)	-
	Net	15,39,82,400	15,39,82,400	-

Notes to and forming part

for the year ended 31-Mar-2019

23 Value of Imports calculated and CIF basis during the financial year in respect of:

Sr. No.	Particulars	31.03.2019	31.03.2018
1	Raw Materials	NIL	NIL
2	Components and spare parts	NIL	NIL
3	Capital Goods	NIL	NIL

24 Expenditure in Foreign Currency during the financial year on account of :

Sr. No.	Particulars	31.03.2019	31.03.2018
1	Others Matters	1,49,83,921	4,08,97,955

25 Value of Imported Raw Materials Consumed during the period :

Sr. No.	Particulars	31.03.2019		31.03.2018	
		Amount	%	Amount	%
1	Imported	Nil	Nil	Nil	Nil
2	Indigenous	Nil	Nil	Nil	Nil

26 Amount remitted during the period in foreign currency on

Sr. No.	Particulars	31.03.2019	31.03.2018
1	Account of Dividend	Nil	Nil

27 Earnings in Foreign Exchange :

Sr. No.	Particulars	31.03.2019	31.03.2018
1	Export of goods calculated on F.O.B. basis	Nil	Nil
2	Royalty, know-how, professional & Consultation Fees	NIL	NIL
3	Interest & Dividend	NIL	NIL
4	Other Income	3,22,14,565	6,66,90,332
	Total	3,22,14,565	6,66,90,332

28 Estimated amount of contracts remaining to be executed on capital account and not provided for Rs. Nil

29 Balance of debtors, creditors, loan and advances and other current assets are subject to confirmation, reconciliation and adjustments, if any.

30 Sundry Debtors include amounts recorded based on actual invoices raised on customers and billing in excess of revenue has been shown under Other Current Liabilities after calculation of revenue in terms of AS7.

Notes to and forming part

for the year ended 31-Mar-2019

- 31 In the opinion of the board, value on realization of debtors, loans and advances and other current assets in the ordinary courses of business will not be less than the amount stated in the balance sheet.
- 32 There are no long term contracts as on 31.03.2019 including derivative contracts for which there are any material foreseeable losses.
- 33 In the opinion of the board, provision for all known liabilities is adequate and not in excess of the amount reasonably necessary.
- 34 Figures of previous years have been regrouped, rearranged and reclassified wherever necessary to conform the current period's classification.

As per our report of even date
For M/s. Shah and Modi
Chartered Accountants
FRN : 112426W

Jaydeep N. Modi
Partner
M. No. 039255
Date: 30/05/2019

For and On behalf of the Board

Mr. Navin Korpe
Managing Director
DIN: 02200928
Date : 30/05/2019

Mr. Kedar Korpe
Chief Financial Officer
DIN: 03017048
Date : 30/05/2019

Mr. Akshay Korpe
Director
DIN: 02201941
Date : 30/05/2019

Mr. Umair Momin
Company Secretary
M.N. A544462
Date : 30/05/2019

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 10TH ANNUAL GENERAL MEETING OF ANI INTEGRATED SERVICES LIMITED WILL BE HELD ON SATURDAY ON 14TH SEPTEMBER, 2019 AT 03.00 P.M. AT 624, LODHA SUPREMUS II, A WING, NORTH TOWERS, ROAD NO 22, NEAR NEW PASSPORT OFFICE, WAGLE ESTATE, THANE WEST 400604 MAHARASHTRA INDIA TO TRANSACT THE FOLLOWING BUSINESS:

Ordinary Business:

1. To receive, consider and adopt the Audited financial statements of the Company for the Financial Year ended 31st March 2019, together with the Board's Report and Auditors' Report thereon.
2. To declare the Final Dividend on Equity Shares for the Financial Year ended 31st March, 2019.
3. To appoint a Director in place of Mrs. Anita Navin Korpe (DIN: 00653844), who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

Special Business:

4. To Authorize the Board to sell, lease or otherwise dispose undertaking of Company pursuant to Section 180 (1) (a) under Companies Act, 2013. To consider and if thought fit, to pass the following resolution as a **"SPECIAL RESOLUTION"**:

RESOLVED THAT in supersession of all the earlier resolutions passed in this regard and pursuant to Section 180(1)(a) and other applicable provisions if any, of the Companies Act, 2013 and relevant rules made thereto including any statutory modifications or re enactments thereof, consent of the shareholders of the company be and is hereby accorded, to the Board of Directors of the Company to pledge, mortgage, hypothecate and/or charge all or any part of the moveable or immovable properties of the Company and the whole or part of the undertaking of the Company of every nature and kind whatsoever and/or creating a floating charge in all or any movable or immovable properties of the Company and the whole of the undertaking of the Company to or in favor of banks, financial institutions, investors and any other lenders to secure the amount borrowed by the Company or any third party from time to time for the due payment of the principal and/or together with interest, charges, costs, expenses and all other monies payable by the Company or any third party in respect of such borrowings provided that the aggregate indebtedness secured by the assets of the Company does not exceed a sum of Rs. 100 crores (Rupees Hundred Crores only) for the Company at any time,

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution."

5. To Authorize the Board to borrow money pursuant to Section 180 (1) (c) under Companies Act, 2013. To consider and if thought fit, to pass the following resolution as a **"SPECIAL RESOLUTION"**:

RESOLVED THAT pursuant to the provisions of Section 180 (1) (c) and other applicable provisions, if any, of the Companies Act, 2013 including any statutory modifications or any amendments or any substitution or re-enactment thereof, if any, for the time being in force and all other applicable Acts, laws, rules, regulations and guidelines for the time being in force; the consent of the Members be and is hereby accorded to the Board of Directors of the Company for borrowing from time to time as they may think fit, any sum or sums of money not exceeding Rs. 100 crores (Rupees Hundred Crores only) [including the money already borrowed by the Company] on such terms and conditions as the Board may deem fit, whether the same may be secured or unsecured and if secured, whether by way of mortgage, charge or hypothecation, pledge or otherwise in any way whatsoever, on, over or in any respect of all, or any of the Company's assets and effects or properties whether moveable or immovable, including stock-in-trade, notwithstanding that the money to be borrowed together with the money already borrowed by the Company (apart from the temporary loans obtained from the Company's Bankers in the ordinary course of

business) and remaining un-discharged at any given time, exceed the aggregate, for the time being, of the paid-up capital of the Company and its free reserves.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution.”

6. To Authorize the Board to make Investment, Grant Loans, Give Guarantee and provide Security pursuant to Section 186 (3) of Companies Act, 2013. To consider and if thought fit, to pass the following resolution as a **“SPECIAL RESOLUTION:**

RESOLVED THAT pursuant to the provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013 including any statutory modifications or any amendments or any substitution or re-enactment thereof, if any, for the time being in force and all other applicable Acts, laws, rules, regulations and guidelines for the time being in force; the consent of the Members be and is hereby accorded to the Board of Directors of the Company for making investments in other bodies corporate / giving loans to any other person / providing guarantees / securities on behalf of loan availed by any other person, from time to time on such terms and conditions and with or without security as Board of Directors may think fit which together with investments made / loans given / guarantees / securities already made by the Company which may exceed 60 % of paid up share capital and free reserves including securities premium or 100 % of free reserves including securities premium whichever is more, provided that the total amounts of investments made / loans given / guarantees / securities already made by the Company, shall not at any time exceed the limit of Rs. 100 Crore (Rupees Hundred Crores Only).

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to negotiate and settle the terms and conditions of the investment / loans / guarantees / securities which may be made by the Company from time to time by the Company, finalize the agreements / contracts and documents in this regard and to do all such acts, deeds and things as may be necessary to give effect to this resolution.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution.”

FOR ANI INTEGRATED SERVICES LIMITED

sd/-

Navin Korpe

Chairman & Managing Director

DIN : 02200928

Place : Thane

Date : 9th August, 2019

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY OR PROXIES TO ATTEND AND VOTE THEREAT INSTEAD OF HIMSELF/HERSELF. A PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT OF PROXY, TO BE EFFECTIVE, SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY, DULY COMPLETED, SIGNED AND STAMPED NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PROXY / PROXIES SO APPOINTED SHALL HAVE NO RIGHT TO SPEAK AT THE MEETING AND SHALL NOT BE ENTITLED TO VOTE EXCEPT ON A POLL.

A PERSON CAN ACT AS A PROXY ON BEHALF OF A MEMBER OR MEMBERS NOT EXCEEDING 50 AND HOLDING IN THE AGGREGATE NOT MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN 10% OF THE 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.

Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf.

In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.

2. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to the Special Business to be transacted at the Meeting is annexed hereto and forms part of Notice.
3. An instrument appointing proxy is valid only if it is properly stamped as per the applicable law, blank or incomplete, unstamped or inadequately stamped, undated proxies or proxies upon which the stamps have been cancelled will be considered as invalid. If the Company receives multiple proxies for the same holding of a member, the proxy which is dated last will be considered as valid. If such multiple proxies are not dated or they bear the same date without specific mention of time, all such multiple proxies shall be treated as invalid.
4. The proxy-holder shall prove his identity at the time of attending the meeting.
5. During the period beginning 24 hours before the time fixed for the commencement of the 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, provided that not less than three day's notice in writing of the intention so to inspect is given to the Company.
6. Members who hold shares in electronic form are requested to write their DP ID and client 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 to facilitate identification of membership at the meeting.
7. Members holding shares in physical form are requested to notify immediately change of address, transfer, demat request, e-mail id, if any, to the Registrars and Transfer Agents of the Company quoting their Folio Number and those holding shares in Demat mode are requested to notify any change in address, bank details, e-mail id to their respective depository participants and make sure that such changes are recorded by them.
8. The Register of Members and Share Transfer Books of the Company will remain closed from 08th September, 2019 to 14th September, 2019 (Both Days Inclusive).
9. Members/proxies are requested to bring their copies of Annual Report and duly filled admission/attendance slips enclosed herewith along with the copies of annual report at the meeting and produce the same at the entrance of the venue where the Annual General Meeting is being held.

10. Corporate Members are requested to send a certified copy of the Board Resolution / Power of Attorney authorizing their representative to attend and vote at the Annual General Meeting.
11. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / RTA.
12. All documents referred to in the accompanying Notice are available for inspection at the Registered Office of the Company during normal business hours on all days except Saturday, Sunday and Public holidays, up to the date of the Annual General Meeting.
13. For the security and safety of the shareholders, no article/baggage including water bottles and tiffin boxes will be allowed at the venue of the meeting. The members / attendees are strictly requested not to bring any article / baggage, etc. at the venue of the meeting.
14. The Annual Report of your Company for the Financial Year 2018-19 is displayed on the website of the Company i.e. <https://www.aniintegratedservices.com/>
15. Members are requested to register / update their E-mail address with the Company so as to receive Annual Report and other communication electronically.
16. The notice of the AGM along with the Annual Report 2018-19 is being sent by electronic mode to those members whose email-addresses are registered with the Company/Depositories, unless any member has requested for a physical copy of the same. For members who have not registered their email-address, physical copies are being sent by the permitted mode.
17. To support the 'Green Initiative', the members who have not registered their email addresses are requested to register the same with RTA/ Depositories.
18. The business set out in the notice will be transacted through remote e-voting system and the instructions and other information relating to remote e-voting provided by National Security Depository Limited are given herein below in this Notice. In case of any queries or grievances in connection with remote e-voting, the shareholders may write to the registered office address of the Company.
19. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Amendment Rules, 2014 Company is pleased to provide the members to exercise their right to vote at 10th Annual General Meeting of the Company by electronic means through E-voting facility provided by National Security Depository Limited.
20. Mrs. Kumudini Bhalerao, partner of Makarand M Joshi & Co., Practicing Company Secretaries, has been appointed as the Scrutinizer the voting and remote e-voting process in a fair and transparent manner.

EVOTING:

A. The instructions for e-voting are as under:

- I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).

- II. The facility for voting through the ballot paper shall be made available at the AGM premises and only the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their vote at the meeting through ballot paper.
- III. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- IV. The remote e-voting period commences on Wednesday on 11th September, 2019 (09:00 AM) and ends on Friday on 13th September, 2019 (05:00 PM). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 07th September, 2019 may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- V. The process and manner for remote e-voting are as under:

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

- Step 1 : Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>
- Step 2 : Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 are mentioned below:

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email id is registered in your demat account or with the company, your 'initial password' is communicated to you on your email id. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email id is not registered, your 'initial password' is communicated to you on your postal address.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders:

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to kumudiniparanjape@mmjc.in with a copy marked to evoting@nsdl.co.in.
 2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
 3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in
- VI. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available in the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.
- VII. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
- VIII. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- IX. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 07th September, 2019.
- X. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 07th September, 2019 may obtain the login ID and password by sending a request at evoting@nsdl.co.in or RTA.
- However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.
- XI. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- XII. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through Ballot Paper.

- XIII. Ms. Kumudini Bhalerao, Practising Company Secretary (Certificate of Practice Number 6690) has been appointed as the Scrutiniser to scrutinise the e-voting process in a fair and transparent manner. The Scrutiniser shall within a period not exceeding 3 working days from the conclusion of the remote e-voting period unblock the votes in the presence of at least 2 witnesses not in the employment of the Company and make a Scrutiniser's Report of the votes cast in favor or against, if any, and forward it to the Chairman of the Company.
- XIV. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- XV. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favor or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- XVI. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company <http://www.aniintegratedservices.com> and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the National Stock Exchange of India Limited, Mumbai.

FOR ANI INTEGRATED SERVICES LIMITED

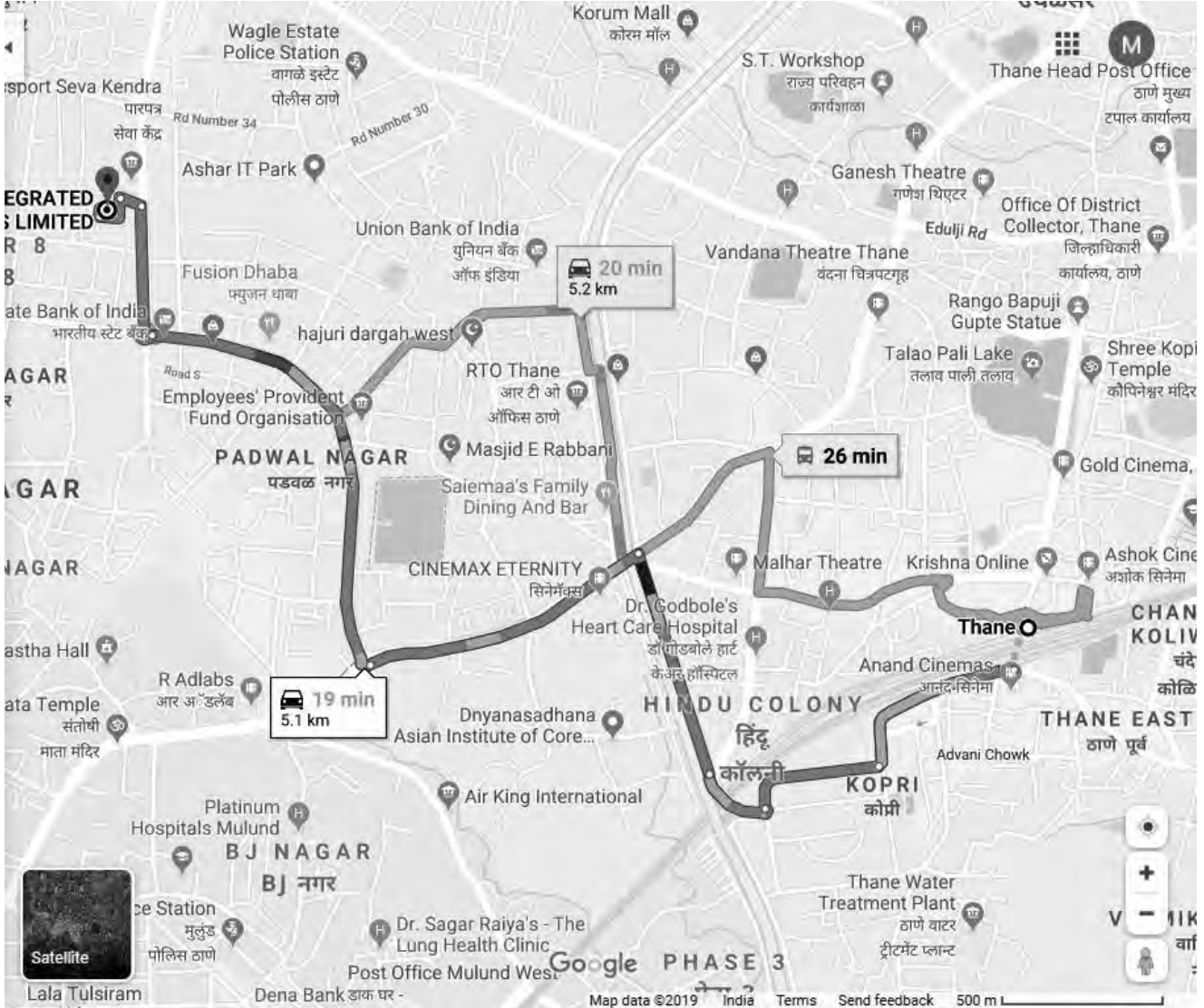
sd/-

Navin Korpe
Chairman & Managing Director
DIN : 02200928

Place : Thane
Date : 9th August, 2019

ROAD MAP

Route Map with Land Mark : Near New Passport Office:



EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO: 4 and 5

As per the provisions of Section 180(1) of the Companies Act, 2013, the Board of Directors of the Company cannot, except with the consent of the Shareholders in the General Meeting by a Special Resolution, borrow the monies apart from temporary loans (loans viz., means loans repayable on demand or within six months from the date of the loan such as short-term, cash credit arrangements, the discounting of bills and the issue of other short-term loans of a seasonal character, but does not include loans raised for the purpose of financial expenditure of a capital nature) from the Company's bankers in the ordinary course of business, in excess of the aggregate of the paid-up Capital and the Free Reserves of Company, that is to say, reserves not set apart for any specific purposes. Further without the consent of the Company in the General Meeting by a Special Resolution, the Board of Directors shall not sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the company or where the company owns more than one undertaking, of the whole or substantially the whole of any of such undertakings. Under the provisions of Section 180(1)(a) and Section 180(1)(c) of the Companies Act, 2013, the above powers can be exercised by the Board only with the consent of the Members obtained by a Special Resolution.

Keeping in view of the Company's business requirements and its growth plans, it is considered appropriate to increase the aforesaid limit of borrowings. Your consent is therefore sought, to authorize the Board to borrow up to Rs. 100 crores/- (Rupees Hundred crores only) (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) as outstanding, at any time as set out in the resolution.

The borrowing limit and to create charges, hypothecations, mortgages/equitable mortgages, on movable and/or immovable properties under 180 (1) (a) is proposed to be enhanced to such an extent that the sum(s) so borrowed under this resolution and remaining outstanding at any time shall not exceed in the aggregate of Rs. 100 crores/- (Rupees Hundred crores only) in excess of and in addition to the paid-up capital and free reserves of the Company for the time being. It is, therefore, necessary for the Members to pass Special Resolutions under Section 180 (1) (a) and Section 180 (1) (c) and other applicable provisions of the Companies Act, 2013.

The members are requested to approve item No. 4 and 5 by way of passing a Special Resolution.

None of the persons specified in Section 102 of the Companies Act, 2013 namely the Promoters, Directors, Key Managerial Personnel, Relatives of Promoters, Directors and Key Managerial Personnel or the entities comprising the interest of Promoters, Directors or Key Managerial Personnel, are concerned or interested in the above resolution.

ITEM NO: 6

In order to make optimum utilization of funds available with the Company and also to achieve long term strategic and business objectives, the Board of Directors of the Company proposes to make use of same by making investments in other bodies corporate / giving loans to any other person / providing guarantees / securities on behalf of loan availed by any other person from time to time. Pursuant to Section 186 (3) of Companies Act, 2013 and rules made thereunder, the Company is required to obtain prior approval of members of the Company by way of Special Resolutions passed at General Meeting in case of investment, loan, guarantee or security proposed to be made is more than higher of 60 % of paid up share capital, free reserves and securities premium or 100 % of free reserves and securities premium.

Accordingly, Board of Directors of the Company proposes to obtain approval of members of the Company by way of Special Resolutions as contained in notice of Annual General Meeting for an amount not exceeding Rs. 100 Crore (Rupees Hundred Crores only) outstanding at any time notwithstanding that such investments, outstanding loans given or to be given and guarantee and security provided are in excess of limits prescribed under Section 186 of Companies Act, 2013. The Directors therefore recommend the Special Resolution for approval of shareholders.

The members are requested to approve item No. 6 by way of passing a Special Resolution.

None of the persons specified in Section 102 of the Companies Act, 2013 namely the Promoters, Directors, Key Managerial Personnel, Relatives of Promoters, Directors and Key Managerial Personnel or the entities comprising the interest of Promoters, Directors or Key Managerial Personnel, are concerned or interested in the above resolution.

Particulars of Directors seeking Appointment / Reappointment at the ensuing Annual General Meeting pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the Secretarial Standards-2 prescribed for General Meetings:

Name of Director	Anita Navin Korpe (DIN: 00653844)
Type	Director
Date of Birth	04-11-1963
Age	56
Date of Appointment	04/07/2008
No. of Equity Shares held in company as on 31st March, 2019	13,74,260
Educational Qualification & Expertise in Specific Functional area	Bachelor of Commerce
Experience	22 Years
Date of first appointment	04/07/2008
Directorships held in other Companies	NIL
Particulars of Committee Chairmanship / Membership held in other Companies	NIL
Relationship with other Directors inter-se	Mr. Navin Nandkumar Korpe (Spouse) Mr. Akshay Navin Korpe (Son) Mr. Kedar Navin Korpe (Son)
No. of board meetings attended during the Financial year 2018-19	5
Remuneration Sought to be paid	18,00,000
Remuneration last paid	60,000

FORM NO. MGT-11

Proxy Form

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN : L29268MH2008PLC184326

Name of the Company : ANI INTEGRATED SERVICES LIMITED

Regd. Office : 624, Lodha Supremus II, A Wing, North Towers, Road No 22,
Near new Passport Office, Wagle Estate, Thane West 400604

Email : cs@aniinstruments.com

Website : <http://www.aniintegratedservices.com>

Phone : 022-6156 0404

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:

- (Name):_____ Address: _____ E-Mail ID _____
Signature _____ or failing him;
- (Name):_____ Address: _____ E-Mail ID _____
Signature _____ or failing him;
- (Name):_____ Address: _____ E-Mail ID _____
Signature _____ ;

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the Annual General Meeting of the Company, to be held on Saturday, 14th September, 2019 at 03.00 P.M. at 624, Lodha Supremus II, A Wing, North Towers, Road No 22, Near New Passport Office, Wagle Estate, Thane West 400604 Maharashtra India and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Resolutions	For	Against
1.	To receive, consider and adopt the Audited financial statements of the Company for the financial year ended 31st March 2019, together with the Board's Report and Auditors' Report thereon.		
2.	To declare the Final Dividend on Equity Shares for the Financial Year ended 31st March, 2019.		
3.	To appoint a Director in place of Mrs. Anita Navin Korpe (DIN: 00653844), who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.		
4.	To Authorize the Board to sell, lease or otherwise dispose undertaking of Company pursuant to Section 180(1) (a) under Companies Act, 2013		
5.	To Authorize the Board to borrow money pursuant to Section 180(1)(c) under Companies Act, 2013		
6.	To Authorize the Board to make Investment, Grant Loans, Give Guarantee and provide Security pursuant to Section 186 (3) of Companies Act, 2013		

Signed this _____ Day of _____, 2019

Signature of the Shareholder _____

Signature of Proxy holder(s) _____

Please affix Revenue Stamp of Re. 1
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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 (forty eight) hours before the commencement of the meeting.
- (2) A Proxy need not be a member of the Company. A person can act as a proxy on behalf of a member or members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the 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.

ATTENDANCE SLIP

(Please fill this attendance slip and hand it over at the entrance of the venue of the meeting)

Name of the Shareholder	
Address	
No. of Shares Held	
Registered Folio No.	

I certify that I am an authorized representative for the above named shareholder of the Company. I hereby record my presence at the Annual General Meeting of ANI Integrated Services Limited on Saturday, 14th September, 2019 at 03.00 P.M. at 624, Lodha Supremus II, A Wing, North Towers, Road No 22, Near New Passport Office, Wagle Estate, Thane West 400604 Maharashtra India.

Name of the Member / Proxy
(in BLOCK LETTERS)

Signature of the Member / Proxy

Notes:

1. Only Members / Proxy holder can attend the Meeting
2. Members/proxies are requested to bring the duly completed Attendance Slip with them, and hand it over at the entrance, affixing their signature on the slip.

OUR CLIENTELE

Engineering/EA/Ag consultants/EPC companies



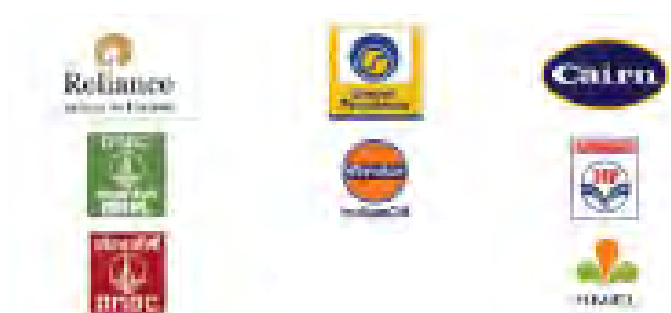
FMCG



Power



Oil & Gas/Refinery/Hydrocarbons



Construction & Infrastructure



Hospitality



Pharmaceuticals



Other Equipment Manufacturer



EVERY BUSINESS NEEDS THE RIGHT KIND OF PEOPLE



ANI INTEGRATED SERVICES LIMITED

624 – Lodha Supremus II, "A" Wing, North Tower, Road No. 22 Wagle Estate, Near New Passport Office
Thane (W) – 400 604, India

Website : www.aniintegratedservices.com