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ANNUAL ACCOUNTS

**YASHO INDUSTRIES
PRIVATE LIMITED**

FOR THE YEAR 2016 - 2017

AUDITORS

G.V. RADIA AND ASSOCIATS

MUMBAI

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Directors' Report



To
The Members,

Your Directors have pleasure in presenting the 31st Annual Report of Yasho Industries Private Limited along with the Audited Financial Statements for the year ended 31st March, 2017.

1. Financial Summary or performance of the company:

(Rupees in lacs)

PARTICULARS	YEAR ENDED	YEAR ENDED
	31.03.2017	31.03.2016
Total Income	19617.64	19204.46
Profit before Tax	563.25	242.76
Less: Tax	(296.99)	(76.94)
Profit after Tax	266.26	165.82
Add: Balance brought forward	245.70	79.89
Net Profit available for appropriation	511.96	245.71

2. State of Company's affairs

3. The Company has reported total income of ₹19617.64 lacs for the current year as compared to ₹19204.46 lacs in the previous year. The Net Profit for the year under review amounted to ₹266.26 lacs in the current year as compared to ₹165.82 in the previous year. **Transfer to reserves**

The Company has not transferred any amount to General Reserve. However the Company has retained the current year profit in the Profit and Loss Reserve fund.

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4. Dividend

The Directors of the Company has not recommended any dividend for the Financial Year ended 31st March, 2017.

5. Share Capital

The paid up Equity Share Capital as on March 31, 2017 was ₹1000 lacs divided into 10,00,00,000 equity shares of Re 1/- each. During the year under review, the Company has not issued any equity shares with or without differential voting rights.

6. Material Changes between the date of the Board report and end of financial year.

There have been no material changes and commitments, if any, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

7. Provision of financial assistance to the employees of the company for the purchase of its own shares.

The company has not provided any financial assistance to its employees as per section 67 of the Companies Act, 2013. And employees of the company do not exercise any voting right in the company directly or indirectly.

8. Significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future:

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During the year under review there has been no such significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

9. Subsidiary Company:

As on March 31, 2017, the Company does not have any subsidiary.

10. Statutory Auditor & Audit Report:

M/s G.V Radia & Associates, Chartered Accountants, statutory auditors of the Company having firm registration number 138160W were appointed in the Annual General Meeting held on 11th August, 2016 for a period of 5 years starting from 01st April, 2016 to 31st March, 2021, subject to the ratification by the members at every Annual General Meeting.

There are no qualifications or observations or remarks made by the Auditors in their Report.

11. Appointment of Cost Auditor:

Your Company has appointed M/s. Kishore Bhatia and Associates. (FRN : 00294) Cost Accountants as Cost Auditors of the Company for the Financial Year 2016-17.

12. Change in the nature of business :

There is no change in the nature of the business of the company

13. Details of Change in composition of Directors or key managerial personnel;

During the financial year there was no change in the composition of Board of Directors of the Company.

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14. Deposits:

The Company has not invited/ accepted any deposits from the public during the year ended March 31, 2017. There were no unclaimed or unpaid deposits as on March 31, 2017.

15. Conservation of energy, technology absorption, foreign exchange earnings and outgo:

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule, 8 of The Companies (Accounts) Rules, 2014, is annexed herewith as “Annexure - A”.

16. Corporate Social Responsibility:

The Company constituted a Corporate Social Responsibility Committee as fall within purview of Section 135(1) of the Companies Act, 2013 further Company has not spent any amount on CSR activity as this is the first year of CSR applicability to the Company. The CSR Committee is in the process of identifying suitable project for CSR Spending. The Annual Report of CSR is annexed herewith as “Annexure D”

17. Number of meeting of the Board:

During the year 2016-17, the Board of Directors met 14 times.

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18. Directors' Responsibility Statement:

Pursuant to the requirement under section 134(3)(C) of the Companies Act, 2013 with respect to Directors' Responsibility Statement, it is hereby confirmed that:

- i. In the preparation of the annual accounts for the financial year ended 31st March, 2017, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- ii. The directors had 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 as at March 31, 2017 and of the profit and loss of the company for that period;
- iii. The directors had 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;
- iv. The directors had prepared the annual accounts on a going concern basis; and
- v. The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

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19. Declaration by Independent Directors

The Company was not required to appoint Independent Directors under Section 149(4) and Rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014, hence no declaration has been obtained.

20. Company's policy on directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under sub-section (3) of section 178;

The Company, being a Private Limited Company was not required to constitute a Nomination and Remuneration Committee under Section 178(1) of the Companies Act, 2013 and Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Stakeholders Relationship Committee under Section 178(5) of the Companies Act, 2013.

21. Audit Committee

The Company, being a Private Limited Company was not required to constitute Audit Committee under Section 177(1) of the Companies Act, 2013 and Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014.

22. Establishment of Vigil Mechanism

The Company has established Vigil Mechanism Policy under Section 177(9) of the Companies Act, 2013 and Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014.

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23. Disclosure with respect to Directors' and Key Managerial Personnel's remuneration.

The company being a Private Limited Company the provisions of section 197(12), 197(14) and Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not applicable.

24. Secretarial Audit Report

The company being a Private Limited Company the provisions of Secretarial Audit under section 204 and Rule 9 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not applicable.

25. Particulars of loans, guarantees or investments:

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

26. Extract of Annual Return

The details forming part of the extract of the Annual Return in form MGT-9 is annexed herewith as "Annexure - B" to this report.

27. Particulars of Employee:

None of the employee has received remuneration exceeding the limit as stated in rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

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28. Internal Control Systems and their Adequacy

The Company has an internal financial control system commensurate with the size and scale of its operations and the same has been operating effectively.

29. Risk management policy

The Company has a robust Risk Management framework to identify, evaluate business risks and opportunities. This framework seeks to create transparency, minimize adverse impact on the business objectives and enhance the Company's competitive advantage.

30. Related Party Transactions

Particulars of contracts or arrangements with related parties referred to in sub-section (1) of section 188 in the form AOC-2 is annexed herewith as "**Annexure - C**" to this report

31. Prevention of Sexual Harassment of Women at Workplace

The Company has in place a policy on Prevention, Prohibition and Redressal of Sexual Harassment at workplace in line with the requirements of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

An Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. The policy has set guidelines on the redressal and enquiry process that is to be followed by complainants and the ICC, whilst dealing with issues related to sexual harassment at the work place. All women employees (permanent, temporary, contractual and trainees) are covered under this policy. The Company has not received any complaints during the year.

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32. Acknowledgments:

Your Directors take this opportunity to place on record their appreciation and sincere gratitude to the Government of India, Government of Maharashtra, and the Bankers to the Company for their valuable support and look forward to their continued co-operation in the years to come.

Your Directors acknowledge the support and co-operation received from the employees and all those who have helped in the day to day management.

For and on behalf of the Board of Directors

Place: Mumbai

Dated:




Parag Vinod Jhaveri
Chairman
DIN: 01257685

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Annexure A

Information under Section 134(3)(m) of the Companies Act,2013 read with rule 8(3) the Companies (Accounts) Rules,2014 and forming part of the Report of the Directors

(A) Conservation of energy-

1	the steps taken or impact on conservation of energy;	The Company has regularly conducted the seminars to educate the employees of the Company to conserve the energy.
2	the steps taken by the company for utilizing alternate sources of energy;	N.A.
3	the capital investment on energy conservation equipments;	NIL

(B) Technology Absorption-

1	the efforts made towards technology absorption;	Through continues Research in the filed of Technology, the efforts are made to bring the innovative Technology to increase the productivities.
2	the benefits derived like product improvement, cost reduction, product development or import substitution;	NIL
3	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year);	NIL
3	the expenditure incurred on Research and Development;	NIL

(C) Foreign Exchange earnings and Outgo -

Particulars	2016-2017	2015-2016
Export of goods calculated on F.O.B. basis	1,234,119,408.00	954,686,604.00
Total Foreign Exchange Received	1,234,119,408.00	954,686,604.00
Expenditure		
i) C.I.F value of Goods Imported	1,045,002,256.00	1,060,033,812.00
ii) Commission	2,303,398.00	1,680,084.00
iii) Re-imbusement Expenses	-	-
iv) Foreign Travel Expenses	1,117,116.00	3,167,909.00
v) Certificate Expenses	146,287.00	332,252.00
Total Foreign Exchange used	1,048,569,057.00	1,065,214,057.00



ANNUAL REPORT ON CSR ACTIVITIES

1. A brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken.

The Company has framed CSR Policy with aim and object to promote education, protect environment, employment, health care, etc. In compliance with provision of the Companies Act, 2013 and rules made thereunder.

2. The Composition of CSR Committee:

Mr. Parag Jhaveri - Chairman

Mr. Yayesh Jhaveri - Member

Mr Vinod Jhaveri - Member

3. Average net profit of the Company for the last three financial years:
Rs.12.78 Lacs

Sr. no	Computation of profit for CSR	Amount in Rs.(in Lacs)	
1.	Net Profit as per section 198: <ul style="list-style-type: none">• FY 2013-14• FY 2014-15• FY 2015-16	(229.04) 24.64 242.76	38.36
2.	Average net profit of last three years		12.786

4. Prescribed CSR Expenditure (two percent of the amount as in item 3 above):
Rs. 0.255 Lacs

5. Details of CSR spent during the financial year.

i) Total amount spent for the financial year ; - Nil

ii) Amount unspent; - . Rs.0.255 Lacs

iii) Manner in which the amount spent during the financial year – Not applicable

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Sr No	CSR project or activity identified	Sector in which the project is covered	Project or programs (1) Or other specify area or other (2) specify the state and district where project where programs was under taken	Amount outlay (budget) Project or programs wise	Amount spent on projects or programs Sub-heads: (1) Direct expenditure on projects or programs (2) Overheads	Cumulative expenditure upto the reporting period Apr to March	Amount spent : Direct Or through Implementing agency
1	NIL	NIL	NIL	NIL	NIL	NIL	NIL

- iv) Reason for not spending the amount: The Company has constituted CSR Committee within the preview of section 135(1) of the Companies Act, 2013, further Company has formulated policy on corporate social responsibility. However as this is the first year of applicability of CSR to the Company, and Directors are in process of identifying the suitable projects for CSR policy.


Parag Jhaveri

(Chairman)



Yayesh Jhaveri

(Member)

Mr Vinod Jhaveri

(Member)

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Corporate Social Responsibility Policy

YASHO INDUSTRIES PRIVATE LTD

CONTEXT

The Companies Act, 2013 has introduced the idea of Corporate Social Responsibility (CSR). Our Company believes the policy which is more and more beneficial to the society at large by promoting and encouraging health, economic and social development and also giving active support to local initiatives around its area of operation thereby promoting upliftment of people in varied arenas of life.

In pursuant to the Section 135 of the Companies Act, 2013 (hereinafter refer as "the Act") read with the Companies (Corporate Social Responsibility Policy) Rule, 2014, the Company which fulfills the criteria specified in the Act, is require to adopt the Corporate Social Responsibility (CSR) policy in the organization to add sense of responsibility and contribution among corporate which is expected to be Beneficial to different class of people such as children, women, uneducated, unemployed etc. towards which such CSR activities may be focused.

Produced here below is the "Corporate Social Responsibility (CSR) Policy" to contribute more and more to the social and economic development of the communities in which we operate. In so doing build a better, sustainable way of life for the weaker sections of society and raise the country's human development index.

OBJECTIVES

Embrace responsibility for the Company's actions and encourage a positive impact through its activities on hunger, poverty, malnutrition, environment, communities, stakeholders and the society.

FOCUS AREAS

CSR Policy relates to the activities to be undertaken by the Company as specified in Schedule VII to the Act and the expenditure thereon, excluding activities undertaken in pursuance of normal course of business of a company). The details of the activities which the Company can undertake are mentioned here below.

The activities that can be undertaken by a company to fulfil its CSR obligations are mentioned here below:

1. Eradicating extreme hunger and poverty,
2. Promotion of education
3. Promoting gender equality and empowering women.
4. Reducing child mortality and improving maternal health.
5. Combating human immunodeficiency virus, acquired immune deficiency syndrome, malaria and other diseases.
6. Ensuring environmental sustainability
7. Employment enhancing vocational skills,
8. Social business projects,
9. contribution to the Prime Minister's National Relief Fund or any other fund set up by the Central Government for socio economic development and relief funds for the welfare of Schedule Castes, the Schedule Tribes, Other Backward Classes, minorities and women, and
10. Such other matters as may be prescribed.

Following activities shall not be considered under the CSR activities.

- a) Activities that benefit only the employees of the Company and their families.
- b) Contribution of any amount to any political party.
- c) Activities undertaken outside India.

UNDERTAKING CSR ACTIVITIES

The Company will undertake its CSR activities, approved by the CSR Committee.

LOCATION OF CSR EFFORTS

The CSR committee will decide on the locations for CSR activities

COMPOSITION OF CSR COMMITTEE

The Company has instituted Corporate Social Responsibility Committee (hereinafter referred as "the CSR Committee") as per the provision of Section 135 of the said Act; to do the work as mentioned herein after.

The said Committee will consist of following members:

Sr. No.	Name of the Person	Position
1.	Parag Vinod Jhaveri	Director
2.	Yayesh Vinod Jhaveri	Director
3.	Vinod Harilal Jhaveri	Director

RESPONSIBILITIES OF THE COMMITTEE

The CSR Committee is responsible for:

- To Recommend the amount of expenditure to be incurred on the activities herein before.
- To monitor the implementation of Corporate Social Responsibility Policy of the Company from time to time.

GOVERNANCE

The Company may conduct CSR through

- Directly, or
- Registered trust, or
- Registered society, or

Further to that the Company may also collaborate with our other associate Companies to undertake the CSR activities.

FUNDING, SELECTION AND MONITORING PROCESS

The Company is required to spend at least 2% of the average *Net profit of past 3 financial years on specified CSR activities.

*Net Profit means the net profit of the Company as per its financial statement prepared in accordance with the applicable provisions of the Act, but shall not include the following;

- a) Any profit arising from any overseas branch or branches of the Company, whether operated as a separate Company or otherwise; and
- b) Any dividend received from other Companies in India which are covered under and complying the provisions of CSR rules.

Annexure B
FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
as on financial year ended on 31.03.2017



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:

i	CIN	U74110MH1985PTC037900
ii	Registration Date	10/30/1985
iii	Name of the Company	Yasho Industries Private Ltd
iv	Category/Sub-category of the Company	Company limited by Shares/ Non-Government Company
v	Address of the Registered office & contact details	Nimish Apts, Juhu Scheme Road no.5, Vile Parle (west), Mumbai- 400 056
vi	Whether listed company	Unlisted
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	N.A.

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

SL. No.	Name & Description of main products/services	NIC Code of the Product	% to total turnover of the company
1	Manufacture of Chemicals	2011	100%

III PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES

Sl. No.	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE
	NIL		

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Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF		98482000	98482000	98.48%	0	98482000	98482000		0
b) Central Govt.or State Govt.	0	0	0	0.00%	0	0	0	0.00%	0
c) Bodies Corporates	0	0	0	0.00%	0	0	0	0.00%	0
d) Bank/Fl	0	0	0	0.00%	0	0	0	0.00%	0
e) Any other		0	0	0.00%	0	0	0	0.00%	0
SUB TOTAL:(A) (1)	0	98,482,000	98,482,000	98.48%		98,482,000	98,482,000	0.00%	0
(2) Foreign									
a) NRI- Individuals	0	0	0	0.00%	0	0	0	0.00%	0
b) Other Individuals	0	0	0	0.00%	0	0	0	0.00%	0
c) Bodies Corp.	0	0	0	0.00%	0	0	0	0.00%	0
d) Banks/Fl	0	0	0	0.00%	0	0	0	0.00%	0
e) Any other	0	0	0	0.00%	0	0	0	0.00%	0
SUB TOTAL (A) (2)	0	0	0	0.00%	0	0	0	0.00%	0
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)	-	98,482,000	98,482,000	98.48%		98,482,000	98,482,000	0.00%	0
B. PUBLIC SHAREHOLDING									
(1) Institutions									
a) Mutual Funds	0	0	0	0.00%	0	0	0	0.00%	0
b) Banks/Fl	0	0	0	0.00%	0	0	0	0.00%	0.00%
c) Cenntral govt	0	0	0	0.00%	0	0	0	0.00%	0
d) State Govt.	0	0	0	0.00%	0	0	0	0.00%	0
e) Venture Capital Fund	0	0	0	0.00%	0	0	0	0.00%	0
f) Insurance Companies	0	0	0	0.00%	0	0	0	0.00%	0
g) FIIS	0	0	0	0.00%	0	0	0	0.00%	0
h) Foreign Venture Capital Funds	0	0	0	0.00%	0	0	0	0.00%	0
i) Others (specify)	0	0	0	0.00%	0	0	0	0.00%	0
SUB TOTAL (B)(1):	0	0	0	0.00%	0	0	0	0.00%	0.00%
(2) Non Institutions									
a) Bodies corporates									
i) Indian	0	0	0	0.00%	0	0	0	0.00%	0.00%
ii) Overseas	0	0	0	0.00%	0	0	0	0.00%	0
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakhs	0	17000	17000	0.02%	0	17000	17000	0.02%	0.00%
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	0	1501000	1501000	1.50%	0	1501000	1501000	1.50%	0.00%
c) Others (specify)									
i) Truts	0	0	0	0.00%		0	0	0.00%	0.00%
ii) HUF	0	0	0	0.00%		0	0	0.00%	0.00%
iii) Partnership Firm	0	0	0	0.00%		0	0	0.00%	0.00%
SUB TOTAL (B)(2):	0	1518000	1518000	1.52%	0	1518000	1518000	1.52%	
Total Public Shareholding (B)= (B)(1)+(B)(2)	0	1518000	1518000	1.52%	0	1518000	1518000	1.52%	
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	-	100,000,000	100,000,000	100.00%		100,000,000	100,000,000	1.52%	-

(ii) SHARE HOLDING OF PROMOTERS

SI No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No of shares	% of total shares of the company	% of shares pledged	NO. of shares	% of total shares of the	% of shares pledged encumbered	
1	Parag Jhaveri	5800000	5.80%	0	5800000	5.80%	0	
2	Parag Jhaveri (HUF)	6450000	6.45%	0	6450000	6.45%	0	
3	Vinod Jhaveri	24782000	24.78%	0	24782000	24.78%	0	
4	Vinod Jhaveri (HUF)	6900000	6.90%	0	6900000	6.90%	0	
5	Jigna Jhaveri	7850000	7.85%	0	7850000	7.85%	0	
6	Niranjana Jhaveri	6800000	6.80%	0	6800000	6.80%	0	
7	Yayesh Jhaveri	6900000	6.90%	0	6900000	6.90%	0	
8	Yayesh Jhaveri(HUF)	6550000	6.55%	0	6550000	6.55%	0	
9	Nilesh Jhaveri	5450000	5.45%	0	5450000	5.45%	0	
10	Nilesh Jhaveri (HUF)	6700000	6.70%	0	6700000	6.70%	0	
11	Neha Jhaveri	7750000	7.75%	0	7750000	7.75%	0	
12	Payal Jhaveri	6550000	6.55%	0	6550000	6.55%	0	
	Total	98,482,000	98.48%	0	98,482,000	98.48%	0	0

(iii) CHANGE IN PROMOTERS' SHAREHOLDING - THERE IS NO CHANGE

SI. No.		Share holding at the beginning of the		Cumulative Share holding	
		No. of Shares	% of total shares of the company	No of shares	% of total shares of the company
	At the beginning of the year				
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	N/a	N/a	N/a	N/a
	At the end of the year				

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

SI. No	For Each of the Top 10 Shareholders	Shareholding at the end of the year		Cumulative Shareholding	
		No.of shares	% of total shares of the company	No of shares	% of total shares of the company
1	Geeta Mehta At the beginning of the year	1501000	1.50%	1501000	1.50%
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	N/A	N/A	N/A	N/A
	Geeta Mehta At the end of the year (or on the date of separation, if separated during the year)	1501000	1.50%	1501000	1.50%
2	Madhavi Wagale At the beginning of the year	500	0.001%	500	0.001%
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	N/A	N/A	N/A	N/A
	Madhavi Wagale At the end of the year (or on the date of separation, if separated during the year)	500	0.001%	500	0.0010%
3	Sonal Jhaveri At the beginning of the year	100	0.0001%	100	0.0001%

	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	N/A	N/A	N/A	N/A
	Madhavi Wagale At the end of the year (or on the date of separation, if separated during the year)	500	0.001%	500	0.0010%
3	Sonal Jhaveri At the beginning of the year	100	0.0001%	100	0.0001%
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	N/A	N/A	N/A	N/A
	Sonal Jhaveri At the end of the year (or on the date of separation, if separated during the year)	100	0.0001%	100	0.0001%
4	Binita Jhaveri At the beginning of the year	100	0.0001%	100	0.0001%
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	N/a	N/a	N/a	N/a
	Binita Jhaveri At the end of the year (or on the date of separation, if separated during the year)	100	0.0001%	100	0.0001%
5	Kalavati Jhaveri At the beginning of the year	100	0.0001%	100	0.0001%
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	N/a	N/a	N/a	N/a
	Kalavati Jhaveri At the end of the year (or on the date of separation, if separated during the year)	100	0.0001%	100	0.0001%
6	Nihir Jhaveri At the beginning of the year	100	0.0001%	100	0.0001%
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	N/A	N/A	N/A	N/A
	Nihir Jhaveri At the end of the year (or on the date of separation, if separated during the year)	100	0.0001%	100	0.0001%
7	Ashok Mehta At the beginning of the year	100	0.0001%	100	0.0001%
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	N/A	N/A	N/A	N/A
	Ashok Mehta At the end of the year (or on the date of separation, if separated during the year)	100	0.0001%	100	0.0001%
8	Ashok Mehta (HUF) At the beginning of the year	100	0.0001%	100	0.0001%
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	N/A	N/A	N/A	N/A



	Ashok Mehta (HUF) At the end of the year (or on the date of separation, if separated during the year)	100	0.0001%	100	0.0001%
	Manjula Shah 9 At the beginning of the year	100	0.0001%	100	0.0001%
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	N/a	N/a	N/a	N/a
	Manjula Shah At the end of the year (or on the date of separation, if separated during the year)	100	0.0001%	100	0.0001%
	Bhavin Shah 10 At the beginning of the year	100	0.0001%	100	0.0001%
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	N/A	N/A	N/A	N/A
	Bhavin Shah At the end of the year (or on the date of separation, if separated during the year)	100	0.0001%	100	0.0001%

(v) Shareholding of Directors & KMP

Sl. No	For Each of the Directors & KMP	Shareholding at the end of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No of shares	% of total shares of the company
1	Yayesh Vinod Jhaveri	6,900,000	6.90%	6,900,000	6.90%
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	N/A	N/A	N/A	N/A
	At the end of the year	6,900,000	6.90%	6,900,000	6.90%
2	Parag Vinod Jhaveri At the beginning of the year	5,800,000	5.80%	5,800,000	5.80%



	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	N/A	N/A	N/A	N/A
	Parag Vinod Jhaveri At the end of the year	5,800,000	5.80%	5,800,000	5.80%
3	Vinod Harilal Jhaveri At the beginning of the year	24,782,000	24.78%	24,782,000	24.78%
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	N/A	N/A	N/A	N/A
	Vinod Harilal Jhaveri At the end of the year	24,782,000	24.78%	24,782,000	24.78%
4	Narendra Gajanan Wagale At the beginning of the year	5,000	0.01%	5,000	0.01%
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	N/A	N/A	N/A	N/A
	Narendra Gajanan Wagale At the end of the year	5,000	0.01%	5,000	0.01%

V INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment				
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtness at the beginning of the financial year				
i) Principal Amount	8707.37	3849.39	0.00	12556.76
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	0.00	0.00	0.00	0.00
	0.00	0.00	0.00	0.00
Total (i+ii+iii)	8707.37	3849.39	0.00	12556.76
Change in Indebtedness during the financial year				
	0.00	0.00	0.00	0.00
Additions	350.98	256.32	0.00	607.30
Reduction	0.00	0.00	0.00	0.00
Net Change	0.00	0.00	0.00	0.00
	0.00	0.00	0.00	0.00
Indebtedness at the end of the financial year				
	0.00	0.00	0.00	0.00
i) Principal Amount	9058.35	4105.71	0.00	13164.06
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	0.00	0.00	0.00	0.00
	0.00	0.00	0.00	0.00
Total (i+ii+iii)	9058.35	4105.71	0.00	13164.06

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

SI.No	Particulars of Remuneration	Name of the MD/WTD/Manager				Total Amount
		PARAG JHAVERI	NILESH JHAVERI	VINOD JHAVERI	YAYESH JHAVERI	
1	Gross salary					
	(a) Salary as per provisions	5,200,000.00	5,200,000.00	3,900,000.00	5,200,000.00	19,500,000.00
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	Not Applicable				
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961					
2	Stock option					
3	Sweat Equity	Not Applicable				
4	Commission					
	as % of profit					
	others (variable pay & Bonus)	Not Applicable				
5	Others, please specify					
	Total (A)					
	Ceiling as per the Act	Not Applicable				

B. Remuneration to other directors:

Sl.No	Particulars of Remuneration	Names of the Director	Total Amount
1	Independent Directors	Not Applicable	
	(a) Fee for attending board committee meetings		
	(b) Commission		
	(c) Others, please specify		
	Director Remuneration		
	Total (1)		
2	Other Non Executive Directors		
	(a) Fee for attending board committee meetings		
	(b) Commission		
	(c) 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

Sl. No.	Particulars of Remuneration	Key Managerial Personnel
1	Gross Salary	NOT APPLICABLE
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	
2	Stock Option	
3	Sweat Equity	
4	Commission as % of profit others, specify	
5	Others, please specify	
	Total	

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment/Compounding fees imposed	Authority (RD/NCLT/ Court)	Appeal made if any (give details)
A. COMPANY					
Penalty					
Punishment					
Compounding					
Not Applicable					
B. DIRECTORS					
Penalty					
Punishment					
Compounding					
Not Applicable					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					
Not Applicable					

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF
YASHO INDUSTRIES PVT LTD

Report on the Financial Statements

We have audited the accompanying financial statements of **Yasho Industries Private Limited** ("the Company"), which comprise the Balance Sheet as at **March 31, 2017**, 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 Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Principles generally accepted in India, including Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and fair presentation of the financial statements that give a true and fair view and are free from material misstatements, 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 there under.

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 and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, 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.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the 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 March 31, 2017, its Profit and its cash flow for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. 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 purpose of our audit.
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
 - c. The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e. On the basis of written representations received from the directors as on March 31, 2017, taken on record by the Board of Directors, none of the Directors is disqualified as on March 31, 2017, from being appointed as a director in terms of Section 164(2) of the Companies Act, 2013.
 - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure A".
 - g. With respect to the other matters to be included in the Independent Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i) The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements.



- ii) The Company has made provision in its financial statements, as required under the applicable law or accounting standards, for material foreseeable losses on long term contracts including derivative contracts;
 - iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
 - iv) The Company has provided requisite disclosures in the financial statements as regards its holding and dealings in Specified Bank Notes as defined in the Notification S.O. 3407(E) dated the November 8, 2016 of the Ministry of Finance, during the period from November 8, 2016 to December 30, 2016. Based on audit procedures performed and the representations provided to us by the management, we report that the disclosures are in accordance with the books of account maintained by the Company and as produced to us by the Management.
2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure B", a statement on the matters specified in the paragraphs 3 and 4 of the Order, to the extent applicable.

For and on behalf of
G.V. RADIA AND ASSOCIATES
Chartered Accountant
Firm Registration No. 138160W


Gaurav Radia

Partner

Membership No. 156857

Place: Mumbai

Date: 28/07/2017



“Annexure A” to the Independent Auditor’s Report

(Referred to in paragraph 1 (f) under ‘Report on Other Legal and Regulatory Requirements’ of our report of even date)

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 Yasho Industries Private Limited (“the Company”) as of March 31, 2017 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

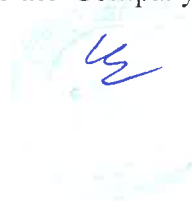
The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountant 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 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 judgement, 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 authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2017, 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.

For and on behalf of

G. V. Radia and Associates

Chartered Accountant

Firm's registration number: 138160W



Gaurav Radia

Partner

Membership number: 156857

Place: Mumbai

Date: 28/07/2017



ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under the heading of "Report on Other Legal and Regulatory Requirements" section of our Report of even date)

We Report that:

1. In respect of its fixed assets:
 - a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets on the basis of information available.
 - b) As explained to us, major portion of Fixed Assets have been physically verified by the management during the year. In our opinion, the frequency of verification of the fixed assets by the management is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such physical verification.
 - c) According to the information and explanations given to us and the records examined by us and based on the examination of the deed provided to us, we report that, the title deeds, comprising the immovable properties of land and buildings, are held in the name of the Company as at the balance sheet date.
2. (a) Inventories, other than stocks-in-transit, have been physically verified by the management at reasonable intervals. For stocks-in-transit at the year-end, the necessary documentary evidences have been obtained.
 - (b) In our opinion and according to the information and explanations given to us, the procedures for physical verification of inventory followed by the management were reasonable and adequate in relation to the size of the Company and the nature of its business.
 - (c) In our opinion, the Company has maintained proper records of its inventories and no material discrepancies have been noticed on physical verification between the physical stocks and book records.
3. During the year, the Company has not granted any loan, secured or unsecured, to companies, firms or other parties covered in the register maintained under Section 189 of the Act, and hence clause (iii) is not applicable to the Company.
4. The Company has not made any investments or given any loans, guarantees or security requiring compliance with Section 185 and 186 of the Act and hence clause (iv) is not applicable to the Company.
5. In our opinion and according to the information and explanations given to us, as the Company has not accepted any deposit from the public. Therefore Clause 3(v) of the Order is not applicable to the company.
6. As per the information given to us, the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014 as specified by the Central Government under Section 148(1) of the Act in respect of its products and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of the said records with a view to determine whether they are accurate or complete.
7. In respect of Statutory dues:
 - (a) According to the information and explanations given to us and on the basis of the books and records examined by us, the Company has been regular in depositing undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Wealth Tax, Service tax, Customs Duty, Excise Duty, Value Added Tax, Cess and other statutory dues as applicable to it with the appropriate authorities and there are no arrears of outstanding statutory dues as at the last day of the financial year, for a period of more than six months from the date they become payable.
 - (b) According to the information and explanations given to us and on the basis of the books and records examined by us, as may be applicable, there is no disputed due in respect of Income Tax,

sales tax, wealth Tax, excise duty, service tax, custom duty and cess which has not been deposited.

8. According to the information and explanations given to us, as also on the basis of the books and records examined by us, the Company has not defaulted in the repayment of dues to financial institutions, banks or debenture holders.
9. According to the information and explanations given to us, the term loans have applied for the purpose for which they were obtained other than amounts temporarily placed pending utilization of the funds for the intended use.
10. Based on the audit procedures performed and to the best of our knowledge and belief and according to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.
11. Being a private limited company, provisions of Section 197 regarding managerial remuneration are not applicable to the company and thus Clause (xi) is also not applicable to the Company.
12. The Company is not a Nidhi Company and hence clause (xii) of Paragraph 3 of the order is not applicable.
13. In our opinion and according to the information and explanations given to us, all disclosures regarding transactions with related parties in compliance with Section 177 and 188 of the Act as applicable have been made in the financial statements of the Company.
14. During the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause (xiv) of Paragraph 3 of the Order is not applicable to the Company.
15. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected to its Directors and hence reporting under clause (xv) of Paragraph 3 of the Order is not applicable to the company.
16. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

For and on behalf of
G.V. RADIA AND ASSOCIATES
Chartered Accountant
Firm Registration No. 138160W



Gaurav Radia
Partner
Membership No. 156857
Place: Mumbai
Date: 28/07/2017



**PART I - BALANCE SHEET
YASHO INDUSTRIES PVT. LTD.**

BALANCE SHEET AS AT 31 MARCH 2017

(Rupees In Lacs)

PARTICULARS	NOTE NO.	Figures for the current reporting period		Figures for the Previous reporting period	
I. EQUITY AND LIABILITIES					
1 SHAREHOLDERS FUNDS					
(a) SHARE CAPITAL	1	1,000.00		1,000.00	
(b) RESERVES & SURPLUS	2	520.85	1,520.85	254.58	1,254.58
2 NON CURRENT LIABILITIES					
(a) LONG TERM BORROWINGS	3	11,506.47		10,756.32	
(b) DEFERRED TAX LIABILITIES (NET)		574.71	12,081.18	397.34	11,153.67
3 CURRENT LIABILITIES					
(a) SHORT TERM BORROWINGS	4	1,657.60		1,800.43	
(b) TRADE PAYABLES	5	1,732.36		2,143.28	
(c) OTHER CURRENT LIABILITIES		-		-	
(d) SHORT TERM PROVISIONS	6	330.66	3,720.63	192.43	4,136.13
TOTAL			17,322.65		16,544.38
II. ASSETS					
1 NON CURRENT ASSETS					
(a) FIXED ASSETS					
i TANGIBLE ASSETS	7	5607.68		5423.33	
ii INTANGIBLE ASSETS		220.03		30.09	
iii CAPITAL WORK IN PROGRESS		-	5,827.71	-	5,453.41
(b) NON CURRENT INVESTMENTS	8		13.61		13.61
(c) LONG TERM LOANS AND ADVANCES	9		128.93		90.59
2 CURRENT ASSETS					
(a) INVENTORIES	10	6,008.26		6,791.60	
(b) TRADE RECEIVABLES	11	4,213.65		3,270.49	
(c) CASH AND CASH EQUIVALENTS	12	756.88		575.24	
(d) SHORT TERM LOANS AND ADVANCES	13	373.62	11,352.41	349.44	10,986.77
TOTAL			17,322.65		16,544.38

NOTES TO THE FINANCIAL STATEMENTS

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THE NOTES REFERRED TO ABOVE FORM AN INTEGRAL PART OF THE BALANCE SHEET
THIS IS THE BALANCE SHEET REFERRED TO IN OUR REPORT OF EVEN DATE

For G.V. RADIA AND ASSOCIATES

FOR AND ON BEHALF OF THE BOARD


GAURAV RADIA
(PARTNER)


(DIRECTOR)


(DIRECTOR)

MEMBERSHIP NO. : 156857
FIRM REGISTRATION NO. : 138160W

PLACE : MUMBAI
DATE :

PART II - STATEMENT OF PROFIT AND LOSS

YASHO INDUSTRIES PVT. LTD.

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31.03.2017

(Rupees In Laacs)

PARTICULARS	NOTE NO.	Figures for the current reporting period		Figures for the Previous reporting period	
I. REVENUE FROM OPERATIONS	14	19,617.64	19,839.68	19,204.46	19,250.02
II. OTHER INCOME		222.03		45.57	
III. TOTAL REVENUE (I+II)					
IV. EXPENDITURE					
COST OF MATERIALS CONSUMED	15	12,546.54		13,179.92	
CHANGES IN INVENTORIES OF FINISHED GOODS AND STOCK IN TRADE	16	278.48		(659.04)	
EMPLOYEE BENEFIT EXPENSE	17	1,285.85		1,180.10	
FINANCE COSTS	18	1,402.93		1,306.53	
DEPRECIATION	7	517.75		497.00	
OTHER EXPENSES	19	3,244.88		3,502.77	
TOTAL EXPENDITURE			19,276.43		19,007.26
PROFIT BEFORE TAX			563.25		242.76
VIII. LESS PROVISION FOR TAX					
1. CURRENT TAX		119.62		-	
2. DEFERRED TAX		177.37	296.99	76.94	76.94
NET PROFIT/(LOSS) AFTER TAX			266.26		165.82

BASIC EARNINGS PER SHARE

0.27

0.17

NOTES TO THE FINANCIAL STATEMENTS

20

THE NOTES REFERRED TO ABOVE FORM AN INTEGRAL PART OF THE PROFIT & LOSS ACCOUNT
THIS IS THE PROFIT & LOSS ACCOUNT REFERRED TO IN OUR REPORT OF EVEN DATE

For G.V. RADIA AND ASSOCIATES

GAURAV RADIA
(PARTNER)

MEMBERSHIP NO. : 156857

FIRM REGISTRATION NO. : 138160W

PLACE : MUMBAI

DATE :

FOR AND ON BEHALF OF THE BOARD


(DIRECTOR)

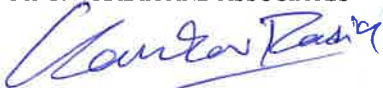

(DIRECTOR)

YASHO INDUSTRIES PVT. LTD

CASH FLOW STATEMENT FOR THE PERIOD 01.04.2016 TO 31.03.2017



<u>PARTICULARS</u>	<u>31.03.2017</u> <u>AMOUNT (RS)</u>	<u>31.03.2017</u> <u>AMOUNT (RS)</u>	<u>31.03.2016</u> <u>AMOUNT (RS)</u>	<u>31.03.2016</u> <u>AMOUNT (RS)</u>
CASH FLOW FROM OPERATING ACTIVITIES				
Net Profit before tax as per Profit & Loss Account	5,63,25,244		2,42,76,068	
ADJUSTMENTS FOR :				
Add : Depreciation and Amortisation	5,17,74,617		4,96,99,951	
Add: Loss on sale of Fixed Asset	3,76,924		-	
Add : Interest on Loans	12,80,78,105		12,43,53,167	
Less : Dividend Income	(3,750)		-	
Less : Interest Income	(45,05,887)		(10,53,862)	
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	23,20,45,253		19,72,75,325	
Increase/(Decrease) in Trade Payables	(4,10,92,118)		(5,13,385)	
Increase/(Decrease) in Short Term Provision	18,61,348		28,72,873	
(Increase)/Decrease in Security Deposits			1,41,323	
(Increase)/Decrease in Inventories	7,83,34,734		(9,83,28,156)	
(Increase)/Decrease in Trade Receivables	(9,43,16,042)		(5,28,19,625)	
(Increase)/Decrease in Short term Loans & Advances	52,17,894		1,81,84,137	
CASH GENERATED FROM OPERATIONS	18,20,51,068		6,68,12,492	
Less : Taxes Paid	(82,55,695)		(5,33,882)	
Add : Income Tax Refund Received	6,19,398		11,75,401	
NET CASH FROM OPERATING ACTIVITIES		17,44,14,771		6,74,54,112
CASH FLOW FROM INVESTING ACTIVITIES				
Purchase of Fixed Assets	(9,30,64,770)		(3,07,57,512)	
Proceeds from Sale of Fixed Assets	34,83,880		32,32,445	
Dividend Income	3,750		-	
Interest Income	45,05,887		10,53,862	
NET CASH FROM INVESTING ACTIVITIES		(8,50,71,254)		(2,64,71,205)
CASH FLOWS FROM FINANCING ACTIVITIES				
Short Term Borrowings Taken/Repaid During the Year	(1,42,82,114)		2,90,95,502	
Secured Loans Taken/Repaid	4,93,81,671		(1,98,60,188)	
Unsecured Loans taken during the year	2,56,32,539		4,07,75,278	
Loans given during the year	(38,33,536)		(68,128)	
Interest paid	(12,80,78,105)		(12,43,53,167)	
New Issue of Shares	-		3,00,00,000	
NET CASH FROM FINANCING ACTIVITIES		(7,11,79,545)		(4,44,10,704)
NET INCREASE IN CASH & CASH EQUIVALENTS		1,81,63,972		(34,27,797)
ADD : CASH & CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR		5,75,23,864		6,09,51,661
CASH & CASH EQUIVALENTS AT THE END OF THE YEAR		7,56,87,836		5,75,23,864

For G.V. RADIA AND ASSOCIATES


GAURAV RADIA
(PARTNER)
MEMBERSHIP NO. : 156857
FIRM REGISTRATION NO. : 138160W

PLACE : MUMBAI
DATE : 28/07/2017

FOR AND ON BEHALF OF THE BOARD

 (DIRECTOR)  (DIRECTOR)

NOTES TO FINANCIAL STATEMENTS

(Rupees In Lacs)

NOTE NO - 1

SHARE CAPITAL

AUTHORISED :

	31.03.2017	31.03.2016
10,00,00,000(10,00,00,000) EQUITY SHARES OF RS. 1/- EACH	<u>1,000.00</u>	<u>1,000.00</u>
	<u>1,000.00</u>	<u>1,000.00</u>

ISSUED, SUBSCRIBED & PAID UP

10,00,00,000(10,00,00,000) EQUITY SHARES OF RS. 1/- EACH
FULLY PAID UP

	<u>1,000.00</u>	<u>1,000.00</u>
TOTAL	<u>1,000.00</u>	<u>1,000.00</u>

Details of Shareholders holding more than 5% in the Company

	31.03.2017		31.03.2016	
	No. of Shares	% Holding	No. of Shares	% Holding
VINOD JHAVERI	24,782,000.00	24.78	24,782,000.00	24.78
VINOD JHAVERI (HUF)	6,900,000.00	6.90	6,900,000.00	6.90
PARAG JHAVERI	5,800,000.00	5.80	5,800,000.00	5.80
PARAG JHAVERI (HUF)	6,450,000.00	6.45	6,450,000.00	6.45
JIGNA JHAVERI	7,850,000.00	7.85	7,850,000.00	7.85
NIRANJANA JHAVERI	6,800,000.00	6.80	6,800,000.00	6.80
YAYESH JHAVERI	6,900,000.00	6.90	6,900,000.00	6.90
YAYESH JHAVERI (HUF)	6,550,000.00	6.55	6,550,000.00	6.55
PAYAL JHAVERI	6,550,000.00	6.55	6,550,000.00	6.55
NILESH JHAVERI	5,450,000.00	5.45	5,450,000.00	5.45
NILESH JHAVERI (HUF)	6,700,000.00	6.70	6,700,000.00	6.70
NEHA JHAVERI	7,750,000.00	7.75	7,750,000.00	7.75

NOTE NO - 2

(Rupees In Lacs)

RESERVE & SURPLUS

CAPITAL RESERVE	A	8.88	8.88
GENERAL RESERVE			
Opening Balance		114.70	114.70
		<hr/>	<hr/>
	B	114.70	114.70
		<hr/>	<hr/>
SURPLUS			
Opening Balance		131.00	(34.81)
Additions: Profits made during the year		266.26	165.82
Less : Tax Adjustment of earlier years		-	-
		<hr/>	<hr/>
	C	397.26	131.00
		<hr/>	<hr/>
TOTAL (A+B+C)		520.85	254.58
		<hr/> <hr/>	<hr/> <hr/>

NOTE: THE CAPITAL RESERVE RELATES TO THE SUBSIDY RECEIVED BY THE COMPANY FROM THE OFFICE OF THE DISTRICT INDUSTRIES CENTRE UNDER THE STATE GOVERNMENT SCHEME FOR SELECTED BACKWARD AREA AND GROWTH CENTRES IN THE DISTRICT OF GUJARAT

NOTE NO - 3**LONG TERM BORROWINGS****SECURED LOANS**

MOTOR CAR LOANS		13.70	21.79
TERM LOANS		1,360.20	1,180.56
CORPORATE LOANS		640.12	695.66
FOREIGN CURRENCY LOANS		2,508.99	2,541.60
BANK OVERDRAFT		2,877.74	2,467.32
		<hr/>	<hr/>
	A	7,400.75	6,906.94
		<hr/> <hr/>	<hr/> <hr/>

NOTES

1. CASH CREDIT ACCOUNT, TERM LOANS AND FBP A/C. FACILITY AVAIL FROM THE SARASWAT CO-OPERATIVE BANK LTD ARE SECURED BY COMPOSITE HYPOTHECATION OF STOCK BOOK DEBTS, MOVABLE MACHINERY AND OTHER MOVABLES ALONG WITH PERSONAL GURANTEE OF THE DIRECTORS AND AN EQUITABLE MORTGAGE ON SPECIFIED IMMOVABLE PROPERTIES

2. MOTOR CAR LOANS SECURED AGAINST THE RESPECTIVE MOTOR CAR PURCHASED

3. THE SARASWAT CO-OP BANK LTD F.B.P. REPRESENTS EXPORT BILLS DISCOUNTED WITH THE RESPECTIVE BANK

UNSECURED LOANS

FROM DIRECTORS		3,652.80	3,369.56
FROM SHARE HOLDERS		452.91	479.83
		<hr/>	<hr/>
	B	4,105.71	3,849.39
		<hr/>	<hr/>
TOTAL (A + B)		11,506.47	10,756.32
		<hr/> <hr/>	<hr/> <hr/>



For YASHO INDUSTRIES PVT. LTD.

Javein Pruthi
Director

NOTES TO FINANCIAL STATEMENTS

(Rupees In Lacs)

NOTE NO - 4**31.03.2017**

31.03.2016

SHORT TERM BORROWINGS

BUYERS CREDIT

1,657.60

1,800.43

TOTAL**1,657.60**

1,800.43

1. CASH CREDIT ACCOUNT, TERM LOANS AND FBP A/C. FACILITY AVAIL FROM THE SARASWAT CO-OPERATIVE BANK LTD ARE SECURED BY COMPOSITE HYPOTHECATION OF STOCK BOOK DEBTS, MOVABLE MACHINERY AND OTHER MOVABLES ALONG WITH PERSONAL GURANTEE OF THE DIRECTORS AND AN EQUITABLE MORTGAGE ON SPECIFIED IMMOVABLE PROPERTIES

NOTE NO - 5**TRADE PAYABLES****FOR GOODS**

SMALL SCALE INDUSTRIAL

UNDERTAKINGS

OTHERS

1,270.25

1,602.32

FOR EXPENSES

SMALL SCALE INDUSTRIAL

UNDERTAKINGS

OTHERS

462.11

540.96

TOTAL**1,732.36**

2,143.28

NOTE NO - 6**SHORT TERM PROVISIONS**

FOR GOVERNMENT DUES

194.37

74.29

FOR STAFF DUES

136.29

118.13

TOTAL**330.66**

192.43

**For YASHO INDUSTRIES PVT. LTD.****Director**

PARTICULAR	RATE	GROSS BLOCK						DEPRECIATION				NET BLOCK		
		AS AT 01-Apr-16 (1)	ADDITIONAL DURING THE YEAR (2)	DEDUCTION DURING THE YEAR (3)	ASSETS WRITE OFF AS PER CO. ACT 2013 (4)	AS AT 31-Mar-17 (5)	ACCUMULATED UP TO 31-Mar-16 (6)	DURING THE YEAR (7)	DEDUCTION FOR DISPOSALS (8)	ASSETS WRITE OFF AS PER CO. ACT 2013 (9)	UP TO 31-Mar-17 (9)	AS ON 31-Mar-16 (10)	AS ON 31-Mar-17 (11)	
i) TANGIBLE ASSETS														
FACTORY PLOT	0%	143.19	-	-	-	143.19	-	-	-	-	-	143.19	143.19	
FACTORY BUILDING	3.17%	1,828.87	240.73	36.84	-	2,032.76	457.08	57.96	5.22	509.82	1,371.79	1,522.94		
PLANT & MACHINERY	6.33%	4,587.50	390.08	18.61	-	4,958.97	1,468.94	328.10	11.62	1,785.42	3,118.56	3,173.55		
FURNITURE & FIXTURE	9.50%	41.29	6.87	-	-	48.17	22.14	4.42	-	26.56	19.16	21.61		
AIR CONDITIONER	6.33%	16.75	0.81	-	-	17.56	7.08	0.75	-	7.83	9.67	9.73		
COMPUTER	31.67%	57.66	7.09	-	-	64.75	37.08	3.18	-	40.26	20.58	24.49		
POULLUTION CONTROL	6.33%	186.90	3.00	-	-	189.90	60.27	13.19	-	73.46	126.64	116.45		
SCOOTER	9.50%	1.02	-	-	-	1.02	0.50	0.08	-	0.58	0.52	0.44		
MOTOR CAR	11.88%	70.25	-	-	-	70.25	12.85	5.52	-	18.37	57.40	51.88		
ELECTRIC FIXTURE	9.50%	691.47	10.22	-	-	701.69	206.42	65.57	-	271.99	485.04	429.70		
LABORATORY EQUIPMENT	9.50%	102.99	55.96	-	-	158.96	36.15	13.69	-	49.84	66.84	109.12		
CYCLE	9.50%	0.30	0.04	-	-	0.35	0.19	0.02	-	0.21	0.12	0.14		
OFFICE EQUIPMENT	19.00%	7.16	0.70	-	-	7.86	3.60	1.34	-	4.94	3.55	2.92		
CC TV & CAMARA	19.00%	2.46	1.51	-	-	3.97	2.19	0.24	-	2.44	0.27	1.54		
TOTAL		7,737.84	717.01	55.45	-	8,399.40	2,314.51	494.06	16.84	2,791.73	5,423.33	5,607.68		
ii) INTANGIBLE ASSETS														
REACH COST	10.00%	32.99	213.63	-	-	246.62	2.90	23.69	-	26.59	30.09	220.03		
CURRENT YEAR		7,770.83	930.55	55.45	-	8,646.03	2,317.41	517.75	16.84	2,818.32	5,453.41	5,827.71		
LAST YEAR		7,500.95	307.58	37.70	-	7,770.83	1,825.79	497.00	5.38	2,317.41	5,675.16	5,453.41		



For YASHO INDUSTRIES PVT. LTD.
Harini Gupta
 Director

NOTES TO FINANCIAL STATEMENTS

(Rupees In Lacs)

NOTE NO - 8

NON CURRENT INVESTMENTS

(AT COST)
(LONG TERM, UNLESS OTHERWISE STATED)
IN GOVERNMENT SECURITIES
UNQUOTED
MERACOL CORPORATION LTD
THE SARASWAT CO-OP BANK LTD

31.03.2017

31.03.2016

TOTAL

13.36
0.25

13.36
0.25

13.61

13.61

NOTE NO - 9

LONG TERM LOANS AND ADVANCES

SECURITY DEPOSITS
ADVANCES TO EMPLOYEES

31.03.2017

31.03.2016

TOTAL

107.91
21.02

74.19
16.40

128.93

90.59

NOTE NO - 10

INVENTORIES

INVENTORIES
(AS VALUED AND CERTIFIED
BY THE MANAGEMENT)
STORES & SPARES
RAW MATERIAL
SEMI-FINISHED GOODS
FINISHED GOODS

31.03.2017

31.03.2016

TOTAL

20.83
1,558.90
2,827.97
1,600.56

13.23
2,063.77
2,950.14
1,764.46

6,008.26

6,791.60

NOTE NO - 11

TRADE RECEIVABLES

(UNSECURED, CONSIDERED GOODS
UNLESS OTHERWISE STATED)
OUTSTANDING FOR OVER SIX MONTHS
OTHERS

1.35
4,212.30

27.49
3,243.01

TOTAL

4,213.65

3,270.49

NOTE NO - 12

CASH AND CASH EQUIVALENTS

ON HAND
WITH SCHEDULED BANKS
IN CURRENT ACCOUNTS

4.49

8.06

752.39

567.18

TOTAL

756.88

575.24

For YASHO INDUSTRIES PVT. LTD.

Director

NOTES TO FINANCIAL STATEMENTS

(Rupees In Lacs)

NOTE NO - 13

SHORT TERM LOANS AND ADVANCES

(UNSECURED, CONSIDERED GOOD
UNLESS OTHERWISE STATED)

CURRENT TAX	82.56	14.20
SECURITY DEPOSIT	6.50	6.50
ADVANCES RECOVERABLE IN CASH OR IN KIND OR FOR VALUE TO BE RECEIVED	269.60	328.74
DUTIES & TAXES	14.96	-
TOTAL	373.62	349.44

NOTES TO FINANCIAL STATEMENTS

NOTE NO - 14

OTHER INCOME

BANK INTEREST RECEIVED	39.03	-
FOREIGN EXCHANGE GAIN	138.11	-
INTEREST ON IT REFUND	1.14	4.97
SALES TAX REFUND	5.75	-
DUTY DRAWBACK	33.08	35.03
DIVIDEND	0.04	-
INTEREST ON G.E.B.DEPOSIT	4.89	5.57
TOTAL	222.03	45.57

NOTE NO - 15

COST OF RAW MATERIAL CONSUMED

OPENING STOCK	2,063.77	1,739.52
PURCHASE	12,244.61	13,504.16
	14,308.37	15,243.68
LESS Excise Cenvat	202.93	
LESS CLOSING STOCK	1,558.90	2,063.77
TOTAL	12,546.54	13,179.92

For YASHO INDUSTRIES PVT. LTD.

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Director



NOTE NO - 16

(Rupees In Lacs)

CHANGES IN INVENTORIES OF FINISHED GOODS, AND STOCK IN TRADE

OPENING STOCK

SEMI FINISHED GOODS	2,950.14	2,110.34
FINISHED GOODS	1,764.46	1,941.52
OTHER SPARES	13.23	16.93
	<u>4,727.83</u>	<u>4,068.80</u>

CLOSING STOCK

SEMI FINISHED GOODS	2,827.97	2,950.14
FINISHED GOODS	1,600.56	1,764.46
OTHER SPARES	20.83	13.23
	<u>4,449.36</u>	<u>4,727.83</u>
TOTAL	<u>(278.48)</u>	<u>659.04</u>

NOTES TO FINANCIAL STATEMENTS

NOTE NO - 17

EMPLOYEE BENEFITS COST

BONUS	65.00	61.17
CONVEYANCE ALLOWANCE A/C.	83.38	76.27
E.S.I.C.	14.49	11.73
HOUSE RENT ALLOWANCE	67.50	59.81
PRODUCTION INCENTIVE	3.62	9.91
PROVIDENT FUND A/C.	40.04	33.53
PROFESSIONAL TAX	0.08	0.20
SALARY	649.12	599.30
STAFF ALLOWANCE	50.18	43.20
STAFF REWARD EXP.	22.61	3.87
STAFF WELFARE	10.47	10.08
STAFF WELFARE EXP (MEDICINE)	1.94	0.67
WASHING ALLOWANCE A/C.	82.41	75.36
DIRECTORS REMUNARATION	195.00	195.00
TOTAL	<u>1,285.85</u>	<u>1,180.10</u>

NOTE NO - 18

FINANCE COSTS

BANK CHARGES	121.94	100.76
BANK INTEREST	754.01	826.14
INTEREST	524.92	377.81
INTEREST ON CAR LOAN	1.85	1.73
INTEREST ON TDS	0.21	0.09
TOTAL	<u>1,402.93</u>	<u>1,306.53</u>

For YASHO INDUSTRIES PVT. LTD.

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Director

NOTE NO - 19

(Rupees In Lacs)

OTHER EXPENSES

	31.03.2017	31.03.2016
FOREIGN EXCHANGE LOSS	-	12.00
CARRIAGE INWARD	98.82	97.60
CONSUMABLE STORES	101.46	42.46
ELECTRIC CHARGES	482.28	502.54
ELECTRIC REPAIRING	31.58	20.46
SERVICE TAX & MOT CHARGES	30.11	61.19
FACTORY BUILDING (REP)	11.08	12.33
FUEL CHARGES	643.18	774.67
FACTORY OFFICE EXPENSES	10.79	12.12
FURNITURE REPAIRING	0.20	3.96
GIDC DRAINAGECESS	2.39	1.62
GIDC EXP.	8.26	3.71
GPCB EXP	0.98	0.69
GUJARAT LABOUR WELFARE FUND	0.11	0.06
HOTEL EXPENSES	8.47	6.19
IMPORT EXPENSES	166.47	194.07
JOB WORK	265.89	243.72
LICENSE FEES	0.20	0.24
MACHINERY REPAIRING	45.08	168.85
MISCELLANEOUS EXPENSES	1.74	1.50
MACHINERY REP. & REPLACEMENT	19.86	3.12
MAHARAstra LABOUR WELFARE FUND	0.02	0.03
OCTROI	0.04	0.16
PACKING EXPENSES	265.89	278.43
POLLUTION TREATMENT A/C.	54.74	46.01
REPAIRING & MAINTANCE	24.55	18.32
RES. & DEVELOPMENT	5.11	9.54
SECURITY EXP	30.70	34.81
TESTING FEES	4.92	12.91
WATER CHARGES	24.71	22.29
OTHER EXPENSE FREIGHT & TRANSPORTATION	14.28	-
ARBITRATION EXP	18.71	65.38
BOMBAY OFFICE EXP.	14.34	5.90
CLUB EXP	0.38	0.32
COMPUTER EXP.	6.34	3.46
CONVEYANCE EXP.	12.09	11.00
COURIER CHARGES	7.46	6.81
DIRECTORS MEDICAL EXP.	0.61	0.62
DIRECTOR PERQUISITES	11.77	10.92
DONATION	0.70	0.30
E.C.G.C. EXP	27.65	32.86
GARDEN MAINTAINANCE	-	0.12
LOSS ON SALE OF FIXED ASSETS	3.77	-
IMP & EXP. ADV. LICENCE	9.80	10.81
INSURANCE	56.09	66.09
KOSHER CERTIFICATE EXP	2.02	1.90
LEGAL EXPENSES	1.83	4.37
MOTOR CAR EXPENSES	12.04	10.10
MOTOR CAR REPAIRING	4.61	3.16
OFFICE RENT	20.73	17.76
POSTAGE	0.10	0.13
PRINTING & STATIONERY	23.54	18.93
PROFESSIONAL CHARGES	67.69	54.79
QUALITY CONTROL	11.89	-
RENT A/C.	12.70	11.45
REDUCTION A/C	27.71	-
ROC FILING FEES	0.16	0.41
SCOOTER REPAIRING	0.05	0.01
SCOOTER EXPENSES	0.15	0.18
SOCIETY MAINTANANCE	0.72	0.60

For YASHO INDUSTRIES PVT. LTD.




Director

ADVERTISEMENT	0.72	0.54
CARRIAGE OUTWARD	308.71	317.32
COMMISSION	97.28	94.00
CERTIFICATE EXP	2.70	4.25
CERTIFICATE EXP (REACH)	-	3.66
EXIBITION EXPENSES	3.17	1.91
EXPORT EXPENSES	21.32	9.80
FOREIGN TOUR EXP.	24.83	31.68
FREE SAMPLE	0.14	0.66
ISO:9001:2000 EXP.	-	0.01
KASAR A/C.	18.11	12.49
MEMBERSHIP & SUBSCRIPTION	2.21	1.50
PERIODICALS & MAGAZINES	0.21	0.75
SALES PROMOTION	17.91	16.48
SALES TAX	0.02	42.62
SEMINAR EXPENSES	-	3.41
TELEPHONE EXPENSES	16.71	19.86
SWATCH BHARAT EXP	1.96	-
TRAVELLING EXPENSES (FARE)	19.30	11.53
TRAVELLING EXPENSES (L/B)	-	6.33
	<hr/>	<hr/>
TOTAL	3,244.88	3,502.77
	<hr/>	<hr/>

For YASHO INDUSTRIES PVT. LTD.

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Director



YASHO INDUSTRIES PVT LTD
NOTE NO – 20
PERIOD: 01/04/2016 TO 31/03/2017
NOTES TO THE FINANCIAL STATEMENTS

(A) CORPORATE INFORMATION

Yasho Industries Private Limited is a company incorporated in India and has its registered office in Mumbai, India. The Company operates in the Business of “Chemicals” and has two factories situated in GIDC, Vapi, Gujarat.

(B) SIGNIFICANT ACCOUNTING POLICIES

a) Basis of Preparation and Presentation

The Financial Statements are prepared under the Historical Cost convention and on the accounting principle of going concern basis. The Company follows generally Mercantile System of Accounting except in case of gratuity and leave encashment.

b) Property, Plant and Equipment

Property, Plant and Equipment are recorded at the Cost of Acquisition. Cost excludes excise duties to the extent recoverable and Value Added Tax and includes other directly attributable costs incurred to bring the assets to their intended working condition. The amount of interest if any directly attributable to acquisition of the fixed assets stands capitalized.

Depreciation

In respect of Property, Plant and Equipment acquired during the year, depreciation/ amortization is charged on a straight line basis so as to write off the cost of the assets over the useful lives and for the assets acquired prior to April 1, 2014, the carrying amount as on April 1, 2014 is depreciated over the remaining useful life. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013 as follows:

ASSET CATEGORY	USEFUL LIFE BASED ON SLM
Office Building	30 years
Factory building	30 years
Plant and Equipment	15 years
Furniture and Fixture	10 years
Vehicles	10 years
Office Equipment	5 years
Computers and Laptops	3 years
Intangible Assets	10 years



c) Intangible Assets

Intangible Assets are stated at cost of acquisition net of recoverable taxes, trade discount and rebates less accumulated amortization/depletion and impairment loss, if any. Such cost includes purchase price, borrowing costs, and any cost directly attributable to bringing the asset to its working condition for the intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the intangible assets.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

Intangible assets are amortised on a straight-line basis over the period of estimated useful Lives of 10 years.

d) Inventories

Closing Stock is valued at cost & includes all incidental charges. Stock of Raw Materials and Finished Goods are exclusive of excise duty.

e) Translation of Foreign Currency Items

Transactions in foreign currency are accounted for at the customs exchange rate for the month. Gains/losses arising out of fluctuations in foreign exchange rates between the transaction date and settlement date are recognized in the Profit & Loss account, except in case of fixed assets, where these are adjusted to the carrying cost of the respective assets.

Monetary items denominated in foreign currency are restated at the exchange rate prevailing at the year end and the overall net gain/loss is adjusted to the Profit & Loss Account.

f) Cash Flow Statement

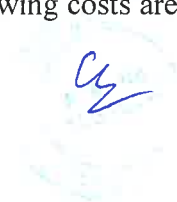
Cash Flow statement as required by Accounting Standard 3 is annexed.

g) Research and Development Expenditure

Revenue expenditure pertaining to research is charged to the Statement of Profit and Loss. Development costs of products are charged to the Statement of Profit and Loss unless a product's technological and commercial feasibility has been established, in which case such expenditure is capitalized.

h) Finance Cost

Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. All other borrowing costs are charged to the Statement of Profit and Loss for the period for which they are incurred.

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i) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

j) Employee Benefits Expense

Short Term Employee Benefits

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees is recognised during the period when the employee renders the service. These benefits include compensated absences such as paid annual leave and performance incentives.

Post-Employment Benefits

Defined Contribution Plans

A defined contribution plan is a post-employment benefit plan under which the Company pays specified contributions to a separate entity. The Company makes specified monthly contributions towards Provident Fund, Superannuation Fund and Pension Scheme. The Company's contribution is recognised as an expense in the Statement of Profit and Loss during the period in which the employee renders the related service.

Employee Separation Costs

Compensation to employees who have opted for retirement under the voluntary retirement scheme of the Company is payable in the year of exercise of option by the employee. The Company recognises the employee separation cost when the scheme is announced and the Company is demonstrably committed to it.

k) Tax Expenses

The tax expense for the period comprises current and deferred tax. Tax is recognised in Statement of Profit and Loss.

- Current tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted or substantively enacted at the Balance sheet date.

- Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been

enacted or substantively enacted by the end of the reporting period. The carrying amount of deferred tax liabilities and assets are reviewed at the end of each reporting period.

-Minimum Alternate Tax

Minimum Alternative Tax (MAT) paid in accordance with the tax laws in India, which gives rise to future economic benefits in the form of adjustment of future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax after the set-off of previous years Losses. Accordingly, MAT is recognised as an asset in the balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with it will fructify.

1) Revenue Recognition

Revenue from sale of goods is recognised when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated cost can be estimated reliably, there is no continuing effective control or managerial involvement with the goods, and the amount of revenue can be measured reliably. Revenue from sale of goods is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government. Revenue from operations includes sale of goods and gain/ loss on corresponding exports sales and does not include amounts of service tax/excise duty/VAT.

Interest income

Interest income from a financial asset is recognised using effective interest rate method.

Dividends

Revenue is recognised when the Company's right to receive the payment has been established.

(C) NOTES ON FINANCIAL STATEMENTS:

- (1) During the year the company has changed its accounting software from Tally to SAP, due to this change the company has adopted net basis of accounting for taxes (excise duty, service tax and VAT). The Statement of Profit and Loss shows excess of Rs 2,02,93,249/- being the opening balance of Cenvat Credit as per the returns filed now restated in the books for net basis of accounting.
- (2) Loans, Debtors, Creditors and Deposits are as per the books and are subject to confirmation.
- (3) Taxation
 - (i) Provision for current tax is made and retained in the accounts on the basis of estimated tax liability as per the applicable provisions of the Income-tax Act, 1961.



(ii) Deferred Tax As On 31/03/2017

PARTICULARS	DTA	DTL
Depreciation & Fixed Assets	-	7,73,00,414
Bonus	21,14,779	-
Current Year Loss Carried Fwd	-	
B/F Depreciation loss	1,77,14,805	-
TOTAL	<u>1,98,29,584</u>	<u>7,73,00,414</u>
DEFERRED TAX LIABILITY AS ON 31/03/2017		5,74,70,830

- (4) Major Stock records / Excise records are maintained at works i.e. at Vapi Factory. Stock Tally is given in Annexure attached to financial statements as per Schedule - III and is compiled and certified by the Directors. Closing Stock valuation is done by management which is relied upon by the Auditors.
- (5) Additional information pursuant to provisions of Schedule III to the Companies Act, 2013.

(a) TURNOVER:

1. Details of Manufactured Goods/Sales/Stocks

Class of Goods	Opening Stock		Production		Sales		Closing Stock	
	Oty (in Kgs)	Value (in `)	Oty (in Kgs)	Value (in `)	Oty (in Kgs)	Value (in `)	Oty (in Kgs)	Value (in `)
Chemicals & Chemicals Products	421970 (439064)	176445549 (194152479)	4998006 (4108376)	2033966143 (1717905678)	5026676 (4125470)	1961764420 (1920445642)	393300 (421970)	160055607 (176445549)
Total	421970	176445549	4998006	2033966143	5026676	1961764420	393300	160055607

Figures in brackets are for previous years.

2. Details of Raw Materials Consumed

	2016-17 Qty in Kg	2016-17 Value (In Rs)	2015-16 Qty in Kg	2015-16 Value (In Rs)
Hydroquinone	968163	287042258	682782	255993696
Other Raw Materials*	7025748	2051643274	3868070	1061997817
TOTAL	7993911	2338685532	4550852	1317991513

(*None of these items individually exceed 10% of the Total Value of Raw Materials Consumed)

(b) Payment to Directors

Mr. Nilesh V. Jhaveri	Remuneration	52,00,000/-
Mr. Parag V. Jhaveri	Remuneration	52,00,000/-
Mr. Yayesh V. Jhaveri	Remuneration	52,00,000/-
Mr. Vinod H. Jhaveri	Remuneration	39,00,000/-

(c) Expenditure in foreign currency

Particulars	Current Year	Previous Year
C.I.F. value of Goods imported	104,50,02,256	106,00,33,812
Foreign Travel	11,17,116	31,67,909
Commission	23,03,398	16,80,084
Certificate Expenses	1,46,287	3,32,252
Membership & Subscription	Nil	Nil

(d) Earning in foreign exchange

FOB value of goods Exported	1,23,41,19,408	95,46,86,604
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(6) Information on leases as per Accounting Standard 19 on "Accounting for Leases"

Operating Lease Expense:

Rental expenses for operating leases recognised in Profit & Loss A/c. For the year is	Rs. 33,42,500
Total future minimum lease payments under non-cancelable operating leases:	
Not Later than one year	Rs. 67,50,000
One year to later than Five years	Rs. 3,04,84,932
Later than Five years	Rs. NIL
Total	Rs. 4,05,77,432

(7) Segment Reporting as per Accounting Standard 17

The Company operates in single Business segment of "Chemicals". Therefore the Company is of the opinion that the disclosure requirements of Accounting Standard AS – 17 issued by the ICAI are not applicable to the Company.

(8) RELATED PARTY TRANSACTIONS

Disclosures as required by Accounting Standard 18 – "Related Party Disclosures" are

1] LIST OF RELATED PARTIES:

a) Key Management Personnel:

Mr. Nilesh V. Jhaveri	Director
Mr. Parag V. Jhaveri	Managing Director
Mr. Yayesh V. Jhaveri	Director
Mr. Vinod H. Jhaveri	Director

b) Relatives:

Mr. Vinod H. Jhaveri (HUF)	HUF of Mr. Vinod H. Jhaveri
Mrs. Niranjana V. Jhaveri	Mother of the Directors
Mr Nilesh Jhaveri (HUF)	HUF of Mr. Nilesh Jhaveri
Mrs. Jigna N. Jhaveri	Wife of Mr. Nilesh Jhaveri
Mr Parag Jhaveri (HUF)	HUF of Mr. Parag Jhaveri
Mrs. Neha P. Jhaveri	Wife of Mr. Parag Jhaveri
Yayesh Jhaveri (HUF)	HUF of Mr. Yayesh Jhaveri
Mrs Payal Y. Jhaveri	Wife of Mr. Yayesh Jhaveri

2] TRANSACTIONS WITH RELATED PARTIES:

NATURE OF TRANSACTIONS	KEY MANAGEMENT PERSONNEL	RELATIVES OF KMP	TOTAL
Expenses:			
Managerial Remuneration	1,95,00,000	NIL	1,95,00,000
Rent	NIL	1,20,000	1,20,000
Interest on Loans	4,60,59,956	1,99,113	4,62,59,069
Loans taken as on 31/3/2017	36,60,80,017	26,62,285	36,87,42,302

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(9) Disclosure on Specified bank Notes

During the year, the Company had specified bank notes (SBNs) and other denomination notes as defined in the MCA notification G.S.R. 308(E) dated 31st March, 2017, on the details of Specified Bank Notes (SBNs) held and transacted during the period from 8th November, 2016 to 30th December, 2016, the denomination wise SBNs and other notes as per the notification is given below:

Particulars	SBNs*	Other denomination notes	Total
Closing cash in hand as on 08/11/2016	4,00,000	3,139	4,03,139
(+) Permitted receipts	NIL	16,24,600	16,24,600
(-) Permitted payments	NIL	12,54,529	12,54,529
(-) Amount deposited in banks	4,00,000	NIL	4,00,000
Closing cash in hand as on 30/12/2016	NIL	3,73,210	3,73,210

* For the purpose of this clause 'Specified Bank Notes' shall have the same meaning provided in the notification of the Government of India, in the Ministry of Finance, Department of Economic Affairs number S.O. 3407(E), dated the 8th November, 2016.

(10) Corporate Social Responsibility

As per Section 135 of the Companies Act, 2013, a company meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on Corporate Social Responsibility (CSR) activities. A CSR committee has been formed by the company as per the Act. The gross amount required to be spent by the company as per Section 135 of the Companies Act, 2013 read with Schedule VII thereof during the year is Rs 5.54 Lakhs. The company has not spent any amount on CSR activity as this is the first year of CSR applicability to the company and the Directors are in the process of identifying suitable project for CSR.

(11) Earnings Per Share (EPS)

PARTICULARS	2016-17	2015-16
Net Profit after Tax as per Statement of Profit and Loss attributable to Equity Shareholders (Rs Lakhs)	Rs. 266.26/-	Rs. 165.81/-
Weighted Average number of Equity Shares used as denominator for calculating EPS	10,00,00,000	10,00,00,000
Basic Earnings per Share (Rs)	0.27	0.17
Diluted Earnings per Share (Rs)	0.27	0.17
Face Value per Equity Share (Rs)	1	1

(12) The accounting for Auditor's remuneration will be done on payment basis.



- (13) Contingent Liabilities: There are no Contingent Liabilities to report.
- (14) The Company is in the process of identifying the small-scale and Micro, Small and Medium Enterprises and hence : Interest, if any, payable as per Interest on Delayed Payment to Small Scale and Ancillary Industrial undertakings Ordinance,1993 and the Micro, Small and Medium Enterprises Development Act,2006 is not ascertainable, and Amount payable to small-scale units is not ascertainable.
- (15) The company has not fully received the insurance amount for goods destroyed by fire. Company has preferred an appeal by way of arbitration proceeding against the insurance company. Awaiting decision on the said matter, we have not expensed the said short receipt as loss by fire in the current year.
- (16) Previous Year figures have been re stated/ re grouped wherever necessary. The previous year's figures of the Financial Statements are not comparable since the company has adopted net basis of accounting for taxes (excise duty, service tax and VAT) from the Current Year.

AS PER OUR REPORT OF EVEN DATE

For G.V. RADIA AND ASSOCIATES
Chartered Accountants

FOR AND ON BEHALF OF BOARD OF DIRECTORS



Gaurav Radia
Partner
Membership No. 156857
Firm Reg. No. 138160W



(DIRECTORS)



PLACE: MUMBAI
DATE : 28/07/2017