

INDO AQUATICS LIMITED



AQUATICS
LIMITED

Regd. Office:

6-3-788/32-35, 502, 5th Floor, Vamsee Estate
Ameerpet, Hyderabad - 500016 Telangana State
Phone: 040 - 2341 0422 Fax: 040 - 2341 0427

TWENTY FOURTH ANNUAL REPORT

2015-2016

INDO AQUATICS LIMITED

24th ANNUAL GENERAL MEETING

Date : 30th September, 2016
Day : Friday
Time : 10.00 A.M.
Place : 502, Vamsee Estate
Ameerpet,
Hyderabad - 500 016
Telangana State

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BOARD OF DIRECTORS

Sri J. BOYI REDDY	Director & Promoter
Sri S. PENCHALAI AH	Independent Director
Sri Y. SHASHIDHAR REDDY	Independent Director
Smt. P. SUKANYA	Independent Director

STATUTORY AUDITORS

M/s Reddy A V & Co.,
Chartered Accountants,
206, Sreenilaya Estates,
Ameerpet,
Hyderabad - 500 016

BANKERS

Canara Bank,
Ameerpet Branch, Hyderabad
Union Bank of India,
Stone house peta, Nellore
SPSR Nellore Dist., Andhra Pradesh

REGD. OFFICE

502, Vamsee Estate
Ameerpet,
Hyderabad - 500 016

REGISTRAR & SHARE TRANSFER AGENT

M/s. Aarathi Consultants Pvt Ltd.,
1-2-285, Domalguda,
Hyderabad - 500029.
Tel.: 91-40-27638111/4445;
Fax: +91-40-27632184
E-mail: info@aarthiconsultants.com

FARM & HATCHERY

Kothakodur & Eduru Villages,
T.P.Gudur Mandal,
SPSR Nellore District,
Andhra Pradesh,

NOTICE

NOTICE is hereby given that the Twenty Fourth Annual General Meeting of the members of Indo Aquatics Limited will be held on Friday, the 30th September, 2016 at 10.00 a.m. at 502, Vamsee Estate, Ameerpet, Hyderabad, Telangana State – 500 016 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet and Profit and Loss Account for the Year ended 31st March, 2016 and the Reports of Directors' and Auditors' thereon.
2. To appoint a Director in the place of Mr. JALADANKI BOYI REDDY (DIN: 01650231) who retires by rotation and who, being eligible, offers himself for reappointment.
3. To ratify appointment of Statutory Auditors at the Annual General Meeting and to fix their remuneration and in this regard 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 139 or any other applicable sections, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014, M/s. REDDY A V & Co., Chartered Accountants, (bearing ICAI Registration No. 003256S), be and are hereby appointed as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting for two Consecutive years, subject to ratification at every Annual General Meeting, on such remuneration as may be determined by the Board of Directors.”

For and on behalf of the
Board of Directors

Sd/-
J.B. REDDY
Director

Place: Hyderabad
Date: 3rd September 2016

NOTES:

1. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to the Special Business to be transacted at the Annual General Meeting is not applicable as there is no special items.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. The instrument appointing proxy should be deposited at the Registered Office of the company not less than forty eight hours before the commencement of the meeting.
3. The Register of Members and Transfer Books of the company will remain closed from 26th September, 2016 to 30th September, 2016 (Both days inclusive).
4. Members desiring any information regarding accounts are requested to write to the company at least seven days in advance of the Annual General Meeting so as to enable the Management to keep the information ready.
5. The Members are requested to bring their copies of the Annual Report to the meeting.
6. The equity shares of the company are listed on the following stock exchanges:
 - a. Kolkata Stock Exchange Ltd.
 - b. Madras Stock Exchange Ltd.

The Listing fee is paid up to date.

7. (a) Members desirous of receiving Notices and/or documents from the Company through the electronic mode are urged to update their email addresses with their Depository Participants, where shares are held in electronic form and to the Share department of the Company / Share Transfer Agents where shares are held in physical form.
- (b) Email Addresses of Members are advised to the Share Department of the Company / Share Transfer Agents where shares are held in physical mode or registered with Depositories where shares are held in the electronic mode will be deemed to be the Member's registered Email address for serving Company documents/notices as per provisions of the Act and the instructions of the Ministry of Corporate Affairs. Members intending to refresh/ update their email addresses should do so as soon as possible.

8. In compliance with provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 the company is pleased to provide members with facility to exercise their votes by electronic means “remote e-voting”. In order to enable its Members, who do not have the access to remote e-voting facility to send their assent or dissent in writing in respect of the resolutions as set out in this Notice, the Company is enclosing a Ballot Form with the Notice. Instructions for Ballot Form are given at the back of the said form and instructions for e-voting are given here in below. Resolution(s) passed by Members through Ballot Forms or e-voting is / are deemed to have been passed as if they have been passed at the AGM. Communication containing detailed instruction in this regards is being sent to the members.

9. Voting through Electronic Means (Remote E-Voting):

1. In compliance with the 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 the members with facility to exercise their right to vote at the 24th Annual General Meeting by electronic means and the business may be transacted through “remote e-voting” services as provided by Central Depository Services Limited (CDSL). The instruction for e-voting is as under:

A. In case a Member receives an email from CDSL {for members whose email IDs are registered with the Company/Depository Participant(s)}:

- i) Open email and open PDF file with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for e-voting. Please note that the password is an initial password.
- ii) Launch internet browser by typing the following URL: <https://www.evoting.cdsl.com/>
- iii) Click on Shareholder – Login.
- iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.
- v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digital characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- v) Home Page of e-voting opens. Click on E-Voting: Active Voting Cycles.
 - vii) Select “EVEN” of Indo Aquatics Limited.
 - viii) Now you are ready for e-voting as Cast Vote page opens.
 - ix) Cast your vote by selecting appropriate option and click on “Submit” and also “Confirm” when prompted. x) Upon confirmation, the message “Vote cast successfully” will be displayed.
 - xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
 - xii) Institutional shareholders (i.e. other than individuals, HUF, NRI, etc) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter, etc together with the attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through email to jbr_reddy2001@yahoo.com with copy marked to evoting@cDSL.co.in.
- B. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participant(s) or requesting physical copy]:**
- i) Initial password will be provided separately:
EVEN (E Voting Event Number) USER ID PASSWORD/PIN
 - ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.
2. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the ‘Downloads’ section of www.evoting.cdsl.com
 3. If you are already registered with CDSL for e-voting then you can use your existing USER ID and Password/Pin for casting your vote.
 4. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
 5. The E-voting period commences on 27th September, 2016 and ends on 29th September, 2016. During this period, the shareholders of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 24th September, 2016, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by

INDO AQUATICS LIMITED

- the shareholder, the shareholder shall not be allowed to change it subsequently.
6. The voting rights of shareholders shall be in proportion to their shares of the paid up equity capital of the Company as on the cut-off date (record date) of 24th September, 2016.
 7. Mr. J.B. Reddy, Director has been appointed as Scrutinizer, to scrutinize the voting & e-voting process (including the Ballot form received from the members who do not have access to the e-voting process) in a fair and transparent manner.
 8. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" / "Poling Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
 9. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than two days of the conclusion of the AGM, 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.
 10. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.indoaquatics.com and on the website of CDSL immediately after the declaration of result by the Chairman or a person authorized by him in writing.

For and on behalf of the
Board of Directors

Sd/-
J.B. REDDY
Director

Place: Hyderabad
Date: 3rd September 2016

INDO AQUATICS LIMITED

DIRECTORS' REPORT

To
The Members,

Your directors are pleased to present the 24th Annual Report and the Audited Accounts for the financial year ended 31st March, 2016.

FINANCIAL RESULTS:

(Rs.in lakhs)

	Current Year 2015-2016	Previous Year 2014-2015
Profit before Interest & Depreciation	32.81	21.45
Less: Interest	0.00	0.00
Profit before Depreciation	32.81	21.45
Less: Depreciation	12.98	13.61
Profit after Depreciation	19.83	7.84
Less: Income Tax & FBT for the Current Year	0.00	0.00
Profit after Tax	19.83	7.84
Balance of profit broughtforward from previous period	-1762.16	-1770.00
Amount available for appropriation	19.83	7.84
Balance carried over	-1742.34	-1762.16

OPERATIONS:

During the year under review, the Company has recorded the higher total income of Rs.181.70 lacs as compared to Rs.92.81 lacs for the previous year and Net Profits after tax Rs.19.83 lacs for the year as compared to the profits of Rs. 7.84 lacs in the previous year.

The company in addition to own culture in 4 hectares WSA, has given on lease its hatchery/ponds for rearing of prawn seed and culture of prawns. The Management expects improvement in the business situation in the current year 2016-17 and is taking necessary steps within its power to explore all the possibilities, subject to ability to raise the funds.

DIVIDEND

In order to plough back the entire profit into business, your Directors do not recommend any dividend for the year under review.

MEETINGS OF THE BOARD OF DIRECTORS

During the Financial Year 2015-16, the Company held 6 board meetings of the Board of Directors as per Section 173 of Companies Act, 2013 which is

INDO AQUATICS LIMITED

summarized below. The provisions of Companies Act, 2013 and listing agreement were adhered to while considering the time gap between two meetings.

S.No.	Date of Meeting	Board Strength	No. of Directors Present
1	29 th May 2015	4	4
2	14 th Aug 2015	4	4
3	13 th Nov 2015	4	4
4	10 th Feb 2016	4	4
5	14 th Feb 2016	4	4
6	31 st Mar 2016	4	4

DECLARATION BY INDEPENDENT DIRECTORS

Declaration by the Independent Directors has been received as per the provisions of Sec 149 (6) of the Companies Act, 2013 and taken on record by the Board.

DIRECTORS

- Mrs. P. Sukanya was appointed on 24.04.2015 as additional director to comply with women director formalities on the Board.

STATUTORY AUDITORS

Pursuant to Section 139 or any other applicable sections, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014, M/s. REDDY A V & Co., Chartered Accountants, (bearing ICAI Registration No. 003256S), be and are hereby appointed as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting for Two Consecutive years, subject to ratification at every Annual General Meeting, on such remuneration as may be determined by the Board of Directors.”

SECRETARIAL AUDITOR

Pursuant to Section 204 of the Companies Act, 2013, Shri M H V S N S PRASAD, Practicing Company Secretary, was appointed in the Board Meeting held on 31st March, 2016 to perform Secretarial Audit for the year 2015-2016. The Secretarial Audit Report is annexed in this Annual Report (Annexure II).

EXTRACT OF ANNUAL RETURN

The Extract of Annual Return as required under section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and

INDO AQUATICS LIMITED

Administration) Rules, 2014, in Form MGT-9 is annexed herewith for your kind perusal and information. (Annexure – I)

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 134(5) of the Companies Act, 2013 with respect to Directors' Responsibility Statement is hereby confirmed that:

- 1) That in the preparation of the accounts for the financial year ended 31st March, 2016; the applicable accounting standards have been followed along with proper explanation relating to material departures.
- 2) That the Directors 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 year and of the profit of the Company for the year under review.
- 3) That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- 4) That the Directors have prepared the accounts for the year ended 31st March, 2016, on a going concern basis.
- 5) Had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- 6) Had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

During the year 2015-16, the company has not given any loans or guarantees covered under the provisions of section 186 of the Companies Act, 2013.

RELATED PARTY TRANSACTIONS

As per Section 188 of the Companies Act, 2013, there were no materially significant related party transactions made by the Company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the Company at large. However, the details of the transactions with related parties are given in the financial statements.

DEPOSITS

During the year under review, the Company has not accepted any fixed deposits from the public.

PERSONNEL

The information required pursuant to Section 197 read with rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company, will be provided upon request. In terms of Section 136 of the Act, the reports and accounts are being sent to the members and others entitled thereto, excluding the information on employees' particulars which is available for inspection by the members at the Registered office of the company during business hours on working days of the company up to the date of ensuing Annual General Meeting. If any member is interested in inspecting the same, such member may write to the company secretary in advance.

CORPORATE GOVERNANCE AND MANAGEMENT DISCUSSION ANALYSIS

A separate report on the Corporate Governance and Management Discussion Analysis for the year under review, as stipulated in Clause-49 of the Listing Agreement with the Stock Exchanges, has been attached as part of this annual report.

ACKNOWLEDGEMENT

Your Directors would like to take this opportunity to express sincere gratitude for the assistance and co-operation from the employees, Bankers, Customers, Vendors and Shareholders during the year under review.

For and on behalf of the
Board of Directors

Sd/-
J.B. REDDY
Director

Place: Hyderabad
Date: 3rd September 2016

ANNEXURE TO DIRECTORS' REPORT

**INFORMATION AS REQUIRED UNDER DISCLOSURES AS PER
RULE 8(3) OF THE COMPANIES (ACCOUNTS) RULES, 2014**

A. CONSERVATION OF ENERGY

The activities of the Company require minimal consumption of energy and every effort has been made to ensure the optimal use of energy. All possible measures have been taken to conserve energy.

B. TECHNICAL ABSORPTION

The Company has developed expertise for technology required for its business and the same has been fully absorbed.

C. DETAILS OF POWER AND FUEL CONSUMPTION

Power of Rs.8,10,198/- Fuel of Rs.1,41,397/-

D. FOREIGN EXCHANGE EARNINGS AND OUTGO

Foreign Exchange earnings: NIL Foreign Exchange outgo: NIL

For and on behalf of the
Board of Directors

Sd/-
J.B. REDDY
Director

Place: Hyderabad
Date: 3rd September 2016

INDO AQUATICS LIMITED

**ANNEXURE I - FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
AS ON FINANCIAL YEAR ENDED ON 31.03.2016**

Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:

1.	CIN	L05005TG1991PLC013618
2.	Registration Date	30/12/1991
3.	Name of the Company	INDO AQUATICS LIMITED
4.	Category / Sub-category of the Company	Company Limited by Shares / Indian Non Government Company
5.	Address of the Registered office & contact details	502, VAMSEE ESTATE, AMEERPET, HYDERABAD – 500 016 Email: jbr_reddy2001@yahoo.com, Tel No.: 040-23410422, Fax No: 040-23410427
6.	Whether listed company	Yes
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	M/s. Aarathi Consultants Pvt Ltd., 1-2-285, Domalguda, Hyderabad – 500029. Tel.: 91-40-27638111/4445; Fax: +91-40-27632184 E-mail: info@aarthicconsultants.com

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)

Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
Fish & Prawn culture	15129	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

The Company does not have any Holding, Subsidiary and Associate Company as on 31st March, 2016

IV. SHARE HOLDING PATTERN

(Equity Share Capital Breakup as percentage of Total Equity)

Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2016]				No. of Shares held at the end of the year [As on 31-March-2015]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	3579170	2162130	5741300	41.72	3569970	705230	4275200	56.54	-14.82
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.	0	4383100	4383100	31.85	0	0	0	0	31.85
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)	3579170	6545230	10124400	73.57	3569970	705230	4275200	56.54	17.03
(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 Corporate	0	0	0	0	0	0	0	0	0
d) Banks / Financial Institution	0	0	0	0	0	0	0	0	0
e) 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 share-holding of Promoter (A) = (A)(1) + (A)(2)	3579170	6545230	10124400	73.57	3569970	705230	4275200	56.54	17.03
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	0	0	0	0	0	0	0	0	0
c) Central Govt	0	0	0	0	0	0	0	0	0
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) FIIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others(specify)	0	0	0	0	0	0	0	0	0
Sub-total(B)(1):-	0	0	0	0	0	0	0	0	0

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Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2016]				No. of Shares held at the end of the year [As on 31-March-2015]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	100	942800	942900	6.85	100	582800	582900	7.71	-0.86
ii) Overseas				0	0	0	0	0	0
b) Individuals									
i) Individual share-holders holding nominal share capital upto Rs. 1 lakh	3900	2465400	2469300	17.94	3700	2451200	2454900	32.46	-14.52
ii) Individual share-holders holding nominal share capital in excess of Rs 1lakh		224800	224800	1.64		248400	248400	3.29	-1.65
c) Others(specify)	0	0	0	0	0	0	0	0	0
-Non Resident									
-Indians	0	0	0	0	0	0	0	0	0
-Overseas									
Corporate Bodies	0	0	0	0	0	0	0	0	0
-Foreign Nationals	0	0	0	0	0	0	0	0	0
-Clearing Members	0	0	0	0	0	0	0	0	0
-Trusts	0	0	0	0	0	0	0	0	0
-Foreign Bodies									
- D R	0	0	0	0	0	0	0	0	0
Sub-total (B)(2):-	0	0	0	0	0	0	0	0	0
Total Public Shareholding (B)=(B)(1)+(B)(2)	4000	3633000	3637000	26.43	3800	3282400	3286200	43.46	-17.03
C. Shares held by Custodian for GDRs & ADRs				0	0	0	0	0	0
Grand Total (A+B+C)	3583170	10178230	13761400	100	3573770	3987630	7561400	100	0.00

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B) Share holding of Promoter-

Sl. No.	Shareholder's Name	Share holding at the beginning of the year			Share holding at the ending of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	VENKATA KRISHNA JALADANKI	1069380	14.14	0	1069380	7.77	-6.37	-6.37
2	VAMSI KRISHNA JALADANKI	1068373	14.13	0	1068373	7.76	-6.37	-6.37
3	BHARATHI JALADANKI	913627	12.08	0	1432617	10.41	-1.67	-1.67
4+	J BOYI REDDY JALADANKI	516690	6.83	0	1826100	13.27	6.44	6.44
5	GOPIMAL KAUR SAIN	20000	0.26	0	20000	0.15	-0.11	-0.11
6	C. RAMA RAO	20000	0.26	0	20000	0.15	-0.11	-0.11
7	C.V. APPA RAO	20000	0.26	0	20000	0.15	-0.11	-0.11
8	C.SEETHAMAHALAXMI	20000	0.26	0	20000	0.15	-0.11	-0.11
9	C. BHAVANI DEVI	20000	0.26	0	20000	0.15	-0.11	-0.11
10	C. SEKHAR	20000	0.26	0	20000	0.15	-0.11	-0.11
11	C.G. RAO	10000	0.13	0	10000	0.07	-0.06	-0.06
12	INDUMALANI	10000	0.13	0	10000	0.07	-0.06	-0.06
13	KAMAL DALMIYA	10000	0.13	0	10000	0.07	-0.06	-0.06
14	C.V.RAO	10000	0.13	0	10000	0.07	-0.06	-0.06
15	CH. ARUNA	7500	0.10	0	7500	0.05	-0.05	-0.05
16	KONERU GOPIKRISHNA	5000	0.07	0	5000	0.04	-0.03	-0.03
17	CHERUKURI NAGESHWARA RAO	5000	0.07	0	5000	0.04	-0.03	-0.03
18	CH.KALYANA CHAKRADHAR	5000	0.07	0	5000	0.04	-0.03	-0.03
19	LINGAMANENI VJAYANTHI SHILPA	5000	0.07	0	5000	0.04	-0.03	-0.03
20	K. RAJESH	5000	0.07	0	5000	0.04	-0.03	-0.03
21	V. SUBBA RAO	5000	0.07	0	5000	0.04	-0.03	-0.03
22	T. USHA	5000	0.07	0	5000	0.04	-0.03	-0.03
23	K. SOBHA	5000	0.07	0	5000	0.04	-0.03	-0.03
24	K. CHENNAKESAVULU	5000	0.07	0	5000	0.04	-0.03	-0.03
25	CH.ANJANEYULU	5000	0.07	0	5000	0.04	-0.03	-0.03
26	CH. ANJANEYULLU	5000	0.07	0	5000	0.04	-0.03	-0.03
27	CHERUKURI SUNIL	5000	0.07	0	5000	0.04	-0.03	-0.03
28	CH. NAGA NANCHARAYYA	5000	0.07	0	5000	0.04	-0.03	-0.03
29	CH. SATYA VANI	5000	0.07	0	5000	0.04	-0.03	-0.03
30	ARUNA	5000	0.07	0	5000	0.04	-0.03	-0.03
31	Y.S.R. REDDY	5000	0.07	0	5000	0.04	-0.03	-0.03
32	CH. ANJAI AH	5000	0.07	0	5000	0.04	-0.03	-0.03
33	A.K. TYAGI	5000	0.07	0	5000	0.04	-0.03	-0.03
34	B. SIVA REDDY	5000	0.07	0	5000	0.04	-0.03	-0.03
35	J. BOYI REDDY H.U.F	5000	0.07	0	5000	0.04	-0.03	-0.03
36	P. RAMA MOORTHY	5000	0.07	0	5000	0.04	-0.03	-0.03
37	S. SOMARAJU	2500	0.03	0	2500	0.02	-0.01	-0.01

INDO AQUATICS LIMITED

Sl. No.	Shareholder's Name	Share holding at the beginning of the year			Share holding at the ending of the year			% change in shares held 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	
38	P.G. NAIDU	2500	0.03	0	2500	0.02	-0.01	-0.01
39	P.P. DAYANAND	2500	0.03	0	2500	0.02	-0.01	-0.01
40	P. KALAVATHI	2500	0.03	0	2500	0.02	-0.01	-0.01
41	N. PRASANNA	2500	0.03	0	2500	0.02	-0.01	-0.01
42	K. RAMESH BABU	2500	0.03	0	2500	0.02	-0.01	-0.01
43	RAJU	2500	0.03	0	2500	0.02	-0.01	-0.01
44	G. NARENDRA BABU	2500	0.03	0	2500	0.02	-0.01	-0.01
45	CH. JAKKARAI AH	2500	0.03	0	2500	0.02	-0.01	-0.01
46	PANNALA MRIDULA	2500	0.03	0	2500	0.02	-0.01	-0.01
47	PANNALA NIHARIKA	2500	0.03	0	2500	0.02	-0.01	-0.01
48	SUNIL JAIN	2500	0.03	0	2500	0.02	-0.01	-0.01
49	K.D. DAVE	2500	0.03	0	2500	0.02	-0.01	-0.01
50	JAYESH DALAL	2500	0.03	0	2500	0.02	-0.01	-0.01
51	R.V. SESHAGIRI RAO	2500	0.03	0	2500	0.02	-0.01	-0.01
52	Y. SAMBASIVA RAO	2500	0.03	0	2500	0.02	-0.01	-0.01
53	D.V. RAO	2500	0.03	0	2500	0.02	-0.01	-0.01
54	M. SATHYANARAYANA	2500	0.03	0	2500	0.02	-0.01	-0.01
55	K. SUBBA REDDY	2500	0.03	0	2500	0.02	-0.01	-0.01
56	A. SURENDRA BABU	2500	0.03	0	2500	0.02	-0.01	-0.01
57	N. AJAYA BABU	2500	0.03	0	2500	0.02	-0.01	-0.01
58	P. SRIDAR	2500	0.03	0	2500	0.02	-0.01	-0.01
59	P. BHUVANAMMA	2500	0.03	0	2500	0.02	-0.01	-0.01
60	P. SRINIVASUL REDDY	2500	0.03	0	2500	0.02	-0.01	-0.01
61	P.V. RAMANA REDDY	2500	0.03	0	2500	0.02	-0.01	-0.01
62	T. SATYANARAYANA RAO	2500	0.03	0	2500	0.02	-0.01	-0.01
63	N. NAGENDRA RAO	2500	0.03	0	2500	0.02	-0.01	-0.01
64	AMALESWARI	2440	0.03	0	2440	0.02	-0.01	-0.01
65	K. VISWANATHA REDDY	2300	0.03	0	2300	0.02	-0.01	-0.01
66	AMALESWARI	60	0	0	60	0	0	0
67	D.A. SOMAYAJULU	10	0	0	10	0	0	0
68	I.DAMODAR REDDY	10	0	0	10	0	0	0
69	M. PADMANABHA REDDY	10	0	0	10	0	0	0
70	JAL Investment Private Ltd	0	0	0	2716700	19.74	19.74	19.74
71	Simhapuri Estates Private Ltd	0	0	0	563200	4.09	4.09	4.09
72	Indo Hifin Ltd	0	0	0	711500	5.17	5.17	5.17
73	Indo Plantations Ltd	0	0	0	132900	0.97	0.97	0.97
74	Gayatri International Ltd	0	0	0	258800	1.88	1.88	1.88
		4275900	56.46	0	10124400	73.57	17.03	17.03

INDO AQUATICS LIMITED

C) Change in promoter's Shareholding (please specify, if there is no change)

Sl. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total No. of shares	No. of shares	% of total No. of shares
	At the beginning of the year as on 01/04/2015	4272900	56.51	3912900	28.44
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment/transfer/ bonus /sweat equity etc.)	11500	0.15	6209200	45.13
	At the end of the year as on 31/03/2016	4284400	56.66	10124400	73.57

D) Shareholding pattern of top ten shareholders: (Other than Directors, promoters, and Holders of GDRs and ADRs)

Sl. No.	Name of the Share Holder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total No. of shares	No. of shares	% of total No. of shares
1.	HATHWAY INVESTMENTS PVT. LTD.				
	At the beginning of the year as on 31/03/2015	186700	2.47	186700	1.36
	Transaction (Purchase/sale) from 01/04/2015 to 31/03/2016	0	0	0	0
	At the end of the year as on 31/03/2016	186700	2.47	186700	1.36
2.	SOUTHERN (I) DEPOSITORY SERVICES P.LTD.				
	At the beginning of the year as on 31/03/2015	106400	1.41	106400	0.77
	Transaction (Purchase/sale) from 01/04/2015 to 31/03/2016	0	0	0	0
	At the end of the year as on 31/03/2016	106400	1.41	106400	0.77

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Sl. No.	Name of the Share Holder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total No. of shares	No. of shares	% of total No. of shares
3.	KIRON .CH.				
	At the beginning of the year as on 31/03/2015	197600	2.61	197600	1.44
	Transaction (Purchase/sale) from 01/04/2015 to 31/03/2016	0	0	0	0
	At the end of the year as on 31/03/2016	197600	2.61	197600	1.44

E) Shareholding of Directors and key Managerial Personnel :

Sl. No.	Shareholding of each Directors and each key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total No. of shares	No. of shares	% of total No. of shares
1.	J. Boyi Reddy.				
	At the beginning of the year as on 31/03/2015	516690	6.83	518990	3.77
	Transaction (Purchase/sale) from 01/04/2015 to 31/03/2016	2300	0.03	1307110	9.50
	At the end of the year as on 31/03/2016	518990	6.86	1826100	13.27

F) INDEBTEDNESS -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	NA	63714040	0	63714040
ii) Interest due but not paid	NA	0	0	0
iii) Interest accrued but not due	NA	0	0	0
Total (i + ii + iii)		63714040	0	63714040
Change in Indebtedness during the financial year				
* Addition	NA	0	0	0
* Reduction	NA	63492375	0	63492375
Net Change	NA	221665		221665
Indebtedness at the end of the financial year				
i) Principal Amount	NA	221665		221665
ii) Interest due but not paid	NA	0	0	0
iii) Interest accrued but not due	NA	0	0	0
Total (i + ii + iii)		221665		221665

INDO AQUATICS LIMITED

XI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

S.No.	Particulars of Remuneration	J.B Reddy Director*	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) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	NIL NIL NIL	NIL NIL NIL
2	Stock Option	NIL	NIL
3	Sweat Equity	NIL	NIL
4	Commission - as % of profit - others, specify...	NIL	NIL
5	Others, please specify Total (A)	N.A. NIL	N.A. NIL

B. Remuneration to other directors

(Amount in Rs.)

Sl. No.	Particulars of Remuneration	Name of Independent Directors			Total Amount
		S.Penchalaiah	P. Sukanya	Y.Shashidhar Reddy	
1	Independent Directors				
	Fee for attending board committee meetings	-	-	-	-
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (1)	-	-	-	-
2	Other Non-Executive Directors	-	-	-	-
	Fee for attending board committee meetings	-	-	-	-
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (2)	-	-	-	-
	Total (B)=(1+2)	-	-	-	-
	Total Managerial Remuneration	--	--	--	--
	Overall Ceiling as per the Act	-	-	-	-

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD (Rs. in lakhs)

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

XII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There was no penalties / punishment / compounding of offences for the year ended 31st March, 2016.

INDO AQUATICS LIMITED

ANNEXURE II - FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2016,

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
Indo Aquatics Limited
502, Vamsee Estate
Ameerpet, Hyderabad – 500 016

I have conducted the secretarial audit of the compliance of applicable statutory provisions and adherence to good corporate practices by INDO AQUATICS LIMITED (hereinafter called “the company”). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company’s books, papers, minute books, forms and returns are filed and other records are maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2016, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have scrutinized the books, papers, minute books, forms and returns filed and other records maintained by “the Company” for the financial year ended on 31st March, 2016, according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’):-

- a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- (vi) Other Applicable Acts
- a) The Payment of Wages Act, 1963
 - b) Employee's Provident Fund and Miscellaneous Provisions Act, 1952
 - c) Payment of Gratuity Act, 1972
 - d) The Employee Compensation Act, 1923
 - e) Equal remuneration Act, 1976
 - f) The Water (Prevention and Control of Pollution) Act, 1974
 - g) The Air (Prevention and Control of Pollution) Act, 1974

I have also reviewed the compliances with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with Bombay Stock Exchange.

I further report that the Board of Directors of the Company are duly constituted, maintaining proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of Board of Directors that took place during the audit period were carried out in compliance with the provisions of the Act.

===== INDO AQUATICS LIMITED =====

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. Majority decision is carried through, while the dissenting members' views are captured and recorded as part of the minutes. I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that to the best of my knowledge and belief, no other events having a major bearing on the company's affairs have been occurred during the audit period in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above).

Place: Hyderabad

M H V S N S PRASAD

Date: 2nd September,2016

Practising Company Secretary

CP No: 11723

Mem. No: A26727

Note: This report is to be read with my letter of even date which is annexed as 'ANNEXURE A' and forms an integral part of this report.

===== INDO AQUATICS LIMITED =====

'ANNEXURE - A'

To,
The Members,
Indo Aquatics Limited
502, Vamsee Estate
Ameerpet, Hyderabad - 500 016

My report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Place: Hyderabad
Date: 2nd September, 2016

M H V S N S PRASAD
Practising Company Secretary

CP No: 11723

Mem. No: A26727

MANAGEMENT DISCUSSION AND ANALYSIS

The Company is continuing its focus on developing and acquiring new technologies in respect of culture and hatchery operations in the field of aqua culture. This focus has resulted in the company developing/acquiring new practices of aqua culture. The management is looking forward to work commercially on such culture practices. In order to execute the said strategy, the management may have to put continuous efforts to raise funds to address the new opportunities.

OPPORTUNITIES:

The demand for sea food is increasing all over the world, particularly Indian Seafood exports as could be seen from the increase in exports during 2015-16. One of the reasons being, seafood is considered as healthier compared to other forms of meat. India is gifted with long coast line ideally suited for development of aqua culture and seafood industry. A planned development would provide abundant opportunities for seafood industry. The successful adoption of Vannamei Species shrimp culture is poised for a significant increase in the shrimp production and export.

THREATS:

The aqua culture activity is dependent on climatic conditions prevailing during season to season, which is unpredictable. Natural calamities like floods, cyclones, during the culture season can have serious impact on the prospects of successful culture. In spite of technical advancement and development of Specific Pathogen Free (SPF) seed, the possibilities of the shrimps getting affected by virus and diseases cannot be ruled out. Volatility of international prices of shrimps and fluctuating foreign exchange rates, US anti-dumping duty and US Countervailing Duty continues to be the major areas of threat for the industry. However, development of potential domestic market to support exports, strict adherence of traceability, scientific pond management, a judicious approach on prices and forex management is expected to reduce the impact of threats to a great extent.

OVERALL OUTLOOK OF THE COMPANY:

The outlook for the industry is forward looking with increased areas coming under Vannamei farming. Andhra Pradesh, Gujarat, Orissa and West Bengal are expanding its Vannamei farming. This augurs well for the industries further. India has emerged as the largest exporter of shrimps to USA.

INTERNAL CONTROL SYSTEM

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee of the Board. The Internal Audit Department monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company. Based on the report of internal audit function, process owners undertake corrective action in their respective

areas and thereby strengthen the controls. Significant audit observations and recommendations along with corrective actions thereon are presented to the Audit Committee of the Board.

FINANCIAL PERFORMANCE

1. Financial Statements:
The financial statement for the year ended 31st March, 2016 have been prepared in compliance with the requirements of the Companies Act, 2013 and generally accepted accounting principles in India.
2. Fixed Assets:
During the year the companies total fixed assets is of Rs. 2,53,78,241 /- and the Capital Work in progress pertaining to Intangible Asset of Rs. 51,79,800 /-
3. Inventories:
Work-in progress as on 31.03.2016 of Rs. 10,54,520/-
4. Sundry Debtors:
The sundry debtors as on 31st March, 2016 were Rs. Nil
5. Financial Performance:
The net profit for the year was Rs. 19.83 lakhs as compared to net profit of Rs. 7.84 lakhs in the previous year.
6. Risks and concern:
An unfavourable monsoon would lead to increased input costs like feed and in turn may affect the growth of shrimp farmers. Delayed monsoon and fluctuations in electricity tariff will increase the production cost of shrimp feed as well as increase the cost of shrimp production. Any increase in the cost of Feed production would directly impact the net margins of the company. The price of Raw Materials like Soya, Fish meal, Wheat etc have risen to record highs which continue to be of concern to the industry.
7. Human Resources:
The Employees relationship is cordial and the Directors wish to place on record their appreciation for their continued contribution to the Company. The company provides necessary training facility to enhance their skills and personal development.

CAUTIONARY STATEMENT

Statements in this Management Discussion and Analysis describing the Company's objectives, projections, estimates or expectations may be "forward looking" within the meaning of the applicable securities, laws and regulations. Actual results could differ substantially or materially from those expressed or implied. Important factors that would make a difference to the Company's operations include a downtrend in the global markets, changes in government policies and regulations, tax regimes, litigation and significant changes in the political and economic environment and such other factors.

CORPORATE GOVERNANCE REPORT

In line with the requirement for providing “Report on Corporate Governance” as per clause 49 of the revised Listing Agreement of the Stock Exchanges applicable for the year ended 31st March, 2016 given below is a report on the Company’s Corporate Governance norms.

1. PHILOSOPHY ON CORPORATE GOVERNANCE

Transparency in all dealings, effective control and management of organization, investor friendly attitude towards shareholders has been the basic objective of the Corporate Governance of the Company.

2. BOARD OF DIRECTORS

The present strength of the Board is 4 directors, comprising of 3 Non-Executive Independent Directors, as stated below. The composition of board is in conformity with Clause 49 of the Listing Agreement entered into with the Stock Exchanges. None of the Directors holds directorship in more than 20 companies and more than 10 public companies. None of the Independent Directors are on Board of more than 7 listed companies. Further, none of them is a member of more than 10 committees or chairman of more than 5 committees.

1	Sri J. Boyi Reddy	Non - Executive Promoter Director
2	Sri S. Penchalaiah	Non - Executive Director (Independent)
3	Sri Y. Shashidhar Reddy	Non - Executive Director (Independent)
4	Smt.P Sukanya*	Non - Executive Director (Independent)

* Appointed on 24th April, 2015

Necessary disclosures have been obtained from all the directors regarding their directorship and have been taken on record by the Board.

3. Board Meeting and Attendance :

Six Board Meetings were held during the period 1st April, 2015 to 31st March, 2016 on the following dates: 29th May, 2015, 14th August, 2015, 13th November, 2015, 10th February, 2016, 14th February, 2016 and 31st March 2016. The Twenty Third Annual General Meeting was held on 30th September, 2015.

The Composition of the Board of Directors and their attendance at the Board Meetings during the year and at last Annual General Meeting as also the number of other directorships and committee memberships are given below:

S.No	Name of the Director	Attendance Particulars		Committee Memberships	Committee Chairmanships
		Board Meeting	Last AGM		
1.	Mr. JALADANKI BOYI REDDY	6	Yes	3	1
2.	Mr. SAMAYAM PENCHALAI AH	6	Yes	3	2
3.	Mr. SHASHIDHAR REDDY YANATI	6	Yes	3	0
4.	Mrs. P SUKANYA	6	No	1	0

5. COMMITTEES OF THE BOARD

A) Audit Committee

The Audit Committee consists of 1 Non - Executive Director namely Sri J. Boyi Reddy and 2 Non-Executive Independent Directors namely Sri S. Penchalaiah and Sri Y. Shashidhar Reddy. Sri S. Penchalaiah is Chairman of the Audit Committee. Four meetings were held during the year on 29th May, 2015, 14th August, 2015, 13th November, 2015 and 10th February, 2016. The Audit Committee has been mandated with the terms of reference as are specified in Clause-49 of the Listing Agreement with the Stock Exchanges and as per the provision of Section 177 of the Companies Act, 2013. Attendance of Directors at the Audit Committee Meeting held during the year.

	Me e tings held	Me e tings attended
Sri J. Boyi Reddy	4	4
Sri S. Penchalaiah	4	4
Sri Y. Shashidhar Reddy	4	4

B. NOMINATION & REMUNERATION COMMITTEE:

Pursuant to Clause 49 of the Listing Agreement and Section 178 of the Act, the Board has re-constituted and renamed the Remuneration Committee as Nomination and Remuneration Committee and adopted new terms of reference. The Committee consist of three Non- Executive Independent Directors namely Sri S. Penchalaiah, Smt. P Sukanya and Sri Y. Shashidhar Reddy has been constituted. Sri S. Penchalaiah is the Chairman of the Committee. The Committee is appointed with the terms of reference of identifying candidates for Key Managerial Personnel, who are qualified to become part of Senior Management, evaluating performance of the Board & deciding the remuneration of the Executive Director and Non-Executive Directors. During the year, one meeting was held on 31st March , 2016.

C. STAKEHOLDER'S RELATIONSHIP COMMITTEE:

The Company had a shareholders / investors grievance committee of directors to look into the redressal of complaints of investors such as transfer/transmission/demat/credit/split/ duplicate of shares, non-receipt of dividend / notices / annual reports, etc. The nomenclature of the said committee was changed to stakeholders' relationship committee in the light of provisions of the Act and revised clause 49 of the Listing Agreement.

The Committee consists of 1 Non - Executive Director namely Sri J. Boyi Reddy and 2 Non-Executive Independent Directors namely

INDO AQUATICS LIMITED

Sri S. Penchalaiah and Sri Y. Shashidhar Reddy. Sri S. Penchalaiah is Chairman. Sri J. Boyi Reddy is the Chairman of this committee.

Since the Company's shares are tradable only in demat form, only a few number of shares in physical form for transfer were received during the year. This facilitates approval of transfer within the time stipulated under Listing Agreement. Further, the complaints of the above nature are promptly attended by the Compliance Officer.

6. DETAILS OF GENERAL MEETINGS

Year	Location	Date & Time	Whether any Special Resolutions passed in the previous 3 AGMs
2013	502, VAMSEE ESTATE, AMEERPET HYDERABAD - 500016 (AP)	31.07.2013 at 12.30PM	Yes
2014	502, VAMSEE ESTATE, AMEERPET, HYDERABAD - 500016 (AP)	30.09.2014 at 10.30AM	Yes
2015	502, VAMSEE ESTATE, AMEERPET, HYDERABAD - 500016 (AP)	30.09.2015 at 10.00AM	Yes

7. DISCLOSURES:

A. Related party transactions

All related party transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of the business. As per Section 188 of the Companies Act, 2013, there are no materially significant related party transactions made by the company which may have potential conflict with interest of the company at large.

B. Management Disclosures

The Senior Management Personnel have been making disclosures to the Board relating to all material, financial and commercial transactions, where they have personal interest that may have a potential conflict with the interest of the Company at large. Based on the disclosures received, none of the Senior Management Personnel has entered into any such transactions during the year.

C. Details of non-compliance by the Company, penalties, strictures imposed on the Company by Stock Exchanges or SEBI or any statutory authority, on any matter related to capital markets during the last three years.

The Company has complied with the requirement of the Listing Agreement with the Stock Exchanges as well regulations and guidelines prescribed by SEBI.

There were no penalties, strictures imposed on the Company by Stock Exchanges or SEBI or any statutory authority on any matter related to capital market during the last three years.

D. Prevention Of Insider Trading:

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code. All Board Directors and the designated employees have confirmed compliance with the Code. The Code of Conduct for Prevention of Insider Trading has been published on website of the Company.

8. RISK MANAGEMENT

The Board of Directors has adopted the Risk Assessment Procedures. The procedures provide an approach by the top Management to identify potential events that may affect the Company, to manage the risk within the risk appetite and to provide reasonable assurance regarding the achievement of objectives of the Company. The Senior Management priorities the risk and finalizes the action plan for mitigation of the risks. The action plan is presented to the Board of Directors periodically.

9. SUBSIDIARY COMPANY

The Company does not have any Subsidiary Company.

10. WHISTLE BLOWER POLICY / VIGIL MECHANISM

The company has an established mechanism for Directors / Employees to report concerns about unethical behavior, actual or suspected fraud, or violation of the code of conduct or ethics policy. It also provides for adequate safeguards against victimization of directors/ employees who avail of the mechanism. The company affirms that no personnel have been denied access to the audit committee. The Company has formulated a Policy of Vigil Mechanism and has established a mechanism that any personnel may raise Reportable Matters within 60 days after becoming aware of the same. All suspected violations and Reportable Matters are reported to the Chairman of the Audit Committee .The key directions / actions will be informed to the Managing Director of the Company.

11. MEANS OF COMMUNICATION:

The quarterly, half yearly and annual results are published in News papers as per the listing Agreement. The Company does not send its quarterly report to each household of shareholders.

The financial results and official news release are also available on Company's website

12. GENERAL SHAREHOLDER INFORMATION:

1	24th Annual General Meeting Day, Date, Time and Venue	Friday, 30th September, 2016, 10.00 A.M. 502, VAMSEE ESTATE, AMEERPET, HYDERABAD – 500 016
2	Financial Calendar Financial Reporting for	Quarter ending 30th June, 2016 - End 14th August, 2016. Quarter ending 30th September, 2016 - End 15th November, 2016 Quarter ending 31st December, 2016 End 15th February, 2017. Quarter ending 31st March, 2017 - End 15th May, 2017. The above dates are indicative.
3	Date of Book closure	24 th September 2016 To 30 th September 2016 (Both days Inclusive).
4	Listing on Stock Exchanges at	Madras Stock Exchange Limited, Chennai. The Kolkata Stock Exchange, Kolkata
5	ISIN No.	Demat ISIN No. in CDSL and CDSL - INE663N01010
6	Registrar And Transfer Agent	M/s. Aarathi Consultants Pvt Ltd., 1-2-285, Domalguda, Hyderabad - 500029. Tel.: 91-40-27638111/4445; Fax: +91-40-27632184 E-mail: info@aarathiconsultants.com
7	Dividend Payment Date	No dividend is declared for the year ended 31st March, 2016
8	Address for Correspondence	502, VAMSEE ESTATE, AMEERPET, HYDERABAD - 500 016 Email: jbr_reddy2001@yahoo.com
9	Dematerialization of Shares	26.04% of the total equity capital is held in Dematerialized form with CDSL & CDSL as on 31st March, 2016.
10	Outstanding ADRs/GDRs	The Company has not issued any ADRs/GDRs.

13. STOCK PRICE DATA:

High, Low, Market Price of INDO AQUATICS LIMITED on The Stock Exchange, during each month between April, 2015 to March, 2016 (face value Rs.10/-per share).

As the shares not available for trading the market price is not available

14. SHAREHOLDING PATTERN AS ON 31ST MARCH, 2016

Pursuant to Regulation 3(1)(e)(i) of Securities and Exchange Board of India (Substantial Acquisition of Shares & Takeovers) Regulation, 1997 and subsequent amendments thereto, Promoter Group and Persons acting in concert consists of Mr. J B Reddy.

15. DISTRIBUTION OF SHAREHOLDING AS ON 31ST MARCH, 2016

Distribution of Shares	Number of Shareholders	% of Share holders	No. of Share	Share (in rupees)
1 - 5000	4159	82.82	1349890	13498900
5001-10,000	495	9.86	404300	4043000
10,001-20,000	178	3.54	273400	2734000
20,001-30,000	74	1.47	186240	1862400
30,001-40,000	21	0.42	76600	766000
40,001-50,000	38	0.76	180600	1806000
50,001-1,00,000	30	0.60	243800	2438000
1,00,001-9,99,99,999	27	0.54	11046570	110465700
TOTAL	5022	100	13761400	137614000

16. SHARE TRANSFER SYSTEM

The share sent for physical transfer are received at the Registrar & Transfer Agent's office and valid transfer requests are processed and returned within a maximum period of 21 days from the date of lodgement, provided the transfer deed are in order and allotment money on the shares have been paid.

Location Address for Correspondence:

M/s. Aarathi Consultants Pvt Ltd.,
 1-2-285, Domalguda,
 Hyderabad – 500029.
 Tel.: 91-40-27638111/4445;
 Fax: +91-40-27632184
 E-mail: info@aarthiconsultants.com

17. CEO / CFO CERTIFICATION

The Company is duly placing a certificate to the Board from the Managing Director and Chief Financial Officer (CFO) in accordance with the provisions of Clause 49 (IX) of the Listing Agreement. The aforesaid certificate duly signed by the Chairman and Managing Director and Chief Financial Officer (CFO) is in respect of the financial year ended 31st March, 2016 has been placed before the Board and the same has been provided in the Annual Report.

18. CODE OF CONDUCT

As required by Clause 49(II)E of the Listing Agreement, the Company has formulated a Code of Conduct for all Directors and Senior Management of the Company and the same has been adopted by the Board. The Code is also available on the Company's official website. All the Directors and Senior Management Personnel have affirmed compliance with the said Code of Conduct. A declaration to this effect is given in the Annual Report.

For and on behalf of
the Board of Directors

Date: 3rd September, 2016
Place: Hyderabad

Sd/-
J.B.REDDY
Director

MANAGING DIRECTOR / CFO CERTIFICATE

To,
The Board of Directors, M/s. INDO AQUATICS LIMITED

Dear Sirs,

1. We have reviewed the financial statements and the cash flow statement for the year and that to the best of our knowledge and belief:
 - a. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - b. these statements together present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
2. They are to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or volatile of the Company's code of conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have or propose to take to rectify these deficiencies.
4. We have indicated to the auditors and the Audit committee:
 - a. Significant changes in the internal control over financial reporting during the year.
 - b. Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - c. Instances of significant fraud of which we have become aware and the involvement therein, if any,
 - d. of the management or an employee having a significant role in the Company's internal control system over financial reporting

Place: Hyderabad
Date: 3rd September 2016

For and on behalf of
the Board of Directors

Sd/-
J B Reddy, Director

DECLARATION

The Board of Directors of the Company has adopted the Code of Conduct for Directors and Senior Management of the Company. All the Board Members and the Senior Management Personnel have affirmed their Compliance with the respective codes.

Place: Hyderabad
Date: 3rd September 2016

For and on behalf of
the Board of Directors

Sd/-
J B Reddy, Director

INDO AQUATICS LIMITED

**AUDITORS' CERTIFICATE REGARDING COMPLIANCE OF
CONDITIONS OF CORPORATE GOVERNANCE**

To
THE MEMBERS OF
M/s. INDOAQUATICS LIMITED

We have examined the compliance of conditions of Corporate Governance by Indo Aquatics Limited for the year ended March 31, 2016 stipulated in Chapter IV of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 pursuant to the Listing Agreement of the said company with stock exchanges.

The Compliance of condition of Corporate Governance is the responsibility of the Management. Our examination was limited to the procedures and implementation thereof, adopted by the Company to ensure Compliance with the condition of Corporate Governance. It is neither an audit nor an expression of an opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has fully complied with all the mandatory conditions of Corporate Governance as stipulated in Chapter IV of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 pursuant to the Listing Agreement of the said company with stock exchanges.

We state that no investor grievances are pending for a period exceeding one month against the Company as per the records maintained by the Registrar and Share Transfer Agent.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Reddy A V & Co.,
Chartered Accountants
Firm Registration No.003256S

Place: Hyderabad
Date: 03/09/2016

Sd/-
M Raja Reddy
Partner
ICAI Member ship No.023110

INDEPENDENT AUDITORS' REPORT

To

The Members of INDO AQUATICS LIMITED

We have audited the accompanying financial statements of INDO AQUATICS LIMITED ("the Company"), which comprise the Balance Sheet as at March 31, 2016, the statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, and 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, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes the maintenance of the accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. We conducted our audit in accordance with the Standards on Auditing specified under section 143 (10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of

the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by company's directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the 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 31.03.2016 and its profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to extent applicable.
2. As required by section 143(3) of the Act, we report that :
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - b. In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c. The Balance Sheet, statement of profit and loss, and the cash flow statement dealt with by this report are in agreement with the books of account;
 - d. In our opinion, the aforesaid financial Statements comply with the accounting standards specified under section 133 of the Act, read with rule 7 of the companies (Accounts) rules, 2014;
 - e. On the basis of written representations received from the directors as on March 31, 2016, and taken on record by the Board of directors, none of the directors is disqualified as on March 31,

INDO AQUATICS LIMITED

2016, from being appointed as a director in terms of section 164(2) of the Act;

- f. In our opinion, the company has, in all material respects, an adequate internal financial control systems over financial reporting and such internal financial controls over financial reporting were operating effectively as on 31.03.2016, based on the internal financial controls over financial reporting criteria established by the company;
- g. In our opinion and to the best of our information and according to the explanations given to us we report as under with respect to other matters to be included in the Auditors Report's in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014,
 - i) The Company does not have any pending litigations which would impact its financial position.
 - ii) The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.
 - iii) There were no amounts which required to be transferred to the investor Education and Protection Fund by the company.

For REDDY A V & Co.,
Chartered Accountants
Firm Registration No.003256S

Place: Hyderabad
Date: 03/09/2016

M Raja Reddy
Partner
ICAI Member ship No.023110

The Annexure referred to in our independent auditors report to the members of the company on the financial statements for the year ended on 31.03.2016, we report that;

1. a. The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- b. All the fixed assets have not been physically verified by the management during the year but there is a regular program of verification which, in our opinion, is reasonable having regard to the size of the company and the nature of its business. No material discrepancies were noticed on such verification.
- c. The title deeds of immovable properties are held in the name of the company.
2. According to information and explanation give to us, the management has conducted physical verification of inventory at reasonable intervals and no material discrepancies were noticed on physical verification during the year.
3. The Company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in the register maintained under section 189 of the companies act 2013.
4. The company has not given any loans, and has not made any investments, and has not given any guarantees and/or security in respect of loans taken by others.
5. The company has not accepted any deposits from the public.
6. According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act.
7. a. As per the information and explanations given to us, the provisions of Employees' Provident Fund Act and employees' State Insurance Act are not applicable for the year under audit.
- b. According to the information and explanations given to us, the Income Tax of Rs.5,95,813/- for the earlier year(s) became due and was outstanding for a period of more than six months as on the date of balance sheet. However the company has paid the same subsequently. There are no other undisputed amounts payable in respect of Income Tax, Wealth Tax, Sales Tax, Customs duty, Excise duty and Cess which are outstanding as at 31.03.2016 for a period of more than six months from the date they became payable.
8. The company has not obtained any loans from the banks and/or financial institutions and hence clause (viii) of paragraph 3 of the Order is not applicable.

INDO AQUATICS LIMITED

9. The company has not raised moneys by way of initial public offer or further public offer (including debts instruments) and term loans during the year. The moneys raised in earlier years by way of public offer and term loans were applied for the purpose for which those were raised.
10. We have not noticed or reported any fraud by the company or any fraud on the company by its officers/employees during the year.
11. The company has not paid and/or provided for any managerial remuneration and hence clause (xi) of paragraph 3 of the Order is not applicable.
12. Clause 12 of paragraph 3 of the Order is not applicable as the company is not a Nidhi Company.
13. According information and explanations given to us all transactions with the related parties are in compliance with the provisions of sections 177 & 188 of the companies Act 2013, wherever applicable and the details have been disclosed in the financial statements etc. as required by the applicable accounting standards.
14. During the year under review the company has made preferential allotment of fully paid up equity shares to the promoters/associates of the company by converting the loans obtained by the company during the earlier year/s. The said loans were obtained and utilised by the company during the earlier year/s in accordance with the terms of the banks/financial institutions at the time of obtaining loans from them during the said years/s. As per the information and explanation given the company has complied with the provisions of section 42 of the companies Act 2013.
15. According to the information and explanations given to us, the company has not entered into any non cash transactions with the directors or persons connected with them and the provisions of section 192 of the companies Act 2013 have been complied with.
16. Clause 16 of the order is not applicable as the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For REDDY A V & Co.,
Chartered Accountants
Firm Registration No.003256S

Sd/-
M Raja Reddy
Partner
ICAI Member ship No.023110

Place: Hyderabad
Date: 03/09/2016

INDO AQUATICS LIMITED

**INDEPENDENT AUDITORS' REPORT TO
THE MEMBERS OF INDO AQUATICS LIMITED – (Contd.)****ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN
DATE ON THE FINANCIAL STATEMENTS OF INDO AQUATICS LIMITED****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 Indo Aquatics Limited ("the Company") as of 31st March 2016 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. 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 the 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.

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

===== INDO AQUATICS LIMITED =====

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 31st March 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

For REDDY A V & Co.,
Chartered Accountants
Firm Registration No.003256S

Place: Hyderabad
Date: 03/09/2016

Sd/-
M Raja Reddy
Partner
ICAI Member ship No.023110

INDO AQUATICS LIMITED

BALANCE SHEET AS AT 31.03.2016

Particulars	Note No.	2015-16 Amount in (Rs.)	2014-15 Amount in (Rs.)
I. EQUITY AND LIABILITIES			
1 Shareholders' funds			
(a) Share capital	2	137,614,000	75,614,000
(b) Reserves and surplus	3	(104,767,721)	(106,750,622)
2 Non-current liabilities			
Long-term borrowings	4	221,665	63,714,040
3 Current liabilities			
Other current liabilities	5	<u>2,388,797</u>	<u>1,640,382</u>
TOTAL		<u>35,456,741</u>	<u>34,217,800</u>
II. ASSETS			
1 Non-current assets			
a) Fixed assets			
(i) Tangible assets	6	25,378,241	26,264,969
(ii) Capital work-in-progress		5,179,800	1,955,000
2 Current assets			
(b) Inventories	7	1,054,520	3,994,630
(c) Cash and cash equivalents	8	936,177	297,059
(d) Other current assets	9	2,908,003	1,706,415
TOTAL		<u>35,456,741</u>	<u>34,217,800</u>

Vide our report of even date

for and on behalf of the Board

**for Reddy A V & Co.,
Chartered Accountants
Firm Registration No.003256S**

Sd/-
**J.Boyi Reddy
Director**

Sd/-
**M.Raja Reddy
Partner
ICAI MEMBERSHIP No.023110**

Sd/-
**S. Penchalaiah
Director**

**Place : Hyderabad
Date : 03-09-2016**

INDO AQUATICS LIMITED

PROFIT & LOSS STATEMENT for the year ended 31st March 2016

Particulars	Note No.	2015-16 Amount in (Rs.)	2014-15 Amount in (Rs.)
I. Revenue from operations			
Sale		15,244,969	7,546,305
II. Other income	10	2,924,561	1,734,875
III. Total Revenue (I + II)		<u>18,169,530</u>	<u>9,281,180</u>
IV. Expenses:			
Cost of materials consumed	11	7,632,334	2,715,031
Changes in inventory of work-in-progress	12	2,940,110	(604,330)
Employee benefits and expenses	13	1,527,815	1,518,433
Depreciation	6	1,298,455	1,361,125
Other expenses	14	2,787,915	3,506,966
Total expenses		<u>16,186,629</u>	<u>8,497,225</u>
VI. Exceptional items		-	-
VII. Profit / (Loss) before exceptional and extraordinary items and tax (III-IV)		1,982,901	783,955
VIII. Exceptional items		-	-
IX. Profit before tax (VII- VIII)		1,982,901	783,955
X Tax expense:		-	-
XI Profit / (Loss) for the year		<u>1,982,901</u>	<u>783,955</u>
XII Earnings per Equity Share :			
(1) Basic		0.14	0.10
(2) Diluted		0.14	0.10

Significant Accounting Policies 1

Vide our report of even date

for and on behalf of the Board

for Reddy A V & Co.,
Chartered Accountants
Firm Registration No.003256S

Sd/-
J.Boyi Reddy
Director

Sd/-
M.Raja Reddy
Partner
ICAI MEMBERSHIP No.023110

Sd/-
S. Penchalaiah
Director

Place : Hyderabad
Date : 03-09-2016

NOTES FORMING PART OF FINANCIAL STATEMENTS

NOTE 1

Significant Accounting Policies

- a) Consequent to total erosion of net-worth due to losses the company was referred to the Board for Industrial and Financial Reconstruction (BIFR), but the application was rejected. Subsequently, the Directors approached the Banks/Financial Institutions for One Time Settlement (OTS) and all the dues to the banks/financial institutions had been settled on One Time Settlement basis (OTS) in the earlier year/s. As the Business operations were stopped temporarily due to financial problems and again restarted and are continued in the year under report, the accounts have been prepared on the basis of principles applicable to a going concern.
- b) **Cost Conventions:**
The Accounts have been prepared under Historical Cost Convention.
- c) **Revenue Recognition:**
 - i) All Income and expenditure are accounted on accrual basis.
 - ii) The company has given on lease its hatchery / building / ponds/ equipment for rearing prawns seed and for prawn culture the extent of land including ponds given for lease is 172 acres. The lease rental income from the above leases are accounted for on accrual basis.
- d) **Fixed Assets:**
Fixed Assets are stated at cost less depreciation.
- e) **Depreciation:**
Depreciation is provided on the stright line method, based on the useful life of the assets as estimated by the mangement. The company has estimated the following useful lives to provide depreciation on its fixed assets.

Nature of the assets	Useful life as estimated by the management (in years)	Useful life as stated in the Companies Act, 2013 (in years)
Buildings including Borewell Plant & Machinery & Equipments including Ponds	30	30
Furniture & Fixtures	25	20
Office Equipment	10	10
Vehicles	5	5
	8	8

- f) **Capital work in progress :**
The expenditure under this head represents the expenses incurred on earthwork relating to ponds and bunds formation, which is under progress.

Note 2

Share Capital

	AS AT 31st MARCH'2016 Amount (Rupees)	AS AT 31st MARCH'2015 Amount (Rupees)
Authorised		
14000000 Equity Shares of Rs.10/- each	140,000,000	78,500,000
Issued, Subscribed & Paid up		
13761400 Equity Shares of Rs.10/- each fully paid (as on 31-3-2015: 75,61,400 equity shares of Rs.10/- each)	137,614,000	75,614,000
Total	<u>137,614,000</u>	<u>75,614,000</u>

Reconciliation of the shares outstanding at the beginning and at the end of the reporting period :

Particulars	AS AT 31st MARCH'2016		AS AT 31st MARCH'2015	
	No. of Shares	Rupees	No. of Shares	Rupees
a) at the beginning of the period	7,561,400	75,614,000	7,561,400	75,614,000
b) shares allotted during the year	6,200,000	62,000,000	-	-
c) at the closing of the period	13,761,400	137,614,000	7,561,400	75,614,000

Details of Equity Shareholders holding more than 5%

Name of the Person	AS AT 31st MARCH'2016		AS AT 31st MARCH'2015	
	No. of Shares	%	No. of Shares	%
J. Bharathi	1,432,617	10.41	913,227	12.08
J. Vamsi Krishna	1,068,373	7.76	1,068,373	14.13
J. Venkata Krishna	1,069,380	7.77	1,069,380	14.14
J. Boyi Reddy	1,826,100	13.27	518,990	6.86
JAL Investments Pvt. Ltd.	2,716,700	19.74	518,990	6.86

Note 3

	2015-16	2014-15
Reserves and surplus		
a. Capital Reserves		
Opening Balance	69,465,830	69,465,830
(±) Additions / Deletions during the year	-	-
Closing Balance	69,465,830	69,465,830
b. Surplus		
Opening balance	(176,216,452)	(177,000,407)
(+) Net Profit for the current year	1,982,901	783,955
Closing Balance	<u>(174,233,551)</u>	<u>(176,216,452)</u>
Total (a + b)	<u>(104,767,721)</u>	<u>(106,750,622)</u>

Note 4

	2015-16	2014-15
Long Term Borrowings		
Unsecured		
a) Loans from Companies	16,119	43,834,119
b) Loan from Directors	205,546	19,879,921
Total	<u>221,665</u>	<u>63,714,040</u>

Note 5

	2015-16	2014-15
Other Current Liabilities		
1) Creditors -		
(a) for supplies & services	377,550	443,145
(b) for expenses and others	80,434	601,424
2) Advance from Customers	1,930,813	595,813
Total	<u>2,388,797</u>	<u>1,640,382</u>

INDO AQUATICS LIMITED

NOTE - 6 FIXED ASSETS

		(VALUE IN Rupees)						
Particulars	Gross Block			Depreciation			Net Block	
	As on 01.04.15	Additions (Deletions) During Year	Total As on 31.03.2016	As on 01.04.15	Additions (Deletions) During Year	Total As on 31.03.16	As on 31.03.16	As on 31.03.15
A) TANGIBLE ASSETS								
Land	16,231,189	-	16,231,189	-	-	-	16,231,189	16,231,189
Free hold Buildings Including Borewell Plant & Machinery, Equipments including Ponds	32,410,019	-	32,410,019	28,041,811	379,889	28,421,700	3,988,319	4,368,208
Furniture & Fixtures	98,166,647	412,000	98,578,647	92,533,748	886,166	93,419,914	5,158,733	5,632,899
Office Equipment	692,623	-	692,623	660,223	32,400	692,623	-	32,400
Vehicles	976,935	-	976,935	976,935	-	976,935	-	-
	425,327	-	425,327	425,327	-	425,327	-	-
Total :	148,902,740	412,000	149,314,740	122,638,044	1,298,455	123,936,499	25,378,241	26,264,696
B) CAPITAL WORK IN PROGRESS								
Bunds formation under Progress	1,955,000	3,224,800	5,179,800	-	-	-	5,179,800	1,955,000
Total :	1,955,000	3,224,800	5,179,800	-	-	-	5,179,800	1,955,000

INDO AQUATICS LIMITED

Note 7	2015-16	2014-15
Inventories		
Work-in-progress (Fish Under Culture)	1,054,520	3,994,630
Total	<u>1,054,520</u>	<u>3,994,630</u>
Note 8		
Cash and cash equivalents		
a. Balances with banks	265,241	10,975
b. Cash on hand	670,936	286,084
Total	<u>936,177</u>	<u>297,059</u>
Note 9		
Other Current Assets		
Particulars		
Electricity Deposit (Unsecured, considered good)	1,006,519	966,519
Other advances	1,901,484	739,896
Total	<u>2,908,003</u>	<u>1,706,415</u>
Note 10		
Other income		
Particulars		
a) Lease Income	2,852,461	1,734,875
b) Interest Received & Others	72,100	-
Total	<u>2,924,561</u>	<u>1,734,875</u>
Note 11		
Cost of materials consumed		
a) Baby Fish / Fish seed	1,354,760	124,500
b) Chicken Manure & Dung	-	748,000
c) Feed & Antibiotics	5,236,736	643,488
d) Electricity Charges	810,198	1,016,737
e) Repairs & Maint	231,000	182,306
Total	<u>7,632,334</u>	<u>2,715,031</u>
Note 12		
Changes in inventory of work-in-progress		
Opening Stock :		
Fish Under Culture	3,994,630	3,390,300
Closing Stock :		
Fish Under Culture	1,054,520	3,994,630
(Increase) / Decrease :	<u>2,940,110</u>	<u>(604,330)</u>
Note 13		
Employee Benefits Expenses		
(a) Salaries and incentives	1,341,438	1,518,433
(f) Staff welfare expenses	186,377	-
Total	<u>1,527,815</u>	<u>1,518,433</u>

===== INDO AQUATICS LIMITED =====

Note 14	2015-16	2014-15
Other expenses		
Power and fuel	141,397	60,000
Repairs & Maintenance		
Plant & Machinery	185,096	1,566,182
Others	89,357	115,847
Rates and taxes, excluding, taxes on income.	652,340	215,716
Payments to the auditor as		
Audit Fee	20,000	20,000
Miscellaneous expenses,	11,055	91,600
Advertisement	32,850	36,158
Bank Charges	24,115	10,123
Business Promotion	64,550	78,303
Conveyance	15,280	4,862
Travelling Expnses	448,644	119,155
Machinery Rent	27,675	16,500
Office Rent	156,000	156,000
Office Maint.	86,315	15,470
Other Expenses	6,537	11,183
Ponds Maintainance	455,921	369,100
Postage	37,718	16,880
Printing & Stationery	15,950	19,591
Professional Charges	15,000	6,000
Staff Welfare	25,290	185,115
Telephone Charges	26,507	32,679
Transport Charges	159,981	101,933
Vehicle Maintenance	63,237	235,141
Testing Charges	27,100	11,970
Insurance		11,458
Total	<u>2,787,915</u>	<u>3,506,966</u>

2) a) Related party transactions:-

<u>Name of the Related person</u>	<u>Nature of Relations ship</u>
Sri J B Reddy	Director – Key Managerial Person

Nature of Transactions:

<u>Particulars</u>	<u>2015-2016</u>	<u>2014-2015</u>
Unsecured loans		
Opening Balance	19879921	19309470
Receipts during the year	10245899	924733
Payments during the year	29920274	354282
Closing Balance	205546	19879921

b) Deferred / Current Taxation:

Though the company has unabsorbed depreciation, carry forward Losses and current losses, deferred Tax asset has not been recognized in the books of account since generation of sufficient taxable income in the near future is not certain.

3) AUDIT COMMITTEE:

As a part of good corporate governance and in order to facilitate the Board of Directors in fulfilling the financial responsibilities an audit committee has been constituted.

The brief description of Terms of Reference of the Audit Committee.

- a) To review the company's financial reporting process and the disclosure of its financial information to ensure the financial statement as correct, sufficient and credible.
- b) To review financial and risk management policies.
- c) To review the financial statement audited by the statutory auditors.
- d) The Audit committee has been constituted with the following four directors

1) J. Boyi Reddy	Chairman
2) Y. Shashidhar Reddy	Member
3) S. Penchalaiah	Member
4) P Sukanya	Member

The Audit committee has met 4 times during the year and all the members of the committee were present for the meetings.

- | | | |
|--|-----|-----|
| 4) Dues to the Micro, Small and Medium Enterprises | NIL | NIL |
|--|-----|-----|

INDO AQUATICS LIMITED

- 5) a) No provision has been made for gratuity in the absence of the eligible employees for the year.
b) As Per the information and explanations given to us, the provisions of Employees Provident Fund Act and Employees State Insurance Act are not applicable to the company for the year of account.
- 6) Deposits and advances receivable, creditors and advances from the customers are subject to confirmation from the concerned parties.
- 7) Earnings Per Share:
- | | 2015-2016 | 2014-2015 |
|---|--------------|------------|
| | Rs. | Rs. |
| Profit/loss after Tax | 19,82,901 /- | 7,83,955/- |
| Nominal Value of Ordinary Share | 10/- | 10/- |
| Basic / Diluted earnings per Ordinary Share | 0.14 | 0.10 |

Vide our report of even date

for and on behalf of the Board

**For Reddy A V & Co.,
Chartered Accountants**

Firm Registration No.003256S

M.RAJA REDDY
PARTNER
ICAI MEMBERSHIP No.023110

Sd/-
J B REDDY
Director

Sd/-
S. Penchalaiah
Director

Place : Hyderabad

Date: 03-09-2016

INDO AQUATICS LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2016**(Figures Rs. In Lakhs)**

	2015-16	2014-15
A) Cash Flow from Operating Activities		
Profit / Loss Before Tax & Extraordinary items	19.83	7.84
Adjustment for Depreciation	12.98	13.61
Waiver of Interest on term Loans	-	-
Adjustment for Prior Period Expenses	-	-
Misc. Expenses Written off	-	-
Operating Profit/Loss before working capital Changes	32.81	21.45
Working Capital Changes		
Deposits	-	-
Inventories	(29.40)	(6.04)
Advances	(12.02)	(9.60)
Trade & Other Payables	6.54	6.89
Cash Generated from Operations	(2.07)	12.70
Interest written off	-	-
Direct Taxes Paid	-	-
Cash Flow before Extra-Ordinary items	(2.07)	12.70
Extraordinary items	-	-
Net Cash Flow from Operating Activities	(2.07)	12.70
B) Cash flow from investing Activities		
Fixed Assets - Capital work in progress	23.38	(3.28)
NET CASH USED IN INVESTING ACTIVITIES		
C) Cash flow from financing activities		
Long Term & Other Borrowing	(634.92)	-7.38
Increase the capital Reserves	620.00	-
NET CASH USED IN FINANCING ACTIVITIES		
Net charge In Cash and Cash Equivalents (A+B+C)	6.39	2.04
Cash and Cash Equivalents (Opening Balance)	2.97	0.93
Cash and Cash Equivalents (Closing Balance)	9.36	2.97

Note: Figures in brackets represent cash outflows

Vide our report of even date**for and on behalf of the Board****for Reddy A V & Co.,
Chartered Accountants
Firm Registration No.003256S****Sd/-
J.B. Reddy
Director****Sd/-
M.Raja Reddy
Partner
ICAI MEMBERSHIP No.023110****Sd/-
S. Penchalaiah
Director****Place : Hyderabad****Date : 03-09-2016**

INDO AQUATICS LIMITED

CIN: L05005TG1991PLC013618

Regd. Office: 502, Vamsee Estate,
Ameerpet, Hyderabad - 500016. (A.P) INDIA.

E-mail: indoaquatics@gmail.com

Tel.No.: 040-23410422, Fax No.: 040-23410427

ATTENDANCE SLIP

Twenty Fourth Annual General Meeting - 30th September 2016

Please complete this Attendance Slip and hand it over at the entrance of the Meeting Hall.

Folio No. : _____

DP ID* : _____

Client ID* : _____

No. of Shares held:

I, hereby record my presence at the 24th ANNUAL GENERAL MEETING of the Company, to be held on Friday, the 30th day of September, 2016 at 10.- a.m. at **502, Vamsee Estates, Ameerpet, Hyderabad - 500016.**

* To be used for shares held in electronic form

Signature of the Shareholder / Proxy

PROXY FORM

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

INDO AQUATICS LIMITED (CIN: L05005TG1991PLC013618)

Registered Office: 502, Vamsee Estate, Ameerpet, Hyderabad - 500 016

E-mail: indoaquatics@gmail.com, Tel.No.: 040-23410422, Fax No.: 040-23410427

Name of the Member(s):	:
Registered Address	:
E-mail Id	:
Folio / DP ID - Client Id :	:

I/We being the member(s) of _____ Shares of the above named Company hereby appoint:

- Name :
 Address :
 E-mail Id :
 Signature :, or failing him
- Name :
 Address :
 E-mail Id :
 Signature :, or failing him
- Name :
 Address :
 E-mail Id :
 Signature :, or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 24th Annual General Meeting of the Company, to be held on Friday, the 30th day of September 2016 at 10.00 a.m. at **502, VAMSEE ESTATE, HYDERABAD - 500016** and at any adjournment thereof in respect of such resolutions as are indicated below:

Signed this day of 2016

Signature of the Member

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.
- For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of 24th Annual General Meeting.
- It is optional to put a 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.
- Please complete all details including details of member(s) in the above box before submission.

INDO AQUATICS LIMITED

CIN: L05005TG1991PLC013618

Regd. Office: 502, Vamsee Estate,
Ameerpet, Hyderabad - 500016. (A.P) INDIA.

E-mail: indoaquatics@gmail.com

Tel.No.: 040-23410422, Fax No.: 040-23410427

BALLOT FORM (In lieu of E-Voting at the AGM)

I/We hereby exercise my/our vote in respect of the Ordinary/Special Resolution(s) to be passed through remote e-voting/ Ballot for the business started in the AGM Notice dated 3rd September, 2016 of the Company by conveying my/our assent or dissent to the said resolution(s) in the relevant box below:

S.No	Resolutions	For	Against
Ordinary Business			
1.	Adoption of Audited Financial Statements for the year ended March 31, 2016		
2.	Re-Appointment of Mr. J B Reddy		
3.	Appointment of M/s. Reddy A V & Co., Chartered Accountants, as Statutory Auditors for the Financial Year 2016-17		

Place:

Date:

(Signature of Member)

Note: Kindly read the instructions printed overleaf before filing the form. Last date for receipt of Ballot forms by Scrutinizer is 29th September, 2016.

INSTRUCTIONS

1. In terms of Clause 35B of the Listing Agreement, those members, who do not have access to remote e-voting facility provided by the Company for the AGM in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, may send their assent or dissent in writing on the Ballot Form. Accordingly, this Ballot Form is being provided under Clause 35B of the Listing Agreement to facilitate remote e- voting provided under Section 108 of the Companies Act, 2013 at the 24th AGM of the Company.
2. (i) Members who have not registered their e-mail address with the depositories or with the Company's Registrar are being sent this Ballot Form along with the Annual Report, the remote e-voting details.
(ii) Members who have registered their e-mail addresses with its depositories or with Company's Registrar can cast their votes by remote e-voting facility.
3. A member desiring to exercise his/her vote by Ballot Form should complete this Ballot Form, sign and send so as to reach the Scrutinizer as per instruction 7.
4. Kindly note that members can opt for only one mode of voting i.e. either by Ballot form or through remote e-voting. If members are opting for remote e-voting, then they should not vote by Ballot form or vice versa. However, in case Members cast their vote both by Ballot and e-voting, then voting done through remote e-voting shall prevail and voting done by Ballot will be treated as invalid.
5. The Ballot Form should be completed and signed by the Members. In case of joint shareholding, this form should be completed and signed by the first named Member and in his/her absence, by the next named Member(s). Unsigned Ballot Forms will be rejected. The signature on the Ballot Form must tally with the specimen signature registered with the Bank
6. Where the Ballot Form has been signed by an authorized representative of a body corporate, a certified copy of the relevant authorizations to vote on the Ballot should accompany the Ballot Form. A member may sign the Form through an Attorney appointed specifically for this purpose, in such case an attested true copy of the Power of Attorney should be attached to the Postal Ballot Form.

===== INDO AQUATICS LIMITED =====

7. Duly completed Ballot Forms should reach the Scrutinizer not later than 5.00 P.M. on Thursday, 29th September, 2016. Any Ballot Form received after this date will be treated as if the reply from the member has not been received. No other form or photocopy of the Ballot Form will be permitted/accepted by the Company.
8. A member may request for a duplicate Ballot Form, if so required. However the duly filled in duplicate Ballot Form should reach the Scrutinizer not later than the time and date specified at Instruction No. 7 above.
9. Voting rights of the members shall be in proportion of their share in the paid up equity share capital of the Company as on 29th September, 2016, which is the Record Date fixed for this purpose. The Scrutinizer will submit his report to the Chairman after completion of the scrutiny and the result of voting will be announced within two days after conclusion of the Annual General Meeting.
10. Members are requested not to send any other paper along with the Postal Ballot Form in the enclosed self-addressed postage prepaid envelope in as much as all such envelopes will be sent to the Scrutinizer and any extra paper found in such envelope would be destroyed by the Scrutinizer.
11. There will be only one Postal Ballot Form for every folio irrespective of the number of joint member(s).
12. A member need not use all the votes nor does he need to cast all the votes in the same way.
13. The Scrutinizer's decision on the validity of a Ballot will final and binding.
14. Incomplete, unsigned or incorrect Ballot Forms will be rejected.
15. The date of AGM will be the deemed date of passing resolution(s) through remote e-voting/Ballot. It may also be noted that, in terms of Section 114 of the Companies Act, 2013, the Resolutions contained in the AGM Notice will be deemed to have been passed through remote e-voting and Ballot Form unless the Poll is taken at the AGM. Accordingly, the results shall be declared in terms of Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, as the case may be.
16. The right of remote e-voting and Ballot Form shall not be exercised by a Proxy.

E-Communication Registration Form

Dear Sir,

Sub: Registration of my email address –
Green Initiative in Corporate Governance

I agree to receive the documents as referred in letter dated 03.09.2016, in electronic mode. Please register my email address in your records, being my consent towards the same.

Folio No.:

Email ID :

Name of First / Sole Holder:

Signature of the First & Joint Holder(s):
(as per Specimen Registered)

INDO AQUATICS LIMITED

CIN: L05005TG1991PLC013618

Regd. Office: 502, Vamsee Estate,
Ameerpet, Hyderabad - 500016. (A.P) INDIA.

E-mail: indoaquatics@gmail.com

Tel.No.: 040-23410422, Fax No.: 040-23410427

Date: 03rd September, 2016

Dear Shareholder,

Re: Green Initiative in Corporate Governance: Go Paperless

The Ministry of Corporate Affairs ("Ministry"), Government of India, has taken a "Green Initiative in Corporate Governance" by allowing paperless compliances by companies through electronic mode. In accordance with the recent Circular No. 17/2011 dated 21.04.2011 and 18/2011 dated 29.04.2011 issued by the Ministry, Companies can now send various notices/ documents (including notice calling Annual General Meeting, Audited Financial Statements, Directors' Report, Auditors' Report, etc.) to their shareholders through electronic mode, to the registered email addresses of the shareholders.

It is a welcome move for the society at large, as this will reduce paper consumption to a great extent and allow public at large to contribute towards a greener environment.

This is a golden opportunity for every shareholder of Advent Computer Services Limited to contribute to Green Initiative of the Ministry of Corporate Affairs. All you need to do is to register your email address in the format given below.

1. If you are holding shares in demat form, register your email with the Depository Participants (DP) with whom you are maintaining your demat account.
2. a. If you are holding shares in physical form, you are requested to provide e-mail address by completing the 'E-communication Registration Form' attached hereto and return the same to:

M/s. Aarathi Consultants Pvt Ltd.,

1-2-285, Domalguda,

Hyderabad – 500029.

Tel.: 91-40-27638111/4445;

Fax: +91-40-27632184

E-mail: info@aarthiconsultants.com

- b. It is also desirable that the equity shares held by you in physical form are converted into demat form. In case, you do not have demat account, we request you to approach any DP and complete the process of opening a demat account and thereafter submit the physical shares to the said DP for crediting the said equity shares in your demat account in due course.

We shall treat the email ID as your registered email ID and use it for sending documents/ notices electronically. Also you can change your registered email ID from time to time as explained above.

Please note that as a member, you are always entitled to receive on request, a copy of the said documents, free of cost, in accordance with the provisions of the Companies Act, 2013.

Best
Regards

For INDOAQUATICS LIMITED

Sd/-
J B Reddy
Director

BOOK-POST

To

If undelivered, please return to:

INDO AQUATICS LIMITED

Reg. Office : 502,

Vamsee Estate,

Ameerpet, Hyderabad - 500 016

Telangana State, INDIA