

L.J. INTERNATIONAL LIMITED

BOARD OF DIRECTORS

Mr. DILIP THOMAS (Chairman)

Mrs. PRIYALATHA THOMAS

Mr. K.SURESH

Mr. W.D. NELSON

Mr. MANU P SAM

AUDITORS

SURI & CO.

Chartered Accountants

BANKERS

The Federal Bank Ltd

State Bank of India

REGISTERED OFFICE

No. 60, Rukmani Lakshmipathi Salai,
Egmore, Chennai - 600 008.

REGISTRAR & SHARE TRANSFER AGENT

Cameo Corporate Services Limited

"Subramanian Building"

No.1, Club House Road, Chennai - 600 002

E-mail : investor@cameoindia.com

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L. J. INTERNATIONAL LIMITED

Registered Office : No.60,Rukmani Lakshmipathi Salai, Egmore, Chennai - 600008

CIN: U01131TN1943PLC002723

NOTICE TO SHAREHOLDERS

NOTICE is hereby given that the SEVENTY SIXTH Annual General Meeting (AGM) of the Company will be held at its Registered Office at No.60, Rukmani Lakshmipathy Salai, Egmore, Chennai – 600 008 on Thursday, the 26th September, 2019, at 10.30 A.M. to transact the following business:

Ordinary Business:

1. To consider and if thought fit to pass, with or without modification(s), the following resolution as an Ordinary Resolution:
“RESOLVED THAT pursuant to Section 129 and other applicable provisions, if any of the Companies Act, 2013, the Audited Financial Statements of the Company for the year ended 31st March 2019 and the Report of the Board of Directors and the Auditors thereon be and are hereby adopted.”
2. To consider and if thought fit to pass, with or without modification(s), the following resolution as an Ordinary Resolution:
“RESOLVED THAT Mr. W.D. Nelson (DIN: 000255511), who retires by rotation at the ensuing Annual General Meeting does not seek re-appointment and is therefore not re-appointed as a Director of the Company.”
“RESOLVED FURTHER that the vacancy on the Board of Directors of the Company so created be not filled”

SPECIAL BUSINESS:

3. To consider and if thought fit to pass, with or without modification(s), the following resolution as an Ordinary Resolution:
RESOLVED : “That in accordance with the provisions of Section 161(4) and other applicable provisions of the Companies Act, 2013 Mr. K. Suresh (DIN : 00255162) who was appointed as a Director of the Company at the Board Meeting held on 11th July, 2018 and who holds office as a Director up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act proposing his candidature for the office of Director of the Company be and is hereby appointed as a Director of the Company liable to retire by rotation”.

By Order of the Board
For L.J.INTERNATIONAL LIMITED

Chennai
1st August, 2019

DILIP THOMAS
Chairman

NOTES:

1. A member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than 48 hours before the commencement of the meeting.
2. A person can act as proxy on behalf of members not exceeding fifty and holding in aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten per cent 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 proxy for any other person or shareholder.
3. Corporate members intended 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 at the meeting.
4. The Register of Members and Share Transfer Books of the Company will remain closed from 20th September, 2019 to 26th September, 2019 (both days inclusive).
5. Members are requested to notify, any change in their address, email id and Bank Account details to the Company or to the Company's Registrar & Share Transfer Agent immediately.

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6. Shareholders of the Company may avail the nomination facility by executing the prescribed nomination form, which can be obtained from the Registered Office of the Company or from the Company's Share Transfer Agent.
7. Pursuant to provisions of Section 124 of the Companies Act, 2013, the Company has transferred the unpaid or unclaimed dividends from time to time on due dates, up to the financial year 2010-11 to the Investor Education and Protection Fund (the IEPF) established by the Central Government.

Dividend declared for the year 2011-2012 and remaining unpaid or unclaimed is liable to be transferred to the Fund during the month of October, 2019. The shareholders are, therefore, advised to claim immediately from the Company the dividends, if any, for the said year remaining unpaid before they are transferred to the Fund.

Pursuant to Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Amendment Rules, 2017 ("Rules") notified by the Ministry of Corporate Affairs on 28th February, 2017, the Company is required to transfer all shares in respect of which dividend has not been paid or claimed for seven consecutive years to the IEPF Authority. The shareholders are requested to claim any unpaid dividend amount(s) immediately, failing which their shares shall be transferred to the demat account of the IEPF Authority as per the procedure stipulated in the Rules as amended from time to time.

8. Members are requested to submit self-attested copy of PAN CARD of the transferee(s), surviving holder(s), legal heir(s) and joint holder(s) in case of transfers, deletion of name of deceased shareholder(s), transmission and transposition of shares, in respect of shares held in physical form, along with necessary documents at the time of lodgement of request for transfer/transmission/transposition.
9. Documents referred to in the Notice shall be open for inspection by the members at the registered office of the Company on all working days (Monday to Friday) during business hours, except holidays, upto the date of the meeting.

10. Voting facilities

- a) In Compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members the facility to exercise their right to vote at the 76th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services (India) Limited (CDSL).
- b) The facility for voting either through electronic voting system or ballot or polling paper shall also be made available at the meeting and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting.
- c) Members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.

The Instructions for members for voting are as under:-

- (i) The voting period begins on 23rd September, 2019, Monday (9.00 A.M.) and ends on 25th September, 2019, Wednesday (5.00 P.M.). During this period shareholders of the Company, holding shares in physical form, as on the cut-off date i.e. 19th September, 2019, may cast their vote electronically. The e-voting module shall be disabled by CDSL & NSDL for voting thereafter.
- (ii) The shareholders should logon to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
 - a. For NSDL: 8 Character DP ID followed by 8 Digits Client ID
 - b. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in Demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any Company, then your existing password is to be used. If you are a first time user follow the steps given in points (vii) and (viii).

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(vii) Fill up the following details in the appropriate boxes:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none">• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN Field. Sequence number has been provided as Sl. No. in the address label.• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your Name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details Or Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in the company records in order to login.</p> <p>If both the details are not recorded with the company please enter the Folio number in the Dividend Bank details field as mentioned in instruction (iv).</p>

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

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

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

(xi) Click on the EVSN for the relevant <L.J. International Ltd.> on which you choose to vote.

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

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

(xiv) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

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

(xvi) You can also take out print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xvii) Shareholders can also cast their vote using CDSL's mobile app M-Voting available for android based mobiles. The M-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xviii) Additional instructions for non-individual shareholders and custodians

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- a. Non-individual shareholders (i.e. other than individuals, HUF, NRI etc.) and custodians voting for the first time are required to log on to www.evotingindia.com and register themselves as corporates. Corporates and custodians already registered with CDSL should use their existing login details.
 - b. After registering online, scanned copy of the registration form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - c. The admin login details will be sent by CDSL. After receiving these details, create a compliance user. The compliance user would be able to link the account(s) for which they wish to vote on.
 - d. The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - e. A scanned copy of the Board Resolution and Power of Attorney which they have issued in favour of the custodian/ authorized person, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

General instructions

- i) Mr. V. Suresh, Practising Company Secretary (C.P. No. 6032) has been appointed as the Scrutinizer to scrutinize the e-Voting process in a fair and transparent manner.
- ii) The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and there after unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than 3 days of conclusion of the meeting, a consolidated scrutinizer’s report of the total votes cast in favour 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. The resolutions will be deemed to have been passed on the AGM date subject to receipt of the requisite number of votes in favour of the resolutions.
- iii) The Results declared along with the report of the Scrutinizer shall be placed on the Company’s website www.avtbiotech.com and on the website of CDSL immediately after the result is declared by the Chairman or a person authorised by him in writing who shall countersign the same.
- iv) The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on 19th September, 2018. A person who is not a Member as on the cut off-date should treat this Notice for information purposes only.

11. EXCLUSIVE E-MAIL ID FOR REDRESSAL OF INVESTOR COMPLAINTS: -

Please use the following contacts for redressal of Investor Complaints: - E-Mail: statutory@avtdt.in

Compliance Officer: Mr. W. Rex Santhakumar Tel. No.044-28553249

12. As per Secretarial Standard-2 a route map with prominent Landmark of the venue of the meeting is attached as a separate sheet.

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The Explanatory statement pursuant to Section 102 of the Companies Act 2013, which sets out the details relating to special business at the meeting is annexed hereto and shall be taken as forming part of this notice.

SPECIAL BUSINESS:

Item No.3

Mr.K.Suresh was co-opted as a Director of the Company, in the casual vacancy caused by the resignation of Director Mr. Ajit Thomas. As per the provisions of Section 161(4) of the Act, 2013 Mr. K.Suresh holds office upto the date of the forthcoming Annual General Meeting of the Company and is eligible for appointment as Director. Mr.K.Suresh has filed a letter of consent to act as a Director if appointed as a Director of the Company. The Company has received a notice under Section 160 of the Act proposing his candidature for the office of Director of the Company.

The Board of Directors decided to appoint Mr.K.Suresh as Director who has considerable experience in Business and Management. The Board considered that his appointment will be in the interest of the Company and the appointment is subject to accord of approval by the shareholders at the Annual General Meeting

Mr.K.Suresh is interested in the resolution set out as Item no. 3 of the notice with regard to his appointment. None of the other Directors or Key Managerial personnel/ their relatives is in any way concerned or interested financially or otherwise in the resolution.

The Board of Directors recommend the resolution as set out in Item No.3 of the notice for approval of the shareholders.

By Order of the Board
For L.J.INTERNATIONAL LIMITED
DILIP THOMAS
Chairman

Chennai
1st August, 2019

L.J. INTERNATIONAL LIMITED, CHENNAI

Particulars of the Directors seeking re-appointment at this Annual General Meeting

Particulars	Mr. K. Suresh	Mr. W.D. Nelson
Date of Birth	3rd February, 1956	1st September, 1935
Qualifications	B. Com, Post Graduate Diploma in Advanced Marketing	Intermediate & Diploma in Accounting
Expertise in specific functional areas	Vast experience in Business and Management	Vast experience in Business and Management
Date of appointment	11th July, 2018	22nd January, 2003
Number of Board Meetings attended during the year 2018-19	3 (Three)	1 (One)
Relationship with other directors	-	-
Directorship held in other Companies (excluding foreign companies)	Managing Director - The Highland Produce Company Ltd. Joint Managing Director - The Rajagiri Rubber and Produce Company Limited Director - Doors and More Wood Products Limited - Rajagiri Impex Limited - Dalp Trading and Manufacturing Limited - A.V. Thomas International Limited	Director - The Highland Produce Company Ltd. - Neelamalai Agro Industries Limited - The Nelliampathy Tea and Produce Company Limited - The Midland Rubber and Produce Company Limited - Dalp Trading and Manufacturing Limited - A.V. Thomas Investments Company Limited
Membership of Committees of other Companies	-	-
Number of Shares held in the Company	Nil	Nil

L.J. INTERNATIONAL LIMITED, CHENNAI

REPORT OF THE DIRECTORS

Your Directors have pleasure in presenting the SEVENTY SIXTH ANNUAL REPORT with the audited accounts of the Company for the year ended 31st March, 2019.

FINANCIAL RESULTS:

	(Rupees in lakhs)	
	2018-19	2017-18
Income from Operations and Other Income	1257.79	1111.48
Profit/(Loss) Before Depreciation & Interest	(1.69)	(14.16)
Less: Depreciation	44.95	43.59
Interest	4.54	5.09
	(49.49)	(48.68)
Profit / (Loss) Before Tax	(51.18)	(62.84)
Less: Provision for Tax	Nil	Nil
Profit / (Loss) After Tax	(51.18)	(62.84)
Add: Surplus / (Deficit) brought forward	(220.23)	(157.39)
Balance Carried Over	(271.41)	(220.23)

DIVIDEND

As the company's operations has resulted in a loss, the Board of Directors could not recommend any dividend for the year ended 31st March, 2019.

MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There was no material changes and commitments, affecting the financial position of the Company between the end of the financial year of the Company and the date of the report other than those disclosed in the financial statements.

OPERATIONS

For the year under report, the sales of the Company increased by Rs.148.46 lakhs compared to the previous year's sales. The export sales increased by Rs. 50.79 lakhs and the domestic sales by Rs.97.67 lakhs. The other income / operating revenue of the Company has decreased by Rs.2.15 lakhs compared to the previous year.

The increase in export sales is mainly in high value plants like Limonium, Helleborous Alstromeria, Bletilla and Canna to customers in Europe and Japan. In the domestic market also the increase in sales is mainly on account of high value plants like Phalaenopsis, Dendrobium, Adenium and Gerbera.

PARTICULARS OF EMPLOYEES

The statement containing remuneration paid to employees and other details as required under Section 197(12) of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in a separate annexure forming part of this report. Further, the report and the accounts are being sent to the members excluding the aforesaid annexure. In terms of Section 136 of the Act, the said annexure is open for inspection at the Registered Office of the Company during business hours on working days of the Company upto the date of the forthcoming Annual General Meeting. Any member interested in obtaining a copy of the same may write to the Company and the same will be provided free of cost to the member.

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During the year, no employee of the Company was in receipt of remuneration in excess of the limits prescribed by section 197 of the Act and rules made there-under.

DIRECTORS

In accordance with the provisions of Section 152 of the Companies Act, 2013 and Rules made there under Mr. W.D. Nelson, Director retires by rotation at the ensuing Annual General Meeting but does not seek re-appointment and is therefore not re-appointed as a Director of the Company.

The Board wishes to place on record its appreciation for the valuable services rendered by him during his tenure of office as a Director of the Company.

Mr. K. Suresh has been Co-opted as a Director on 11th July, 2018 in the casual vacancy caused by the resignation of Mr. Ajit Thomas, Director and he holds office up to the ensuing Annual General Meeting of the Company. A resolution for his appointment as a Director liable to retire by rotation is proposed and included in the notice calling the Annual General Meeting for the approval of the shareholders.

EXTRACT OF ANNUAL RETURN

The extract of Annual Return as provided under Sub-Section (3) of Section 92 of the Companies Act, 2013 (the "Act") is enclosed as **Annexure-I** in the prescribed form MGT-9 and forms part of this Report.

BOARD MEETINGS

During the financial year 2018-19 the Board of Directors met three times. The dates on which the meetings were held are 11.07.2018, 07.11.2018 and 27.02.2019.

The Company complies with the Secretarial Standards issued by the ICSI.

AUDITORS

Pursuant to the provisions of Section 139 and other applicable provisions of the Companies Act, 2013, the members in their 74th Annual General Meeting (AGM) held on September 25, 2017 had re-appointed M/s. Suri & Co, Chartered Accountants (Firm Registration No.004283S), the Statutory Auditors of the Company for a period of 5 years till the conclusion of the 79th Annual General Meeting. In view of the amendment to the Companies Act, 2013 notified by the Ministry of Corporate Affairs dated May 7, 2018, their appointment no longer required to be ratified by the Members.

A certificate from the Auditors that they satisfy the conditions prescribed under the Companies Act, 2013 and the Rules made thereunder (including satisfaction of criteria under section 141 of the Companies Act, 2013), has been received from them.

AUDITOR'S REPORT

There are no qualifications, reservations or adverse remarks in the Auditors Report.

RISK MANAGEMENT POLICY

Periodic assessment to identify the risk elements in the business are carried out and management is briefed on the risks, which are classified as financial risks, operational risks and market risks. The Board is informed well in advance about the risks to take effective steps in managing them.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

SUBSIDIARY/ASSOCIATE COMPANIES

As the Associate Company is under liquidation, the Company has not prepared a Consolidated Financial Statement in respect of its associate company.

L.J. INTERNATIONAL LIMITED, CHENNAI

TRANSACTIONS WITH RELATED PARTIES

All transactions entered by the Company with Related Parties were in the Ordinary course of business and at Arm's Length pricing basis. Details of the transactions are provided in form AOC - 2 which is attached as **Annexure III** to this report.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There were no significant material orders passed by the Regulators/ Courts which would impact the going concern status of the Company and its future operations.

CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION

The statement pursuant to Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (accounts) Rules, 2014 is attached as **Annexure IV** to this report.

COST AUDIT REPORT

Cost Audit is not applicable to the Company as per the Companies (Cost Records & Audit) Rules, 2014, however, the cost records are maintained by the Company.

FOREIGN EXCHANGE EARNINGS/OUTGO

The Company's earnings in foreign exchange on FOB value of Exports during the year amounted to Rs.804.20 lakhs compared to Rs. 748.07 lakhs during the previous year. The foreign exchange outgo during the year was Rs.112.54 lakhs against Rs.86.33 lakhs in previous year.

DIRECTORS' RESPONSIBILITY STATEMENT

In pursuance of section 134 (5) of the Companies Act, 2013, the Directors hereby confirm that:

- a. in the preparation of the annual accounts for the financial year ended 31st March, 2019, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b. they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for the financial year;
- c. they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act. They confirm that there are adequate systems and controls for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. they have prepared the annual financial statements on a going concern basis;
- e. they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively

THE DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS.

The Company has in place adequate Internal Financial Controls with reference to the financial statement. The Company's internal financial control systems are well established and commensurate with the nature of its business and the size and complexities of operations and adequate with reference to the financial statements as envisaged under the Companies Act, 2013. Your directors endorse that during the year under review, there were no reportable material weaknesses in the present systems or operations of internal controls.

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INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

Pursuant to Section 124 of the Companies Act, 2013 and IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('the Rules') as amended from time to time, all unpaid or unclaimed dividends are required to be transferred by the Company to the IEPF established by the Central Government after the completion of seven years. Further according to the Rules, the shares in respect of which dividend has not been paid or unclaimed by the shareholders for seven consecutive years or more shall also to be transferred to the demat account created by the IEPF Authority. Accordingly, the Company had transferred the unclaimed and unpaid dividends during the Financial Year 2018-19. Further, the Company had transferred 4,218 Equity Shares of the Company to the demat account of the IEPF Authority as required under the IEPF Rules during the financial year 2018-19. The details are uploaded in the website of the Company.

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT 2013

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Act and that an Internal Complaints Committee has been set up for redressal of complaints and that all employees (permanent, contractual, temporary, trainees) are covered under this policy.

During the year the Company has not received any complaint under Sexual Harassment of women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013.

ACKNOWLEDGEMENT

Yours Directors place on record their appreciation for the continued support extended to the Company by its Bankers and Employees during the year.

Chennai
01st August, 2019

By Order of the Board
DILIP THOMAS
Chairman

L.J. INTERNATIONAL LIMITED, CHENNAI

ANNEXURE - I

Form No. MGT-9
EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31st March, 2019

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

I. REGISTRATION AND OTHER DETAILS:

i) CIN	-	U01131TN1943PLC002723
ii) Registration Date	-	25/03/1943
iii) Name of the Company	-	L.J. INTERNATIONAL LIMITED
iv) Category / Sub-Category of the Company	-	Company Limited by Shares
v) Address of the Registered office and contact details	-	60, Rukmani Lakshmipathi Salai, Egmore, Chennai - 600 008
vi) Whether listed company	-	NO
vii) Name, Address and Contact details of Registrar and Transfer Agent:	-	Cameo Corporate Services Limited Subramanian Building, No.1 Club House Road, Chennai – 600 002.

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No.	Name and Description of main Products/Services	NIC Code of the product/Service	% to total turnover of the company
1	Tissue Culture Plants	601.20	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name and Address of the Company	CIN	Holding/Subsidiary /Associate	% of Shares held	Applicable Section
1.	Hirsel Nutrition Private Limited No.101, TTK Road, Alwarpet Chennai - 600018	U15122TN2015PTC099867	Associate	37.00%	2(6)

* The Associate Company is under liquidation and hence no separate financial were drawn for the year ended 31st March, 2019

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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	10336	137580	147916	27.39	10336	137580	147916	27.39	0.00
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt.(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	3748	225243	228991	42.41	5408	233773	239181	44.30	1.89
e) Banks/FI	0	0	0	0	0	0	0	0	0
f) Any Other	0	0	0	0	0	0	0	0	0
Sub Total (A) (1)	14084	362823	376907	69.80	15744	371353	387097	71.69	1.89
(2) Foreign									
a) NRIs-Individuals	0	0	0	0	0	0	0	0	0
b) Other-Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
e) Banks/FI	0	0	0	0	0	0	0	0	0
f) Any Other	0	0	0	0	0	0	0	0	0
Sub Total (A)(2)	0	0	0	0	0	0	0	0	0
Total shareholding of promoter									
(A) = (A)(1) + (A)(2)	14084	362823	376907	69.80	15744	371353	387097	71.69	1.89
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks/FI	3872	820	4692	0.87	3872	820	4692	0.87	0
c) Central Govt.	0	0	0	0	320	0	320	0.06	0.06
d) State Govt.(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Investors	0	0	0	0	0	0	0	0	0
i) Any others-Foreign Portfolio Investors	0	0	0	0	0	0	0	0	0
Sub Total (B)(1)	3872	820	4692	0.87	4192	820	5012	0.93	0.06

L.J. INTERNATIONAL LIMITED, CHENNAI

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	
2. Non Institutions									
a) Bodies Corp									
i) Indian	3248	1040	4288	0.79	5748	800	6548	1.21	0.42
ii)Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual Shareholders holding nominal share capital upto Rs.1 Lakh	24789	85377	110166	20.40	21309	72729	94038	17.41	-2.99
ii) Individual shareholders holding nominal share capital in excess of Rs.1 Lakh	12774	0	12774	2.37	12774	0	12774	2.37	0
c) Others (specify)									
Escrow Account	400	0	400	0.07	60	0	60	0.01	-0.06
Foreign Nationals	320	240	560	0.10	0	0	0	0	-0.10
Hindu Undivided Family	0	0	0	0	0	0	0	0	0
IEPF	29333	0	29333	5.43	33551	0	33551	6.21	0.78
Non Resident Indians	80	800	880	0.16	120	800	920	0.17	0.01
Others	0	0	0	0	0	0	0	0	0
Sub Total (B)(2)	70944	87457	158401	29.33	73562	74329	147891	27.38	-1.95
Total Public Shareholding (B)= (B)(1)+(B)(2)	74816	88277	163093	30.20	77754	75149	152903	28.31	-1.89
TOTAL (A)+(B)	88900	451100	540000	100	93498	446502	540000	100	0
C) Shares held by Custodian for GDRs and ADRs	0	0	0	0	0	0	0	0	0
GRAND TOTAL (A)+(B)+(C)	88900	451100	540000	100	93498	446502	540000	100	0

L.J. INTERNATIONAL LIMITED, CHENNAI

ii) Shareholding of Promoters

Sl. No.	Shareholders Name	Shareholding at the beginning of the year - 01.04.2018			Shareholding at the end of the year - 31.03.2019			% change 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.	Mr. Dilip Thomas	116708	21.61	0	116708	21.61	0	0
2	M/s. A. V. Thomas Investments Company Ltd.	103760	19.21	0	103760	19.21	0	0
3	M/s. A. V. Thomas International Ltd.	91591	16.96	0	101841	18.85	0	1.89
4	M/s. A. V. Thomas and Company Ltd.	32200	5.96	0	32200	5.96	0	0
5	Ms. Lily Thomas	26828	4.97	0	26828	4.97	0	0
6	Mrs. Priyalatha Thomas	4380	0.81	0	4380	0.81	0	0
7	M/s. The Rajagiri Rubber and Produce Company Ltd.	588	0.11	0	588	0.11	0	0
8	M/s. The Midland Rubber and Produce Company Ltd.	428	0.08	0	428	0.08	0	0
9	M/s. The Highland Produce Company Ltd.	360	0.07	0	360	0.07	0	0
10	M/s. Neelamalai Agro Industries Ltd.	64	0.01	0	64	0.01	0	0

L.J. INTERNATIONAL LIMITED, CHENNAI

iii) Change in Promoters' Shareholding

Sl. No.	Name of the Shareholder	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. Dilip Thomas				
	At the beginning of the year 01-Apr-2018	116708	21.61	116708	21.61
	At the end of the Year 31-Mar-2019	116708	21.61	116708	21.61
2	M/s. A. V. Thomas Investments Company Ltd.				
	At the beginning of the year 01-Apr-2018	103760	19.21	103760	19.21
	At the end of the Year 31-Mar-2019	103760	19.21	103760	19.21
3	M/s. A.V. Thomas International Ltd.				
	At the beginning of the year 01-Apr-2018	91591	16.96	91591	16.96
	Purchase 27-Apr-2018	1430	0.26	93021	17.22
	Purchase 11-May-2018	3260	0.60	96281	17.82
	Purchase 08-June-2018	572	0.11	96853	17.93
	Purchase 27-July-2018	1188	0.22	98041	18.15
	Purchase 07-Sep-2018	560	0.11	98601	18.26
	Purchase 19-Oct-2018	1660	0.31	100261	18.57
	Purchase 02-Nov-2018	160	0.03	100421	18.60
	Purchase 07-Dec-2018	1360	0.25	101781	18.85
	*Escrow Account on 31.03.2019	60	0.01	101841	18.86
	At the end of the Year 31-Mar-2019	101841	18.86	101841	18.86
4	M/s. A. V. Thomas and Company Ltd.				
	At the beginning of the year 01-Apr-2018	32200	5.96	32200	5.96
	At the end of the Year 31-Mar-2019	32200	5.96	32200	5.96
5	Mrs. Lily Thomas				
	At the beginning of the year 01-Apr-2018	26828	4.97	26828	4.97
	At the end of the Year 31-Mar-2019	26828	4.97	26828	4.97

L.J. INTERNATIONAL LIMITED, CHENNAI

iii) Change in Promoters' Shareholding (Contd..)

Sl. No.	Name of the Shareholder	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	Mrs. Priyalatha Thomas				
	At the beginning of the year 01-Apr-2018	4380	0.81	4380	0.81
	At the end of the Year 31-Mar-2019	4380	0.81	4380	0.81
7	M/s. The Rajagiri Rubber and Produce Company Ltd.				
	At the beginning of the year 01-Apr-2018	588	0.11	588	0.11
	At the end of the Year 31-Mar-2019	588	0.11	588	0.11
8	M/s. The Midland Rubber and Produce Company Ltd.				
	At the beginning of the year 01-Apr-2018	428	0.08	428	0.08
	At the end of the Year 31-Mar-2019	428	0.08	428	0.08
9	M/s. The Highland Produce Company Ltd.				
	At the beginning of the year 01-Apr-2018	360	0.07	360	0.07
	At the end of the Year 31-Mar-2019	360	0.07	360	0.07
10	M/s. Neelamalai Agro Industries Ltd.				
	At the beginning of the year 01-Apr-2018	64	0.01	64	0.01
	At the end of the Year 31-Mar-2019	64	0.01	64	0.01

* Since transferred to A.V. Thomas International Ltd.

L.J. INTERNATIONAL LIMITED, CHENNAI

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

Sl. No.	Name of the Shareholder	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	Investor Education and Protection Fund Authority, Ministry of Corporate Affairs				
	At the beginning of the year 01-Apr-2018	29333	5.43	29333	5.43
	Transfer 25-Jan-2019	2278	0.42	31611	5.85
	Transfer 29-Mar-2019	1940	0.36	33551	6.21
	At the end of the Year 31-Mar-2019	33551	6.21	33551	6.21
	Custodian of Enemy Property for India				
	At the beginning of the year 01-Apr-2018	0	0	0	0
	Purchase 15-Mar-2019	320	0.06	320	0.06
At the end of the Year 31-Mar-2019	320	0.06	320	0.06	
2	Mahendra Girdharilal				
	At the beginning of the year 01-Apr-2018	12774	2.37	12774	2.37
	At the end of the Year 31-Mar-2019	12774	2.37	12774	2.37
3	P P Zibi Jose				
	At the beginning of the year 01-Apr-2018	7024	1.30	7024	1.30
	At the end of the Year 31-Mar-2019	7024	1.30	7024	1.30
4	David R P				
	At the beginning of the year 01-Apr-2018	5720	1.06	5720	1.06
	At the end of the Year 31-Mar-2019	5720	1.06	5720	1.06
5	Tenrose Capital Services Ltd.				
	At the beginning of the year 01-Apr-2018	2024	0.37	2024	0.37
	Purchase 19-Sep-2018	2500	0.46	4524	0.84
	At the end of the Year 30-Mar-2019	4524	0.84	4524	0.84
6	Life Insurance Corporation of India				
	At the beginning of the year 01-Apr-2018	3872	0.72	3872	0.72
	At the end of the Year 31-Mar-2019	3872	0.72	3872	0.72
7	Sheila Sebastian				
	JT1: Thomas Victor				
	At the beginning of the year 01-Apr-2018	2916	0.54	2916	0.54
	At the end of the Year 31-Mar-2019	2916	0.54	2916	0.54
8	MeenakshiSundaram RM				
	At the beginning of the year 01-Apr-2018	1864	0.35	1864	0.35
	At the end of the Year 31-Mar-2019	1864	0.35	1864	0.35
9	Veeriah Reddiar S				
	At the beginning of the year 01-Apr-2018	1600	0.29	1600	0.29
	At the end of the Year 31-Mar-2019	1600	0.29	1600	0.29
10	H Srinavasa Kamath				
	JT1: H Deepak Kamathi				
	At the beginning of the year 01-Apr-2018	1500	0.28	1500	0.28
	At the end of the Year 31-Mar-2019	1500	0.28	1500	0.28

L.J. INTERNATIONAL LIMITED, CHENNAI

(v) Shareholding of Directors and Key Managerial Personnel

Sl. No.	Name of the Shareholder	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. Dilip Thomas				
	At the beginning of the year 01-Apr-2018	116708	21.61	116708	21.61
	At the end of the Year 31-Mar-2019	116708	21.61	116708	21.61
2	Mrs. Lily Thomas				
	At the beginning of the year 01-Apr-2018	26828	4.97	26828	4.97
	At the end of the Year 31-Mar-2019	26828	4.97	26828	4.97
3	Mrs. Priyalatha Thomas				
	At the beginning of the year 01-Apr-2018	4380	0.81	4380	0.81
	At the end of the Year 31-Mar-2019	4380	0.81	4380	0.81

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

(₹ in Lakhs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	77.61	-	-	77.61
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total(i+ ii+ iii)	77.61	-	-	77.61
Change in Indebtedness during the financial year				
Addition	-	-	-	-
Reduction	76.89	-	-	76.89
Net Change Indebtedness	76.89	-	-	76.89
Indebtedness at the end of the financial year				
i) Principal Amount	0.72	-	-	0.72
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total(i+ ii+ iii)	0.72	-	-	0.72

L.J. INTERNATIONAL LIMITED, CHENNAI

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(₹ in Lakhs)

Sl. No.	Particulars of Remuneration	Name of MD/WTD/Manager	Total Amount
1	Gross salary	-	-
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-
	(b) value of perquisites u/s 17(2) of the Income-tax Act, 1961	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961	-	-
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission	-	-
	as % of profit	-	-
	others specify	-	-
5	Others please specify	-	-
	Total (A)	-	-
	Ceiling as per the Act	-	-

B. Remuneration to other Directors :

(₹ in Lakhs)

Sl. No.	Particulars of Remuneration	Fee for attending board/committee meetings	Commission	Others Please specify	Total Amount
1	Independent Directors				
	N.A.	-	-	-	-
	Total (1)	-	-	-	-
2	Other Non-Executive Directors				
	Mr. Dilip Thomas	0.21			0.21
	Mrs. Priyalatha Thomas	0.21			0.21
	Mr.K. Suresh	0.21			0.21
	Mr. W.D. Nelson	0.07			0.07
	Mr. Manu P Sam	0.21			0.21
	Total (2)	0.91			0.91
	Total (B) = (1+2)	0.91			0.91
	Total Managerial Remuneration				
	Overall Ceiling as per the Act			N.A	

L.J. INTERNATIONAL LIMITED, CHENNAI

C. Remuneration to Key Managerial Personnel other than MD / Manager / WTD

(₹ in Lakhs)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961	N.A
2	Stock Option	
3	Sweat Equity	
4	Commission - as % of profit - thers, specify	
5	Others, please specify	
	Total	

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

There were no penalties, punishment or compounding of offences during the year ended 31st March, 2019.

L.J. INTERNATIONAL LIMITED, CHENNAI

Annexure II

Form AOC - I

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate
Companies and Joint Ventures

Name of Associates/Joint Ventures	HIRSEL NUTRITION PRIVATE LIMITED
1. Latest audited Balance Sheet Date	31.03.2019
2. Shares of Associate/Joint Ventures held by the company on the year end	
No.	5,286
Amount of Investment in Associates/Joint Venture	₹ 50,00,004
Extend of Holding %	37%
3. Description of how there is significant influence	More than 20% of the Total Share Capital of the Associate Concern is held by L J International Limited
4. Reason why the associate/joint venture is not consolidated	The Associate company is under liquidation and hence no separate financials were drawn for 31st March 2019

L.J. INTERNATIONAL LIMITED, CHENNAI

ANNEXURE - III

Form No. AOC-2

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

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

1. Details of contracts or arrangements or transactions not at arm's length basis:

Company has not entered into any contract or arrangement or transaction with its related parties which is not at arm's length during financial year 2018 – 19.

2. Details of material contracts or arrangement or transactions at arm's length basis:

(a) Name(s) of the related party and nature of relationship:

(b) Nature of contracts/arrangements/transactions:

(c) Duration of the contracts / arrangements/transactions:

(d) Salient terms of the contracts or arrangements or transactions including the value, if any:

(e) Date(s) of approval by the Board, if any:

(f) Amount paid as advances, if any:

(Details given in Annexure IIIA)

Chennai
01st August, 2019

For and on behalf of the Board of Directors
Dilip Thomas
Chairman

L.J. INTERNATIONAL LIMITED, CHENNAI

Annexure IIIA

Form No. AOC 2

Name of the Company	Nature of Relationship	Nature of Transaction	Duration of Transactions	Amount (₹)	Salient Terms	Date of Approval by the Board	Amount paid as Advance if any
A.V.Thomas & Co. Ltd.	Common Control through constitution of Board/Share holding	C&F, Air Cargo & Other charges Rent & Common Utilities Charges	On going transactions	85,90,535	Market Rate	Not Applicable	Nil
The Highland Produce Co. Ltd.	Common Control through constitution of Board/Share holding	Purchase of Tea & Cardamom Cloves and Vermil Compost	On going transactions	84,000	Market Rate	Not Applicable	Nil
		Purchase of Plants Sale of Plants	On going transactions	1,28,199	Market Rate	Not Applicable	Nil
			On going transactions	44,40,910	Market Rate	Not Applicable	Nil
			On going transactions	73,28,700	Market Rate	Not Applicable	Nil

L.J. INTERNATIONAL LIMITED, CHENNAI

ANNEXURE – IV

CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION

(Pursuant to Section 134(3) (m) of the Companies Act, 2013, read with rule 8(3) of the Companies (Accounts) Rules, 2014)

(A) Conservation of energy-

- (i) Steps taken or impact on conservation of energy : Replacement of tube lights in growth rooms with LED lights to reduce consumption of Electrical energy.
- (ii) Steps taken by the company for utilising alternate sources of energy : NIL
- (iii) Capital investment on energy conservation equipments : NIL

(B) Technology absorption-

- (i) Efforts made towards technology absorption : Automation of certain preparation activities is in progress.
- (ii) Benefits derived : Improvement in sterile conditions
- (iii) Imported technology : NIL
- (iv) Expenditure incurred on Research and Development : NIL

L.J. INTERNATIONAL LIMITED, CHENNAI

INDEPENDENT AUDITOR'S REPORT

**To the Members of
L.J. INTERNATIONAL LIMITED, CHENNAI
Report on the Standalone Financial Statements**

Opinion

We have audited the standalone financial statements of L.J. International 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 standalone 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 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 Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Companies Act, 2013 and the Rules there under, 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

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

The Company's Board of Directors is responsible for the other information. The other information comprises the management report, its annexures, Board's Report including annexures, Director's Responsibility statement, but does not include the standalone Financial Statements and our Audit Report thereon.

Our opinion on the standalone 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 standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If we conclude that there is a material misstatement of this other information, based on the work we have performed, we are required to report that fact. We have nothing to report in this regard.

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

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone 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

L.J. INTERNATIONAL LIMITED, CHENNAI

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 also 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 scepticism 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal 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 of, 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.

L.J. INTERNATIONAL LIMITED, CHENNAI

Report on Other Legal and Regulatory Requirements

1. As required by The Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give an Annexure A, a Statement on matters specified in paragraph 3 and 4 of the said order, to the extent applicable.

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 standalone 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 adequacy of internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer our separate report in Annexure B;
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the company has not made any payments which are covered under section 197 read with Schedule V of Companies Act, 2013.

- (h) 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 in its financial statements.
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at March 31, 2019.
- iii. There has been no delay in transferring amounts, required to be transferred to the Investor Education and Protection Fund by the Company.

Chennai
01.08.2019

For SURI & CO
Chartered Accountants
Firm Regn. No.004283S
G.RENGARAJAN
Partner
Membership No. 219922
UDIN: 19219922AAAAFG9484

L.J. INTERNATIONAL LIMITED, CHENNAI

ANNEXURE A TO THE REPORT OF THE AUDITORS TO THE MEMBERS OF L.J. INTERNATIONAL LIMITED, CHENNAI

- i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Fixed Assets.
- (b) Physical verification of major items of these assets has been conducted by the Management during the financial year and no material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of the immovable properties held by the company as investments are held in the name of the company.
- ii) The physical verification of inventory has been conducted at reasonable intervals by the management and no material discrepancies were noticed.
- iii) The Company has not granted any loans, secured or unsecured to the Companies, Firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Companies Act, 2013. Accordingly Para 3 (iii) (a), (b) & (c) of the Order are not applicable.
- iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 186 of the Companies Act, 2013 with respect to the investments made. The company has not given any guarantees, securities or loan covered under the provisions of section 185 and 186 of the Companies Act, 2013.
- v) The company has not accepted any deposits from the public during the year.
- vi) The Companies (Cost Records and Audit) Rules, 2014 prescribed by the Central Government for the maintenance of cost records under section 148 (1) (d) of the Companies Act, 2013 is not applicable to the company for the current year.
- vii) a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees State Insurance, Income tax, Sales tax, Service Tax, Customs duty, Excise duty, Value Added Tax, Cess and other statutory dues applicable to it. No undisputed statutory dues were outstanding as at the last day of the financial year for a period of more than six months from the date they became payable.
- b) There are no disputed statutory dues.
- viii) The company has not defaulted in repayment of dues to the banks.
- ix) The company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly Para 3 (ix) of the Order is not applicable.
- x) According to the information and explanations given to us, no fraud by the company or any fraud on the company by its officers or employees has been noticed or reported during the year.
- xi) The company has not made any payments which are covered under section 197 read with Schedule V of the Companies Act, 2013. Accordingly Para 3 (xi) of the Order is not applicable.
- xii) The Company is not a Nidhi Company. Accordingly Para 3 (xii) of the Order is not applicable.
- xiii) According to the information and explanation given to us and based on our examination of the records of the Company, all transactions with the related parties are in compliance with sections 188 of Companies Act, 2013 where applicable and the details of such transactions have been disclosed in the Financial Statements as required by the applicable accounting standards. Section 177 of Companies Act, 2013 is not applicable to the company.

L.J. INTERNATIONAL LIMITED, CHENNAI

- xiv) According to the information and explanations given to us and based on our examination of the records of the Company, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- xv) According to the information and explanations given to us and based on our examination of the records of the Company, the company has not entered into any non-cash transactions with directors or persons connected with him.
- xvi) The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

Chennai
01.08.2019

For SURI & CO
Chartered Accountants
Firm Regn. No. 004283S
G. RENGARAJAN
Partner
Membership No. 219922
UDIN: 19219922AAAAFG9484

L.J. INTERNATIONAL LIMITED, CHENNAI

ANNEXURE B TO THE REPORT OF THE AUDITORS TO THE MEMBERS OF L.J. INTERNATIONAL LIMITED, CHENNAI

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 L.J. INTERNATIONAL 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 errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors’ Responsibility

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’s internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

L.J. INTERNATIONAL LIMITED, CHENNAI

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-Mar-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.

Chennai
01.08.2019

For SURI & CO
Chartered Accountants
Firm Regn. No. 004283S
G. RENGARAJAN
Partner
Membership No. 219922
UDIN: 19219922AAAAFG9484

L.J. INTERNATIONAL LIMITED, CHENNAI

BALANCE SHEET AS AT 31ST MARCH 2019

	NOTES	Figures as at the end of 31.03.2019 ₹	Figures as at the end of 31.03.2018 ₹
I. EQUITY AND LIABILITIES			
(1) Shareholders' Funds			
(a) Share Capital	2	54,00,000	54,00,000
(b) Reserves and Surplus	3	17,83,89,969	18,35,08,480
		<u>18,37,89,969</u>	<u>18,89,08,480</u>
(2) Non-current liabilities			
Long Term borrowings	4	Nil	2,73,042
Long Term Provisions		23,88,380	25,45,746
		<u>23,88,380</u>	<u>28,18,788</u>
(3) Current Liabilities			
(a) Short term borrowings	5	Nil	67,46,216
(b) Trade payables			
(i) Total outstanding dues to Micro Enterprises and Small Enterprises and		Nil	Nil
(ii) Total outstanding dues of creditors other than Micro Enterprises and Small Enterprises		1,10,55,025	94,81,436
(c) Other current liabilities		23,26,471	33,15,802
(d) Short-term provisions		59,19,904	57,67,929
		<u>1,93,01,400</u>	<u>2,53,11,383</u>
		<u>20,54,79,749</u>	<u>21,70,38,651</u>
II. Assets			
(1) Non-current assets			
(a) Property Plant and Equipment			
(i) Tangible assets	6	2,80,77,787	2,53,45,383
(ii) Capital work-in-progress		Nil	1,02,09,338
(b) Non-current investments	7	7,31,28,120	7,03,74,359
(c) Long Term loans and advances	9	2,08,690	74,206
		<u>10,14,14,597</u>	<u>10,60,03,286</u>
(2) Current assets			
(a) Current Investments	8	2,11,16,655	1,10,53,669
(b) Inventories	10	1,40,31,117	1,11,35,934
(c) Trade receivables	11	1,68,03,880	1,51,96,784
(d) Cash and cash equivalents	12	4,05,69,746	6,16,35,347
(e) Short-term loans and advances	13	82,58,030	96,17,989
(f) Accrued Income		32,85,724	23,95,642
		<u>10,40,65,152</u>	<u>11,10,35,365</u>
Significant Accounting Policies	1	<u>20,54,79,749</u>	<u>21,70,38,651</u>

Notes 1 to 13 and Notes from 21 to 33 and Cash Flow Statement form part of this Balance Sheet

Vide our report of even date attached

For and on behalf of the Board

For SURI & CO.

Chartered Accountants

Firm Regn.No.004283S

G. RENGARAJAN

Partner

Membership No. 219922

DILIP THOMAS

Chairman

K. SURESH

Director

Chennai,
01.08.2019

L.J. INTERNATIONAL LIMITED, CHENNAI

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2019

	NOTES	Figures for the year ended 31.03.2019 ₹	Figures for the year ended 31.03.2018 ₹
REVENUE:			
I. Revenue from operations	14	12,02,33,013	10,08,11,818
II. Other Income	15	55,46,436	1,03,36,683
III. Total Revenue (I + II)		<u>12,57,79,449</u>	<u>11,11,48,501</u>
IV. Expenses:			
Cost of materials consumed	16	1,16,74,125	1,10,81,410
Purchase of Traded Goods		1,63,31,349	94,05,686
(Increase)/Decrease in Inventory	17	(29,31,852)	(12,56,468)
Employee Benefit Expense	18	6,03,87,462	5,62,04,579
Finance Costs	19	4,54,409	5,09,075
Depreciation and amortization expense		44,95,276	43,58,513
Other expenses	20	4,04,87,190	3,71,29,419
Total Expenses		<u>13,08,97,959</u>	<u>11,74,32,214</u>
V. Profit before exceptional and extraordinary items and tax (III - IV)		(51,18,510)	(62,83,713)
VI. Extraordinary Items		Nil	Nil
VII. Profit before tax		<u>(51,18,510)</u>	<u>(62,83,713)</u>
VIII. Tax expense:			
Current tax		Nil	Nil
Deferred tax		Nil	Nil
IX. Profit/(Loss) for the period (VII-VIII)		<u>(51,18,510)</u>	<u>(62,83,713)</u>
X. Earning per equity share:			
(1) Basic	22	(9.48)	(11.64)
(2) Diluted	22	(9.48)	(11.64)

Notes 1, 14 to 33 and Cash Flow Statement form part of this Statement of Profit and Loss.

Vide our report of even date attached
For SURI & CO.

*Chartered Accountants
Firm Regn.No.004283S*

G. RENGARAJAN

Partner

Membership No. 219922

Chennai,
01.08.2019

For and on behalf of the Board

DILIP THOMAS
Chairman

K. SURESH
Director

L.J. INTERNATIONAL LIMITED, CHENNAI

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2019

	31.03.2019	31.03.2018
	₹	₹
A. CASH FLOW FROM OPERATING ACTIVITIES :		
NET PROFIT BEFORE TAX AND EXTRAORDINARY ITEMS	(51,18,510)	(62,83,713)
ADJUSTMENTS FOR :		
Depreciation	44,95,276	43,58,513
Profit on sale of investments		(26,78,343)
Provision for Gratuity / Leave Encashment	(1,46,521)	(13,84,860)
Provision for bonus	2,45,980	(2,66,552)
Profit on Sale of Assets	(5,904)	(3,09,423)
Provision for diminution in value of investments	50,08,739	Nil
Interest Received	(36,53,309)	(37,76,904)
Income from Investments	(2,51,325)	(1,64,637)
Interest Paid	4,54,409	5,09,075
	61,47,344	(37,13,131)
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	10,28,834	(99,96,844)
ADJUSTMENTS FOR :		
Trade and other Receivables	(16,07,096)	7,82,304
Inventories	(28,95,183)	(18,98,338)
Trade Payables and other current liabilities	5,84,258	(41,27,769)
Other Current Assets	84,01,841	(18,97,853)
	44,83,820	
CASH GENERATED FROM OPERATIONS	55,12,654	(1,71,38,500)
Direct Taxes Paid	12,44,759	98,677
CASH FLOW BEFORE EXTRAORDINARY ITEMS	67,57,413	(1,70,39,823)
Extraordinary Items	Nil	Nil
NET CASH FROM OPERATING ACTIVITIES	67,57,413	(1,70,39,823)
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	67,90,318	(11,76,368)
Sale/Deletion of Fixed Assets	(1,24,77,486)	8,10,908
Profit on Sale of Investments/Assets		26,78,343
Investments made/Redeemed	(1,32,63,514)	48,03,145
Interest Received	69,39,033	1,36,01,878
Interest Paid	(4,54,409)	(5,09,075)
Income from Investments	2,51,325	1,64,637
NET CASH USED IN INVESTING ACTIVITIES	(1,22,14,733)	2,03,73,468

L.J. INTERNATIONAL LIMITED, CHENNAI

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2019 (Contd.)

	31.03.2019	31.03.2018
	₹	₹
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from long term borrowings	(2,73,042)	(10,08,967)
Proceeds from short term borrowings	(67,46,216)	66,58,832
Dividend Paid	Nil	Nil
NET CASH FROM FINANCING ACTIVITIES	<u>(70,19,258)</u>	<u>56,49,865</u>
NET INCREASE IN CASH AND CASH EQUIVALENTS	<u>(1,24,76,578)</u>	<u>89,83,510</u>
CASH AND CASH EQUIVALENTS AS AT BEGINNING OF THE YEAR	5,16,57,734	4,26,74,224
CASH AND CASH EQUIVALENTS AS AT END OF THE YEAR	<u>3,91,81,156</u>	<u>5,16,57,734</u>
	<u>(1,24,76,578)</u>	<u>89,83,510</u>

Vide our Report of even date attached
For SURI & CO.

Chartered Accountants
Firm Regn No.004283S
G.RENGARAJAN
Partner
Membership No.219922

For and on behalf of the Board

DILIP THOMAS
Chairman

K. SURESH
Director

Chennai
01.08.2019

L.J. INTERNATIONAL LIMITED, CHENNAI

NOTES ON ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2019

NOTE : 1

SIGNIFICANT ACCOUNTING POLICIES :

a) Accounting Convention :

The financial statements have been prepared on a going concern basis under the historical cost convention on accrual basis of accounting in accordance with the generally accepted accounting principles Accounting Standards notified under section 133 of the companies Act 2013 read with rule 7 of the Companies (Accounts) Rules, 2014.

b) Property Plant & Equipment:

Property, Plant and equipment are stated at cost less accumulated depreciation and accumulated impairment loss based on cost model.

The cost of an item of property, plant and equipment is recognised as an asset when:

- i. it is probable that future economic benefits associated with the item will flow to the enterprise; and
- ii. The cost of the item can be measured reliably

Cost includes, taxes and duties (but does not include taxes and duties for which Input Tax Credit in GST is available), freight and other direct or allocated expenses during construction period, net of any income earned. Assets acquired on Hire Purchase are capitalized at principal value.

Tangible fixed assets are depreciated on written down value method adopting the useful life specified in Schedule II of the Companies Act 2013. Assets costing individually less than Rs.5, 000/- are depreciated at 100 % in the year of purchase. Depreciation for assets purchased/sold during the period is proportionately charged.

Intangible assets are amortized over their respective individual estimated useful lives on a straight line basis, commencing from the date the asset is available to the company for its use. Depreciation and Amortization methods, useful lives and residual value are reviewed periodically, including at each financial year end.

c) Investments :

Long Term Investments are stated at cost. Decline in value of Long Term Investments other than Temporary is provided for. Current Investments are stated at lower of cost and or fair value.

d) Inventories :

Inventories are valued at lower of cost on FIFO/Weighted Average Method and net realisable value, after providing for obsolescence wherever necessary. Cost includes taxes and duties (other than duties and taxes for which GST credit is available), freight and other direct expenses.

e) Revenue Recognition :

Revenue is recognized on accrual and when no significant uncertainty on measurability or collectability exists. Expenditure is accounted for on their accrual.

Sale of goods:

Revenue from sale of goods is recognized when all the significant risks and rewards of ownership of the goods have been passed to the buyer, usually on delivery of the goods. The company collects Goods & Service Taxes (GST) on behalf of the government and, therefore, these are not economic benefits flowing to the company. Hence, they are excluded from revenue.

Interest:

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "other income" in the statement of profit and loss.

L.J. INTERNATIONAL LIMITED, CHENNAI

NOTES ON ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2019

Dividends:

Dividend income is recognized when the company's right to receive dividend is established by the reporting date.

f) Employee Benefits :

Gratuity liability, which is a defined benefit scheme and provision for leave encashment is accrued and provided for on the basis of independent actuarial valuation based on projected unit credit method made at the end of each financial year. Actuarial gains and losses are recognised in the Statement of profit and loss and are not deferred.

Retirement benefits in the form of Provident Fund, Family Pension Fund and Superannuation Schemes, which are defined contribution schemes, are charged to the Statement of profit and loss of the year when the contribution to the respective funds accrue.

g) Foreign Currency Transactions :

Foreign Currency Transactions are accounted for at the exchange rates prevailing at the date of the transaction. The company uses foreign exchange forward contracts to hedge its exposure to movements in foreign exchange rates and the resultant gain or loss is dealt with in the Statement of Profit & Loss on completion of the transaction. Monetary items denominated in foreign currency and outstanding at the Balance sheet date are converted at the year end exchange rate and the resultant gain or loss is dealt with in the Statement of Profit and Loss.

h) Government Grants

Subsidies from government in respect of fixed assets are deducted from the cost of respective assets as and when they accrue. Subsidies related to revenue are recognised into the Statement of Profit and Loss to match them with the related costs which they are intended to compensate.

h) Taxes on Income

Provision for Income-Tax is made for both current and deferred tax. Provision for current income tax is made on the assessable income at the tax rate applicable to the relevant assessment year. Deferred tax is accounted for by computing the tax effect of the timing difference which arise during the year and reverse out in the subsequent periods. Deferred tax is calculated at the tax rates substantively enacted by the Balance Sheet date. Deferred tax assets are recognized only if there is a virtual certainty that they will be realized.

i) Earnings per share

Basic Earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes, if any) by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

j) Impairment of Assets

The Company reviews the carrying amounts of its assets for any possible impairment at each balance sheet date. An impairment loss is recognized when the carrying amount of an asset exceeds its recoverable amount and the impairment loss, if any, is recognized in the Statement of Profit and Loss.

L.J. INTERNATIONAL LIMITED, CHENNAI

NOTES ON ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2019

k) Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets are capitalised as part of the cost of the assets.

Other borrowing costs are recognised as expense as and when incurred.

l) Provisions

A Provision is recognized when the company has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to their present value and determined based on the best estimate required to settle the obligation at the reporting date. These estimate are reviews at each reporting date and adjusted to reflect the current best estimates.

Where the company expects some or all provision to be reimbursed, for example under an insurance contract, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the statement of profit and loss net of any reimbursement

m) Contingent liabilities

A Contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The company does not recognize a contingent liability but discloses its existence in the financial statements.

Contingent Assets are neither recognised nor disclosed.

n) Dividend:

Final Dividends on shares are recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors

o) Cash Flow Statement:

Cash Flow Statement is prepared segregating, the cash flow in operating, investing and financing activities. Cash flow from operating activities is reported using indirect method. Under the indirect method, the net profit is adjusted for the effects of

- (i) Transactions of non-cash nature.
- (ii) Any deferrals or accruals of past or future operating cash receipts or payments and
- (iii) Items of income or expense associated with investing or financing cashflows.

Cash and cash equivalents (including bank balances) are reflected as such in Cash Flow Statement.

L.J. INTERNATIONAL LIMITED, CHENNAI

NOTES FORMING PART OF BALANCE SHEET AS AT 31ST MARCH, 2019

	31.03.2019	31.03.2018
	₹	₹
NOTE: 2		
SHARE CAPITAL		
a. AUTHORIZED		
6,00,000 Equity Shares of ₹ 10 each	60,00,000	60,00,000
1,00,000 Preference Shares of ₹ 10 each	10,00,000	10,00,000
	70,00,000	70,00,000
b. ISSUED, SUBSCRIBED & PAID UP		
5,40,000 Equity Shares of ₹ 10 each	54,00,000	54,00,000
c. Number of shares at the beginning of the year	5,40,000	5,40,000
Add/(Less) shares issued /buyback etc	Nil	Nil
Number of shares at the end of reporting period	5,40,000	5,40,000
d. Details of shareholders holding more than 5% of equity shares		
Name of the shareholder	31.03.2019	31.03.2018
	No of shares held	No of shares held
	% of holding	% of holding
Mr.Dilip Thomas	1,16,708	1,16,708
A.V.Thomas Investments Co. Ltd.	1,03,760	1,03,760
A.V.Thomas International Ltd.	1,01,841	91,591
A.V.Thomas & Co. Ltd.	32,200	32,200
	3,54,509	3,44,259
	65.64	63.74
e. No Bonus shares / Buy back of shares in the immediately preceeding 5 years.		
f. The Company has only one class of shares which is equity shares. Each holder of equity shares is entitled for one vote in proportion to the number of shares held.		
g. Shares reserved under option and contract/commitments for sale of shares/disinvestment - Nil (Nil)		
h. The aggregate value of calls unpaid (including Directors and Officers of the Company) - Nil (Nil)		

L.J. INTERNATIONAL LIMITED, CHENNAI

NOTES FORMING PART OF BALANCE SHEET AS AT 31ST MARCH, 2019 (Contd.)

	31.03.2019	31.03.2018
	₹	₹
NOTE: 3		
RESERVES AND SURPLUS		
GENERAL RESERVE		
As per last Balance Sheet	20,55,31,199	
Add: Transfer from Statement of Profit and Loss	<u>Nil</u>	
	20,55,31,199	20,55,31,199
SURPLUS		
Profit/(Loss) for the period	(51,18,510)	(62,83,713)
Add: Surplus/(Deficit) brought forward from previous years	<u>(2,20,22,719)</u>	<u>(1,57,39,006)</u>
	<u>(2,71,41,229)</u>	<u>(2,20,22,719)</u>
Net Surplus in the Statement of Profit and Loss	<u>(2,71,41,229)</u>	<u>(2,20,22,719)</u>
	<u>17,83,89,969</u>	<u>18,35,08,480</u>
NOTE: 4		
NON-CURRENT LIABILITIES:		
Repayable in 59 monthly instalments starting from September 2014 (Last instalment July 2019). Interest rate 10.50% per annum.	Nil	2,73,042
No loans have been guaranteed by Directors or Others. Period and amount of continuous default as on 31.03.2019 - Nil	<u>Nil</u>	<u>2,73,042</u>
Long Term Provisions		
Provision for Employee benefits (Refer Note No.29)		
Provision for Gratuity	5,79,884	8,34,457
Provision for Leave Encashment	18,08,496	17,11,289
	<u>23,88,380</u>	<u>25,45,746</u>
	<u>23,88,380</u>	<u>28,18,788</u>

L.J. INTERNATIONAL LIMITED, CHENNAI

NOTES FORMING PART OF BALANCE SHEET AS AT 31ST MARCH, 2019 (Contd.)

	31.03.2019	31.03.2018
	₹	₹
NOTE: 5		
CURRENT LIABILITIES:		
(a) Short Term Borrowings		
From Banks - Secured		
Over Draft	Nil	67,46,216
Secured against Equitable Mortgage of Land and Building at Sholinganallur & Land at Semmencherry and hypothecation of inventories and book debts.		
No loans have been guaranteed by Directors or Others.		
Period and amount of default as on 31.03.2019 - Nil	Nil	67,46,216
(b) Trade payables (Refer Note No:30 for details of dues to micro and small enterprises)		
(i) Total outstanding dues to Micro Enterprises and Small Enterprises and	Nil	Nil
(ii) Total outstanding dues of creditors other than to Micro Enterprises and Small Enterprises	1,10,55,025	94,81,436
	1,10,55,025	94,81,436
(c) Other current liabilities		
Investor Education and Protection Fund		
- Unclaimed Dividend	15,06,488	17,77,613
- Term Loan - Current maturities of long term debts (Refer Note 4)	71,870	7,42,101
- Other current liabilities	7,48,113	7,96,088
	23,26,471	33,15,802
(d) Short Term Provisions		
Provision for Employee benefits:		
Provision for Gratuity	1,64,281	2,45,980
Provision for Leave Encashment	8,83,363	7,90,819
Provision for bonus	8,64,360	7,23,230
Other provisions		
Provision for Taxation	40,07,900	40,07,900
	59,19,904	57,67,929

L.J. INTERNATIONAL LIMITED, CHENNAI

NOTES FORMING PART OF BALANCE SHEET AS AT 31ST MARCH 2019 (Contd.)

**NOTE : 6
FIXED ASSETS - TANGIBLE ASSETS**

Description	GROSS BLOCK			DEPRECIATION			NET BLOCK			
	As at 1.4.2018 ₹	Additions ₹	Deletions ₹	As at 31.3.2019 ₹	Up to 1.4.2018 ₹	For the Year ₹	Withdrawn ₹	Up to 31.3.2019 ₹	As at 31.3.2019 ₹	As at 31.3.2018 ₹
Land and Development :										
Freehold	84,87,104	Nil	Nil	84,87,104	Nil	Nil	Nil	Nil	84,87,104	84,87,104
Leasehold	32,40,000	Nil	Nil	32,40,000	4,78,842	36,834	Nil	5,15,676	27,24,324	27,61,158
Buildings										
Freehold	26,82,193	Nil	Nil	26,82,193	20,10,492	88,318	Nil	20,98,809	5,83,384	6,71,702
Leasehold	2,19,61,274	Nil	Nil	2,19,61,274	1,72,36,413	4,22,876	Nil	1,76,59,289	43,01,985	47,24,860
Plant & Machinery	5,52,94,726	67,70,826	1,03,360	6,19,62,192	5,03,09,749	23,79,779	1,03,360	5,25,86,169	93,76,024	49,84,977
Furniture & Fixtures	26,49,573	19,492	Nil	26,69,065	25,09,103	27,510	Nil	25,36,613	1,32,452	1,40,470
Motor Vehicles	1,49,82,635	Nil	58,331	1,49,24,304	1,14,07,524	11,01,931	57,664	1,24,51,791	24,72,513	35,75,111
	10,92,97,505	67,90,318	1,61,691	11,59,26,132	8,39,52,122	40,57,248	1,61,024	8,78,48,346	2,80,77,786	2,53,45,383
PREVIOUS YEAR	11,14,98,443	9,52,568	31,53,506	10,92,97,505	8,27,06,712	38,97,431	26,52,021	8,39,52,122	2,53,45,383	2,87,91,731

L.J. INTERNATIONAL LIMITED, CHENNAI

NOTES FORMING PART OF BALANCE SHEET AS AT 31ST MARCH 2019 (Contd.)

NOTE : 7

NON CURRENT INVESTMENTS :

Description	Balance as on 1.4.2018		Additions		Deductions		Balance as on 31.3.2019	
	No. of shares/units	Amount ₹	No. of shares/units	Amount ₹	No. of shares/units	Amount ₹	No. of shares/units	Amount ₹
LONG TERM - AT COST EQUITY SHARES OF:								
Hirsel Nutrition Pvt. Ltd.	5 286	50,00,004					5 286	50,00,004
Less: Provision for diminution in value of investments						50,00,000		50,00,000
						50,00,000		4
AVR Edge Networks Pvt. Ltd. **	1 26 330	2,26,57,912					1 26 330	2,26,57,912
The Rajagiri Rubber & Produce Co. Ltd.	555	2,96,185	12 645	79,66,908			13 200	82,63,093
The Highland Produce Co. Ltd.	100	18,000					100	18,000
A V Thomas International Ltd.	634	3,99,140	194	2,24,881			828	6,24,021
Carried Over		2,83,71,241		81,91,789		50,00,000		3,15,63,030

L.J. INTERNATIONAL LIMITED, CHENNAI

NOTES FORMING PART OF BALANCE SHEET AS AT 31ST MARCH 2019 (Contd.)

NOTE : 7

NON CURRENT INVESTMENTS (Contd):

Description	Balance as on 1.4.2018		Additions		Deductions		Balance as on 31.3.2019	
	No. of shares/units	Amount ₹	No. of shares/units	Amount ₹	No. of shares/units	Amount ₹	No. of shares/units	Amount ₹
Brought forward		2,83,71,241		81,91,789		50,00,000		3,15,63,030
PREFERENCE SHARES								
Preference Shares of AVR Edge Networks ** Pvt. Ltd.	99 580	2,35,00,000					99 580	2,35,00,000
		<u>2,35,00,000</u>						<u>2,35,00,000</u>
IMMOVABLE PROPERTIES								
Land and Buildings (Including Fixtures)		2,59,15,367						2,59,15,367
Less: Depreciation		<u>74,12,249</u>						<u>78,50,277</u>
		1,85,03,118						1,80,65,090
		<u>7,03,74,359</u>		<u>81,91,789</u>		<u>50,00,000</u>		<u>7,31,28,120</u>

	31.03.2019	31.3.2018
Aggregate amount of quoted investments	Nil	Nil
Aggregate amount of unquoted investments	5,50,63,030	5,18,71,241
Less : Diminution in value of unquoted investments	50,00,000	Nil
Aggregate amount of immovable properties	5,00,63,030	5,18,71,241
Total	2,59,15,367	2,59,15,367
Aggregate depreciation of immovable properties	7,59,78,397	7,77,86,608
	<u>78,50,277</u>	<u>74,12,249</u>
	<u>6,81,28,120</u>	<u>7,03,74,359</u>

** The Face Value of the shares was changed from ₹100 to ₹10
Face Value of Equity shares is Rs.10/- each fully paid up, except for those shares where face value is separately mentioned.

L.J. INTERNATIONAL LIMITED, CHENNAI

NOTES FORMING PART OF BALANCE SHEET AS AT 31ST MARCH 2019 (Contd.)

**NOTE : 8
CURRENT INVESTMENTS :**

Description	Balance as on 1.4.2018		Additions		Deductions		Balance as on 31.3.2019	
	No. of shares/units	Amount ₹	No. of shares/units	Amount ₹	No. of shares/units	Amount ₹	No. of shares/units	Amount ₹
SHORT TERM - AT LOWER OF COST AND FAIR VALUE								
1. ICICI Prudential Equity Arbitrage Fund - Regular Dividend	1 10 203	15 09 791					1 10 203	15 09 791
2. Franklin India Credit Risk - Growth (Formerly Templeton India Corporate Bond Opportunities Fund - Growth)	1 92 758	25 00 000					1 92 758	25 00 000
3. Franklin India Ultra Short Bond Fund Super Institutional Daily Dividend	1 31 876	13 29 018	7 861	79 580			1 39 737	14 08 598
4. Reliance Low Duration Fund-Daily Dividend (Erstwhile Reliance Money Manager Fund - Daily Dividend)	709	7 14 860	38	37 352			747	7 52 212
5. IDFC Cash Fund -Daily Dividend			8 945	89 54 793	999	10 00 000	7 946	79 54 793
6. ASK Real Estate Special Opportunities Fund II	50	50 00 000	20	20 00 000			70	70 00 000
Less: Provision for diminution in value of Investment								- 8 739
TOTAL		<u>1 10 53 669</u>		<u>1 10 71 725</u>		<u>10 00 000</u>		<u>2 11 16 655</u>

Aggregate amount of quoted investments	31.03.2019	31.03.2018
(Market value of the quoted investments - Rs.2,23,95,575 Previous year - Rs.1,20,25,244)	2,11,25,394	1,10,53,669
Aggregate amount of unquoted investments		
Less: Provision for diminution in investment	NIL	NIL
TOTAL	<u>2,11,16,655</u>	<u>1,10,53,669</u>

L.J. INTERNATIONAL LIMITED, CHENNAI

NOTES FORMING PART OF BALANCE SHEET AS AT 31ST MARCH, 2019 (Contd.)

	31.03.2019 ₹	31.03.2018 ₹
NOTE: 9		
LONG TERM LOANS AND ADVANCES		
Considered good - Unsecured		
Advances recoverable in cash or in kind or for value to be received	2,08,690	74,206
NOTE: 10		
INVENTORIES: (Value of Lower of cost and Net realisable value)		
Stores and Spares	48,40,526	48,54,741
Live Plants	34,10,435	20,65,406
Traded Goods:		
Live Plants	52,53,305	35,90,216
Seeds	46,365	34,794
Other Materials	4,80,485	5,68,324
Material in Transit	NIL	22,453
	1,40,31,117	1,11,35,934
NOTE: 11		
TRADE RECEIVABLES		
(a) Trade receivable outstanding for more than six months from the date they become due for payment:		
Unsecured Considered good	Nil	Nil
Unsecured Considered doubtful	Nil	2,14,373
Less: Allowances for bad & doubtful debts	Nil	2,14,373
	Nil	Nil
(b) Trade receivable (others)		
Unsecured Considered good	1,68,03,880	1,51,96,784
	1,68,03,880	1,51,96,784
NOTE: 12		
CASH & CASH EQUIVALENT		
Cash and Stamps on Hand	1,67,898	2,03,805
Balances with Banks		
- In Current Account	13,45,360	14,53,929
- In Deposit Account	3,75,00,000	5,00,00,000
	3,90,13,258	5,16,57,734
Balances with Banks		
- In Dividend Account	15,06,488	17,77,613
- In Margin Money Deposit for Issue of Guarantee	50,000	82,00,000
	15,56,488	99,77,613
	4,05,69,746	6,16,35,347
Bank deposits with more than 12 months maturity	50,000	2,00,000
NOTE: 13		
SHORT TERM LOANS & ADVANCES:		
Considered good - Unsecured		
Advances recoverable in cash or in kind or for value to be received	18,19,319	34,45,345
Prepaid Expenses	5,39,209	
Input Tax Receivable	25,71,501	15,99,884
Tax payments pending adjustment	33,28,001	45,72,760
	82,58,030	96,17,989

L.J. INTERNATIONAL LIMITED, CHENNAI

NOTES FORMING PART OF STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2019

	31.03.2019	31.03.2018
	₹	₹
NOTE: 14		
REVENUE FROM OPERATIONS		
Sales - Plants	11,03,11,423	8,53,59,822
Less: Duty on DTA Sales	(3,23,808)	(71,791)
Sales - Traded Goods		
Plants	20,33,420	1,24,35,171
Seeds	10,49,204	6,24,446
Other Materials	15,78,158	14,54,702
Other Operating revenue	55,84,616	10,09,468
	12,02,33,013	10,08,11,818
NOTE: 15		
OTHER INCOME		
Interest income on:		
(i) Bank deposits	33,61,104	35,05,354
(ii) Others	2,92,205	2,71,550
Income from Investments	2,51,325	1,64,637
Insurance Claim Accrued	9,28,273	Nil
Profit on Sale/redemption of Investments	Nil	26,78,343
Profit on Sale of Assets	5,904	3,09,423
Write back of Provision for diminution in value of investments	Nil	16,60,428
Exchange fluctuation	4,84,880	13,59,346
Miscellaneous Receipts	2,22,744	3,87,602
	55,46,436	1,03,36,683
NOTE: 16		
COST OF MATERIAL CONSUMED:		
Consumption of Plants, Chemicals and Stores & Spares	1,16,74,125	1,10,81,410
NOTE: 17		
CHANGES IN INVENTORIES		
(INCREASE) / DECREASE IN STOCK		
TISSUE CULTURE - Live Plants		
Opening Stock	20,65,406	21,11,998
Closing Stock	34,10,435	20,65,406
	(13,45,029)	46,592
Traded Plants		
Opening Stock	35,90,216	21,87,652
Closing Stock	52,53,305	35,90,216
	(16,63,090)	(14,02,564)
Seeds		
Opening Stock	34,794	31,632
Closing Stock	46,365	34,794
	(11,572)	(3,162)
Other Materials		
Opening Stock	5,68,324	6,70,989
Closing Stock	4,80,485	5,68,324
	87,839	1,02,665
	(29,31,852)	(12,56,468)

L.J. INTERNATIONAL LIMITED, CHENNAI

**NOTES FORMING PART OF STATEMENT OF PROFIT AND LOSS
FOR THE YEAR ENDED 31ST MARCH, 2019 (Contd.)**

	31.03.2019	31.03.2018
	₹	₹
NOTE: 18		
EMPLOYEE BENEFIT EXPENSES		
Salaries, Wages and Bonus	5,34,94,903	4,93,33,499
Contribution to Provident & other Funds	50,78,365	63,50,092
Provision for Gratuity	(3,36,272)	(12,51,733)
Provision for Leave Encashment	1,89,751	(1,33,127)
Welfare Expenses	19,60,715	19,05,848
	6,03,87,462	5,62,04,579
NOTE: 19		
OTHER EXPENDITURE		
Rent	19,08,742	16,94,118
Rates and Taxes	2,39,773	2,06,688
Insurance	5,22,539	5,67,336
Printing & Stationery	4,48,269	4,67,874
Postages and Telephones	2,86,229	4,01,635
Travelling and Conveyance	17,82,875	22,76,471
Freight and Transport	79,61,057	79,95,999
Power, Fuel and Water	82,59,457	85,25,781
Directors' Sitting Fees	91,000	1,68,000
Remuneration to Auditors:		
For Audit	5,00,000	5,00,000
For Certification/Tax Audit	3,05,000	2,25,000
For Tax Representation	1,60,000	1,60,000
For Travelling and Other Expenses	1,15,000	1,15,000
For Service Tax	NIL	750
Repairs and Maintenance:		
Buildings	20,44,702	19,49,740
Machinery	28,62,017	6,52,201
Vehicles	17,46,424	20,35,699
Others	27,63,162	23,99,592
Provision for diminution in value of investments	50,08,739	Nil
Legal & Professional Charges	3,47,319	28,80,321
Provision for bad and doubtful debts	NIL	2,14,373
Loss on Liquidation of Associate	NIL	16,60,428
Bad Debts written off	NIL	44,505
Miscellaneous Expenses	31,34,886	19,87,908
	4,04,87,190	3,71,29,419
NOTE: 20		
FINANCE COST		
Interest Expense	4,54,409	5,09,075
	4,54,409	5,09,075

L.J. INTERNATIONAL LIMITED, CHENNAI

NOTES ON ACCOUNTS FOR THE YEAR ENDED 31st MARCH 2019 (Contd.)

NOTE - 21

Stores and Spares Consumed:

	Year Ended 31.03.2019		Year Ended 31.03.2018	
	₹	%	₹	%
a) Imported	42,50,058	36.41	38,73,362	34.95
b) Indigenous	74,24,067	63.59	72,08,048	65.05
	1,16,74,125	100.00	1,10,81,410	100.00

NOTE - 22

Earnings Per Share (EPS)

The following reflects the profit and share data used in the basic EPS computation:

	31.03.2019 ₹	31.03.2018 ₹
Profit/(Loss) after tax	(51,18,510)	(62,83,713)
Net profit/(Loss) for calculation of Basic EPS	(51,18,510)	(62,83,713)
Net Profit as above - Net profit for calculation of diluted EPS	(51,18,510)	(62,83,713)
Number of equity shares in calculating EPS	5,40,000	5,40,000
Basic EPS	(9.48)	(11.64)
Diluted EPS	(9.48)	(11.64)

NOTE - 23

Earnings in Foreign Exchange

FOB Value of Exports	8,04,20,229	7,48,06,802
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NOTE - 24

Expenditure in Foreign Exchange:

Travelling	91,079	4,56,675
Plants	74,56,676	47,24,238
Seeds	5,58,749	3,18,390
Total	81,06,504	54,99,303

NOTE - 25

CIF Value of Imports:

Stores and Chemicals	31,47,788	31,34,498
Total	31,47,788	31,34,498

NOTE - 26

Contingent Liability:

a. Contracts remaining to be executed on Capital Account	NIL	12,000
b. The retrospective effect from 01.04.2014 of the operations and implementations of the Payment of Bonus (Amendment) Act, 2015 has been stayed by the Honourable High Court of Madras. Considering the same, the Company has not provided for the additional liability.		

L.J. INTERNATIONAL LIMITED, CHENNAI

NOTES ON ACCOUNTS FOR THE YEAR ENDED 31st MARCH 2019 (Contd.)

NOTE - 27

The Operations of the company relates to Tissue Culture of Live Plants which is the only business segment and therefore no separate reporting is made.

NOTE - 28

RELATED PARTY TRANSACTIONS:

Following associate companies are related to the Company on account of common control through Constitution of Board / Shareholdings:

A V Thomas & Company Limited
 A V Thomas International Limited
 A V Thomas Investments Company Ltd
 Dalp Holdings Singapore Pte Ltd*
 AVT Holdings Private Limited
 Doors and More Wood Products Ltd
 Dalp Benevolent Trust
 AVR Edge Networks Private Ltd

The Highland Produce Company Limited
 The Rajagiri Rubber & Produce Co Ltd
 Dalp Trading & Manufacturing Limited
 A V Thomas Leather & Allied Products Pvt Ltd
 A V Thomas Exports Limited
 Rajagiri Impex Ltd
 J Thomas Educational and Benevolent Trust

* The company is under the process of liquidation

Key Management Personnel: **Mr.Dilip Thomas**, Chairman

Particulars	Associates		Key Management Personnel (Including Relatives)	
	31.03.2019 ₹	31.03.2018 ₹	31.03.2019 ₹	31.03.2018 ₹
INCOME:				
Sales	73,28,700	14,27,523		
EXPENDITURE:				
Rent	24,000	24,000		
C & F charges	85,90,535	86,86,793		
Purchases	45,76,055	10,29,406		
Sitting Fees			42,000	1,19,000
Remuneration			2,50,000	3,79,800
Sale of Plants			39,710	Nil
Dividend	Nil	Nil	Nil	Nil
Common Utility Charges	60,000	60,000		
Purchase of Investments	81,91,789	1,18,13,237		
BALANCE:				
Debit balances	Nil	Nil		
Credit balances	30,17,215	31,94,292		

L.J. INTERNATIONAL LIMITED, CHENNAI

NOTES ON ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2019 (Contd.)

NOTE : 29

Employee Benefits:

The Company has adopted the Accounting Standard (AS)-15 (Revised) on "Employee Benefits" with effect from 1st April 2007

i) Defined Benefit Plans:

a) Description of the Company's defined benefit plan:

i) Gratuity Scheme:

This is a funded defined benefit plan for qualifying employees for which, the Company makes contribution to the Gratuity Fund managed by the Life Insurance Corporation of India. The scheme provides for a lumpsum payment to vested employees at retirement, death while in employment or on termination of employment. Vesting occurs upon completion of five years of service.

ii) Leave Encashment:

The company also operates a non funded leave encashment scheme for its employees.

b) Reconciliation of changes in the Present Value of Obligation:

	31.03.2019		31.03.2018	
	Gratuity Funded ₹	Leave Encashment Non Funded ₹	Gratuity Funded ₹	Leave Encashment Non Funded ₹
Present Value of the Obligation as on 01.04.2018	1,32,49,729	25,02,108	1,15,67,328	26,05,074
Current Service Cost	6,57,209	3,05,255	5,78,192	2,97,729
Interest Cost	9,70,767	1,44,730	8,38,481	1,52,958
Benefits Paid	(6,12,348)	(11,44,757)	(1,62,585)	(10,19,516)
Actuarial loss / (gain)	(80,851)	8,84,523	4,28,313	4,65,863
Present Value of Obligation as on 31.3.2019	1,41,84,506	26,91,859	1,32,49,729	25,02,108

c) Reconciliation of changes in the fair value of Plan Assets:

Fair Value of Plan Assets as on 01.04.2018	1,21,69,293	Nil	92,35,159	Nil
Expected return on plan assets	9,24,253	Nil	8,48,898	Nil
Contributions by Employer	9,20,508	11,44,757	22,71,606	10,19,516
Benefits Paid	(6,12,348)	(11,44,757)	(1,62,585)	(10,19,516)
Actuarial gain / (loss)	38,636	Nil	(23,785)	Nil
Fair Value of Plan Assets as on 31.03.2018	1,34,40,342	Nil	1,21,69,293	Nil

d) The total expense recognised in the statement of profit and loss is as follows:

Current Service Cost	6,57,209	3,05,255	5,78,192	2,97,729
Interest Cost	9,70,767	1,44,730	8,38,481	1,52,958
Expected return on plan assets	(9,24,253)	N.A	(8,48,898)	N.A
Net Actuarial (gain) / loss recognised in the year	(1,19,487)	8,84,523	4,52,098	4,65,863
	5,84,236	13,34,508	10,19,873	9,16,550

L.J. INTERNATIONAL LIMITED, CHENNAI

NOTES ON ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2019 (Contd.)

NOTE : 29 (Contd.)

Employee Benefits: (Contd.)

	31.03.2019		31.03.2018	
	Gratuity Funded ₹	Leave Encashment Non Funded ₹	Gratuity Funded ₹	Leave Encashment Non Funded ₹
e) Reconciliation of Net Liability recognised on the Balance Sheet:				
Net Liability as at the beginning of the year	10,80,436	25,02,108	23,32,169	26,05,074
Add: Expense as (d) above	5,84,236	13,34,508	10,19,873	9,16,550
Less: Employers Contribution / Payment	9,20,508	11,44,757	22,71,606	10,19,516
Net Liability as at the end of the year	<u>7,44,164</u>	<u>26,91,859</u>	<u>10,80,436</u>	<u>25,02,108</u>
f) Constitution of Plan Assets:				
Investments in LIC Group Gratuity Scheme	<u>1,34,40,342</u>	N.A.	<u>1,21,69,293</u>	N.A.
g) Principal actuarial assumptions used as at the Balance Sheet date:				
Discount Rate	7.29%	7.29%	7.50%	7.50%
Salary Escalation Rate	7.00%	7.00%	7.00%	7.00%
Attrition Rate	10.00%	10.00%	10.00%	10.00%
Expected rate of return on plan assets	7.50%	NA	7.50%	NA

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors such as demand and supply in the employment market.

	31.03.2019	31.03.2018	31.03.2017	31.03.2016	31.03.2015
Gratuity Funded Plan					
Defined Benefit Obligation	1,41,84,506	1,32,49,729	1,15,67,328	1,30,88,010	1,22,39,938
Plan Assets	1,34,40,342	1,21,69,293	92,35,159	1,23,53,371	1,14,55,869
Surplus / (Deficit)	(7,44,164)	(10,80,436)	(23,32,169)	(7,34,639)	(7,84,069)
Experience adjustment - Plan Liability	2,19,305	(5,58,053)	(16,60,126)	3,82,837	1,13,084
Experience adjustment - Plan Assets	38,636	(23,785)	2,901	(76,217)	2,366

The Company expects to fund Rs.5 Lakhs towards its gratuity plan during the year 2019-20.

- i) Defined Contribution Plans:
The Company makes contribution towards employees' provident fund, family pension fund, superannuation fund and employees' state insurance scheme. Under the rules of these schemes, the Company is required to contribute a specified percentage of payroll costs. The Company during the year recognised Rs. 41,26,865 as expenses towards contribution to these plans.

L.J. INTERNATIONAL LIMITED, CHENNAI

NOTES ON ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2019 (Contd.)

NOTE - 30

Total outstanding to Micro and Small Enterprises (SMEs)

Year ended
31-03-2019

Year ended
31-03-2018

The information regarding dues to Micro, Small and Medium Enterprises as required under Micro, Small & Medium Enterprise Development (MSMED) Act, 2006 as on 31st March 2019 is furnished below:

(a) The Principal amount and the interest due there on remaining unpaid to any supplier as at the end of the accounting year		
(i) Principal due to Micro & Small Enterprise	Nil	Nil
(ii) Principal due to Medium Enterprise	Nil	Nil
(iii) Interest	Nil	Nil
(b) The amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	Nil	Nil
(c) The amount of interest due and payable for the period (Where the principal has been paid but interest under the MSMED Act, 2006 not paid)	Nil	Nil
(d) The amount of interest accrued and remaining unpaid at the end of the accounting year	Nil	Nil
(e) The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23.	Nil	Nil

NOTE - 31

Exit Offer from Dissemination Board of NSE

The Board of Directors of the Company along with its Promoters, decided in its meeting held on 24th February, 2017 to provide Exit Offer to the existing public shareholders. The Exit Offer period concluded on 23rd October 2018.

In this regard the Promoters of the Company, has acquired 47,413 number of public shares from the share holders which constitutes to 8.78 % of the total share capital.

PARTICIPATION AS A PROMOTER - IN EXIT OFFERS

The Board of Directors of the company in its meeting held on 24th February, 2017, has decided to participate as promoter in the Exit Offer of certain Group Companies namely, The Highland Produce Company Limited The Rajagiri Rubber and Produce Company Limited and A.V.Thomas International Limited. The exit offer of the group companies concluded on 23rd October 2018. The company had given a Bank Gaurantee to the National Stock Exchange Limited, which was released subsequent to the closure of Exit offer.

L.J. INTERNATIONAL LIMITED, CHENNAI

NOTES ON ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2019 (Contd.)

NOTE - 32

Accounting for Tax on Income:

The impact of deferred tax on income for the year is considered not material and hence not recognised

NOTE - 33

Figures for the previous year are regrouped wherever considered necessary.

Vide our report of even date attached
For SURI & CO.

Chartered Accountants
Firm Regn.No.004283S

G. RENGARAJAN
Partner

Membership No. 219922

Chennai,
01.08.2019

For and on behalf of the Board

DILIP THOMAS
Chairman

K. SURESH
Director

L.J. INTERNATIONAL LIMITED, CHENNAI

**STATISTICS OF PROFITS, PROVISIONS, DIVIDENDS ETC.
(For the last 10 years)**

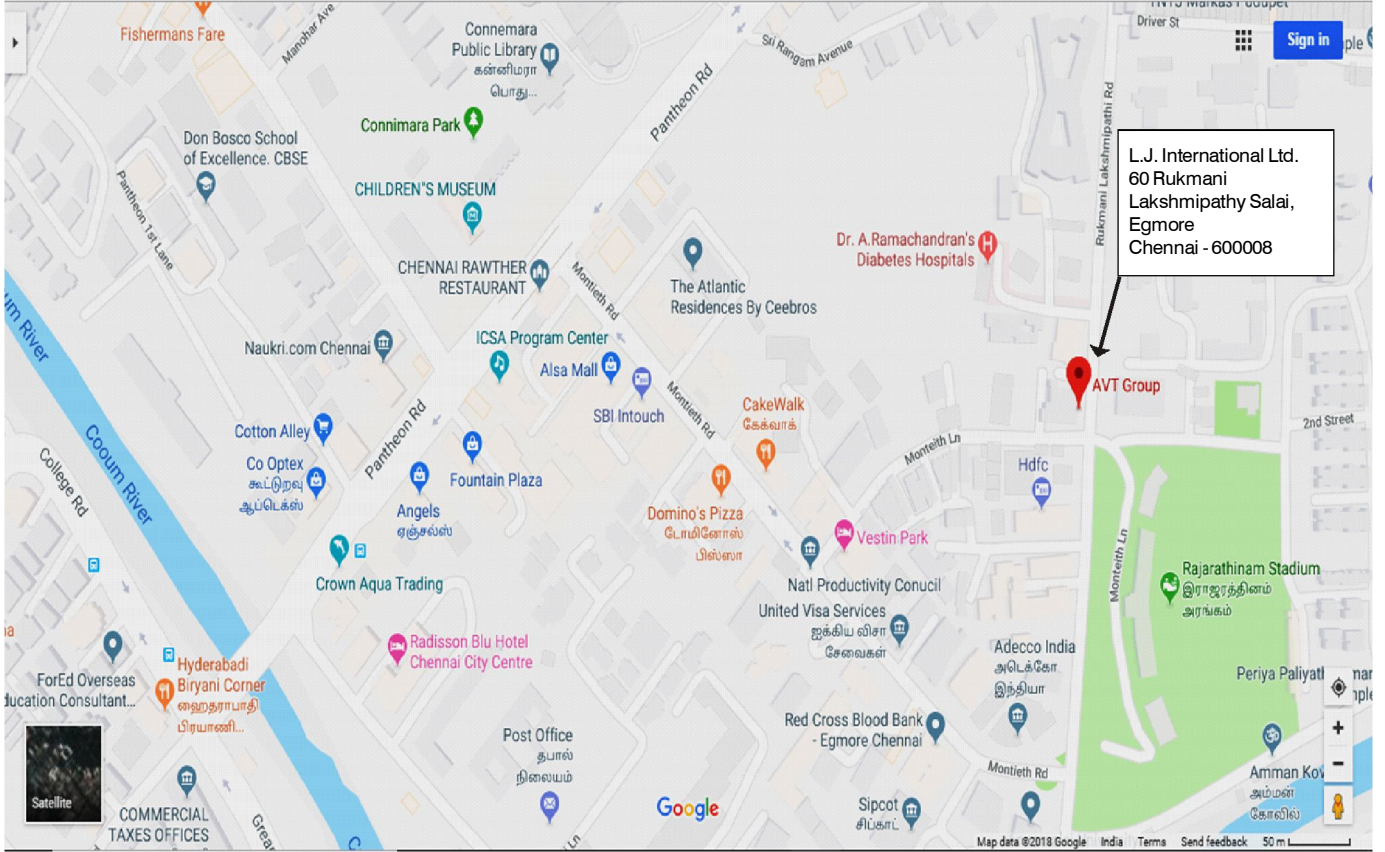
Season	Net Profit/(Loss) after taxation ₹.	Provision for		Allocation to Reserve Funds ₹.	Dividends on Equity shares	
		Depreciation ₹.	Taxation ₹.		₹.	%
2009/2010	55,66,193	50,00,993	30,00,000	25,00,000	27,00,000	50
2010/2011	11,49,271	45,07,132	6,00,000	1,50,000	27,00,000	50
2011/2012	1,08,14,672	44,26,854	46,00,000	1,00,00,000	54,00,000	100
2012/2013	28,43,838	40,16,015	16,00,000	3,00,000	27,00,000	50
2013/2014	1,56,94,368	38,86,616	59,00,000	1,00,00,000	54,00,000	100
2014/2015	(25,14,779)	69,84,191	21,00,000	Nil	5,40,000	10
2015/2016	(84,69,766)	61,05,052	Nil	Nil	Nil	Nil
2016/2017	(1,28,03,240)	55,91,990	Nil	Nil	Nil	Nil
2017/2018	(62,83,713)	43,58,513	Nil	Nil	Nil	Nil
2018/2019	(51,18,510)	44,95,276	Nil	Nil	Nil	Nil

L.J. INTERNATIONAL LIMITED

CIN: U01131TN1943PLC002723

NO. 60, RUKMANI LAKSHMIPATHI SALAI, EGMORE, CHENNAI-600008

ROUTE MAP



L.J. INTERNATIONAL LIMITED

CIN: U01131TN1943PLC002723

NO. 60, RUKMANI LAKSHMIPATHI SALAI, EGMORE, CHENNAI-600008

**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]

Corporate Identity Number (CIN) : U01131TN1943PLC002723
Name of the Company : L.J. INTERNATIONAL LIMITED
Registered Office : No.60, Rukmani Lakshmi pathi Salai, Egmore,
Chennai - 600008

Name of the member (s) :
Registered address :
E-mail Id :
Folio No/ Client Id :
DP ID :

I/We, being the member (s) holding shares of the above named company, hereby appoint

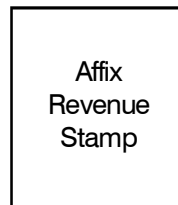
- 1. Name :
Address :
E-mail Id :
Signature : or failing him
- 2. Name :
Address :
E-mail Id :
Signature : or failing him
- 3. Name :
Address :
E-mail Id :
Signature :

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 76th Annual General Meeting of the Company, to be held on Thursday, the 26th September, 2019, at 10:30 A.M. at its Registered Office at No.60, Rukmani Lakshmi pathi Salai, Egmore, Chennai – 600008 and at any adjournment thereof in respect of such resolutions as are indicated overleaf:

Signed this..... day of 2019

Signature of shareholder

Signature of Proxy holder(s)



Note : This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

Resolution Number	Resolution
Ordinary Business	
1.	Adoption of Financial Statements for the year ended March 31, 2019
2.	To pass ordinary resolution for Mr. W.D. Nelson, Director who retires by rotation does not seek re-appointment. Hence not re-appointed and vacancy caused be not filled.
Special Business	
3.	Appointment of Mr. K. Suresh, as a Director liable to retire by rotation