



SANGHVI

SANGHVI MOVERS LIMITED





LIEBHERR LTM 1160/2 (Capacity : 160 Ton)
All Terrain Tyre mounted Telescopic Boom
Crane doing the erection & assembly of
Liebherr Harbor Mobile (LHM 550 -141546)
Crane for Tuticorin Port Trust, Tuticorin at
Tamilnadu

Terex Demag CC 2800/1 Crawler Lattice
Boom Crane erecting 2 MW Wind Turbine at
a height of more than 100 meters in Central
part of India





Board of Directors Chandrakant Sanghvi - Chairman & Managing Director Vijay Mainkar - Independent Director Dara Damania - Independent Director S. Padmanabhan - Independent Director Pradeep Rathie - Independent Director Dinesh Munot - Independent Director Madhukar Kotwal - Independent Director Mina Sanghvi - Non Executive Woman Director Sham Kajale - Joint Managing Director & CFO	Bankers Axis Bank Bank of Baroda HDFC Bank ICICI Bank IDBI Bank State Bank of India The Saraswat Co-Op Bank Limited
Company Secretary & Chief Compliance Officer Rajesh Likhite	Information for the Shareholders Annual General Meeting: Monday, 13th August 2018 Time : 03.30 P.M. Venue : Registered Office of the Company Date of Book Closure : 30 th July 2018 to 13 th August 2018 (Both days inclusive)
Auditors B S R & Co LLP. Chartered Accountants	
Registered Office Survey No.92, Tathawade, Taluka Mulshi, Pune - 411033 Tel : 91-20-66744700 Fax : 91-20-66744724 E-Mail : info@sanghvicranes.com cs@sanghvicranes.com Website : www.sanghvicranes.com CIN : L29150PN1989PLC054143	CONTENTS
	BUSINESS OVERVIEW:
Financial Highlights 2	STATUTORY REPORTS:
Notice 3	Director's Report 13
Management Discussion and Analysis 29	Report on Corporate Governance 39
Registrar & Share Transfer Agent Link Intime India Pvt. Limited Block No 202, Akshay Complex, 2 nd Floor, Near Ganesh Temple, Off Dhole Patil Road, Pune – 411001 Tel : +91 20 26160084/ 26161629 Fax : +91 20 26163503 E-mail : pune@linkintime.co.in Website : www.linkintime.co.in	Audit Report 61
	FINANCIAL STATEMENTS:
	Balance Sheet 70
	Statement of Profit & Loss Account 71
	Cash Flow Statement 73
Notes forming part of the Financial Statements 75	

ENGINEERING

CRANE RENTALS

LIFT PLANNING

HEAVY LIFT

BS OHSAS 18001:2007 CERTIFIED COMPANY

ISO 9001:2015 & ISO 14001:2015 CERTIFIED COMPANY

FINANCIAL HIGHLIGHTS

(₹ in Lakhs)

PARTICULARS	2017-18	2016-17	2015-16	2014-15	2013-14
Total Income	24,845.22	56,288.21	53,728.79	31,562.58	24,973.26
Total Expenditure	14,483.64	18,665.94	18,378.84	12,974.23	10,790.31
Gross Profit	10,361.57	37,622.27	35,349.95	18,588.35	14,182.95
Interest	5,474.94	6,474.00	5,539.69	4,266.68	4,620.68
Profit before Depreciation & Tax	4,886.63	31,148.26	29,810.26	14,321.67	9,562.27
Depreciation	13,673.44	14,998.45	12,631.68	12,001.67	11,858.69
Profit Before Tax	(8,786.81)	16,149.82	17,178.58	2,320.00	(2,296.42)
Provision For Taxation					
Current Tax & Previous Years' Tax	(121.26)	5,360.12	5,823.14	1,444.59	31.81
Differed Tax	(2,917.57)	(128.13)	659.86	69.51	(877.97)
Profit After Tax Before Extra Ordinary Items	(5,747.98)	10,917.84	10,695.58	805.90	(1,450.26)
Profit After Tax After Extra-Ordinary Items	(5,747.98)	10,917.84	10,695.58	805.90	(1,450.26)
Cash Profit	7,925.46	25,916.28	23,327.26	12,877.07	9,530.46
Gross Block	2,41,222.69	2,35,675.47	2,20,295.79	1,71,702.75	1,71,282.50
Accumulated Depreciation	1,15,866.98	1,06,597.68	95,190.18	82,574.08	70,799.39
Net Block	1,25,355.71	1,29,077.79	1,25,105.62	89,128.67	1,00,483.11
Dividend					
In Percentage	Nil	200	150	25	Nil
In Amount	Nil	1,731.52	1,298.64	216.44	Nil
Paid-Up Capital	865.76	865.76	865.76	865.76	865.76
Reserves	78,030.28	85,270.32	74,677.12	64,571.22	64,025.82
Shareholders' Funds	78,896.04	86,136.08	75,542.88	65,436.98	64,891.58
Debt : Equity	0.69:1	0.64:1	0.81:1	0.51:1	0.72:1
Earning Per Share (₹)					
Basic	(13.28)	25.22	24.71	1.86	(3.35)
Diluted	(13.28)	25.22	24.71	1.86	(3.35)
Cash EPS	18.31	59.87	53.89	29.75	22.02
Book Value	182.26	198.98	174.51	151.17	149.91
Capex	11,561.87	22,453.04	48,613.75	1,600.00	Nil

Notice

NOTICE is hereby given that the Twenty-ninth Annual General Meeting of the Members of Sanghvi Movers Limited will be held on Monday, the 13th day of August 2018, at 3.30 p.m. at the Registered Office of the Company, at Survey No. 92, Tathawade, Taluka Mulshi, Pune 411033, to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Financial Statements for the year ended on 31st March 2018, including audited Balance Sheet as at 31st March 2018 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Sham D. Kajale (holding DIN 00786499), who retires by rotation and being eligible, offers himself for re-appointment.

Special Business:

3. **Change in designation of Mr. Sham D. Kajale, from Executive Director & CFO to Joint Managing Director & CFO of the Company, as an Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), as amended or re-enacted from time to time, read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Articles of Association, Schedule V of the Act and the Rules made there under and in partial modification of the resolution passed by the Members at the 26th Annual General Meeting of the Company held on 23rd September 2015, consent of the members of the Company be and is hereby accorded for change in designation of Mr. Sham D. Kajale, from "Executive Director & CFO" to "Joint Managing Director & CFO" of the Company, with effect from 13th November 2017, till the end of the tenure of his appointment viz. 01st September 2020, on the same terms and conditions, including payment of remuneration and perquisites, as set out in the Agreement, to be entered into by the Company with Mr. Sham D. Kajale, draft whereof is placed before the Meeting and that the said Agreement be and is hereby specifically sanctioned and approved with an authority and power to the Board of Directors of the Company ("the Board"), to alter and vary the terms and conditions of the appointment and/or the Agreement in such manner as the Board may think fit, so as not to exceed the limits specified in Schedule V to the Act (including any statutory modifications or re-enactment thereof, for the time being in force or any amendments or modifications that may hereafter be made there to by the Central Government), as may be agreed between the Board and Mr. Sham D. Kajale.

RESOLVED FURTHER THAT the Board or Nomination & Remuneration Committee of the Board of Directors of the Company be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this resolution."

By Order of the Board of Directors
For Sanghvi Movers Limited

Rajesh P. Likhite
Company Secretary &
Chief Compliance Officer
ACS-13151

Place: Pune

Date: 25th May 2018

Registered Office:

Survey No. 92, Tathawade,

Taluka Mulshi, Pune 411033

CIN: L29150PN1989PLC054143

Tel No. +91 (20) 66744700

Fax No: +91 (20) 66744727

E-mail: cs@sanghvicranes.com

Website: www.sanghvicranes.com

NOTES:

1. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") and Secretarial Standard 2 issued by The Institute of Company Secretaries of India setting out material facts concerning the business under Item No. 3 of the Notice, is annexed hereto. The relevant details as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (herein after referred as "SEBI Listing Regulations"), of the person seeking appointment/re-appointment as Director/(s) under Item No. 2 of the Notice are also annexed.

Pursuant to SS-2 i.e. Secretarial Standard on General Meetings as issued by the Institute of Company Secretaries of India, the route map for reaching the Meeting venue showing the prominent landmarks is given elsewhere in this Notice. Further, the Company has uploaded the above route map on its website at http://www.sanghvicranes.com/media/SML_29th_AGM_Map.pdf.

2. IN TERMS OF THE PROVISIONS OF SECTION 105 OF THE COMPANIES ACT, 2013, READ WITH RULE 19 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY FORM, IN ORDER TO BE EFFECTIVE, MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT (10%) OF THE TOTAL SHARE CAPITAL OF THE COMPANY.

3. The instrument of Proxy in order to be effective should be deposited at the Registered Office of the Company duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.
4. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified true copy of the board resolution authorising their representative to attend and vote on their behalf at the meeting.
5. Members/Proxies are requested to bring their duly filled Attendance Slips to be deposited to Company's officials at the venue of the meeting.
6. The Register of Members and Share Transfer Books of the Company will remain closed from Monday, 30th day of July 2018 to Monday 13th day of August 2018 (both days inclusive). The cut-off date for e-voting is 06th August 2018.
7. In terms of Article 135 of the Articles of Association of the Company, read with Section 152 of the Companies Act, 2013, Mr. Sham D. Kajale retire by rotation at the ensuing Meeting and being eligible, offer himself for re-appointment. The Board of Directors of the Company recommends respective re-appointment.
8. Details as required in sub-regulation (3) of Regulation 36 of the Listing Regulations, in respect of the Director seeking appointment/re-appointment at the Annual General Meeting, forms integral part of the Notice. Requisite declarations have been received from the Director for their appointment/re-appointment.
9. Members whose shareholding is in the dematerialised form are requested to direct change of address and updation of bank account details to the respective depository participants.
10. Members are requested to:
 - intimate to the Company's Registrar & Share Transfer Agent/their Depository Participants (DP) changes, if any, in their registered addresses at an early date,
 - quote ledger folio numbers and/or DP Identity and Client Identity Numbers in all their correspondence,
 - inform the Registrar & Share Transfer Agent of the Company the particulars of Bank Account Number with the Name of the Bank and its Branch,
 - direct all their correspondence to the Registrar & Share Transfer Agent of the Company and
 - bring their copies of the Annual Report and the Attendance Slips with them at the Annual General Meeting.
11. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.

12. Members desirous of obtaining any information concerning accounts and operations of the Company are requested to address their questions in writing to the Company atleast 10 days in advance before the date of Annual General Meeting, so that the information required may be made available at the Meeting.
13. On 28th February 2017, the Ministry of Corporate Affairs notified Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Amendment Rules, 2017. Further, as per provisions of Section 124 (6) of the Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, including the statutory modification(s) or re-enactment(s) thereof, for the time being in force ("IEPF Rules, 2016"), Equity Shares of the Company in respect of which dividend amounts have not been claimed/encashed for the last seven consecutive years or more are required to be transferred by the Company to the IEPF Suspense Account of the Investor Education and Protection Fund Authority ("IEPF"). The Shareholders, who have not claimed the Dividend for the Years ended 31st March 2011, onwards, are requested to claim the same from the Company at the earliest.
14. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. The Members holding shares in dematerialized form are requested to submit the PAN to the Depository Participants with whom the demat account is maintained. Members holding the shares in physical mode are requested to submit their PAN to the Company/Registrars and Transfer Agent.
15. Electronic copy of the Notice of the Twenty-ninth Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the Members whose email IDs are registered with the Company/Depository Participant(s) for communication purposes unless any Member has requested for a hard copy of the same. For Members who have not registered their email address, physical copies of the Notice of the Twenty-ninth Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.
16. Members may also note that the Notice of the Twenty-ninth Annual General Meeting and the Annual Report for the financial year 2017-18 will also be available on the Company's website www.sanghvicranes.com for their download.
17. **Voting through electronic means:**

In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, modifications and amendments thereof and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating e-Voting to enable the Shareholders to cast their votes electronically. The facility for casting the vote through Ballot Paper or venue e-Voting will be made available at the Meeting and the Members attending the Meeting who have not casted their vote by means of remote e-Voting shall be able to cast their vote at the Meeting through Ballot Paper or venue e-Voting.

The Members who have casted their vote by remote e-Voting may also attend the Meeting but shall not be

entitled to cast their vote again. In case any Member casts his / her vote through Ballot or venue e-Voting to be conducted at the Meeting in addition to remote e-Voting, his voting through remote e-Voting shall be considered as Final and vote casted through Ballot or venue e-Voting shall be considered as invalid.

INSTRUCTIONS FOR ELECTRONIC VOTING BY MEMBERS:

18. The e-voting period commences on 10th August 2018 (09.00 am IST) and ends on 12th August 2018 (5.00 pm IST). A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e. 06th August 2018 only shall be entitled to avail the facility of remote e-voting/Ballot/venue e-voting. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue. The e-voting module shall be disabled by CDSL for voting thereafter.

A. In case a Member receives an email [for members whose email IDs are registered with the Company / Depository Participants(s)]:

- (i) Launch internet browser by typing the following URL: www.evotingindia.com
- (ii) Click on Shareholders/Members
- (iii) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (iv) Next enter the Image Verification as displayed and Click on Login.
- (v) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> Members who have not updated their PAN with the Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> If both the details are not recorded with the depository or Company please enter the Member ID / folio number in the Dividend Bank details field as mentioned in instruction (iii).

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Members holding shares in physical form will then directly reach the Company selection screen. However, Members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN of SANGHVI MOVERS LIMITED on which you choose to vote.
- (x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take out print of the voting done by you by clicking on "Click here to print" option on the voting page.
- (xv) If Demat account holder has forgotten the changed login password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android/iOS/windows based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xvii) Note for Non-Individual Shareholders and Custodians
 - Non-Individual Shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.