



UL-10, Ankur Complex,
B/h. Town Hall, Opp. X-ray House,
Ellisbridge,
Ahmedabad - 380006.
E-mail : citizenyarns1990@gmail.com

CIN: - L17119GJ1990PLC013708

Date: 01.09.2018

To,	
The Department of Corporate Services	The Department of Corporate Services
The Bombay Stock Exchange	The Ahmedabad Stock Exchange,
Phiroze Jeejeebhoy Towers,	Kamdhenu Complex
Dalal Street,	Opp. Sahajanand College,
Bombay.	Panjrappole,
	Ahmedabad - 380015

Sub: Submission of Annual Report as per Regulation 34 of SEBI (LODR) Regulations, 2015

Ref: Scrip Code: -514366

Dear Sir,

As per the above mentioned subject, we hereby submit The Annual Report of F.Y 2017-2018 approved and adopted by the shareholders at the AGM of the company conducted on 10.08.2018

Please kindly take into your records.

Thanking You,

Yours faithfully,

FOR, CITIZEN YARNS LIMITED



**DIRECTOR
HARIPRASAD KHETAN
DIN: 01228538**

Encl: Annual Report 2017-2018

CITIZEN YARNS LIMITED



ANNUAL REPORT

2017-2018

REGISTERED OFFICE

**UL-10, ANKUR COMPLEX, B/H. TOWN HALL,
OPP. X-RAY HOUSE, ELLISBRIDGE,
AHMEDABAD- 380006, GUJARAT**

BOARD OF DIRECTORS

- **Mr. HARIPRASAD KHETAN**
- **Mr. RAJUBHAI B. DESAI**
- **Ms. SANGITABEN MUKESHBHAI LIMBACHIYA**

AUDITOR

**ARPIT SHAH & CO.
CHARTERED ACCOUNTANTS,
AHMEDABAD**

BANKER

- **DHANLAXMI BANK**

REGISTRAR AND SHARE TRANSFER AGENT

M/S. LINK INTIME INDIA PVT. LTD.

**UNIT NO 303, 3RD FLOOR,
SHOPPERS PLAZA V,
OPP. MUNICIPAL MARKET, BEHIND SHOPPERS PLAZA II,
OFF C G ROAD,
AHMEDABAD - 380009**

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NOTICE

NOTICE IS HEREBY GIVEN THAT THE ANNUAL GENERAL MEETING OF CITIZEN YARNS LIMITED WILL BE HELD ON FRIDAY 10th AUGUST, 2018 AT 2.00 P.M. AT REGISTERED OFFICE OF THE COMPANY TO TRANSACT THE FOLLOWING BUSINESS.

ORDINARY BUSINESS:

1) To receive, consider and adopt the Audited Profit and Loss Account for the year ended 31st March, 2018 and Balance sheet as at that date together with Directors Report and Auditors Report thereon.

Dated: 9TH JULY, 2018
Place: AHMEDABAD

BY ORDER OF THE BOARD

SD/-
CHAIRMAN

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND PROXY NEED NOT BE A MEMBER. Proxy in order to be valid must be received by the company not less than forty-eight hours before the time of holding the Meeting.
2. Members/Proxies should bring the Attendance Slip, dulyfilled in, for attending the meeting.
3. The Register of Members and share transfer books of the Company will remain closed from 04.08.2018 to 10.08.2018 (both days inclusive)
4. Members desiring any information regarding the accounts are requested to write to the Company at least Seven Days before the meeting so as to enable the management to keep the same ready.

DATE : 9TH JULY, 2018
PLACE: AHMEDABAD

BY ORDER OF THE BOARD

CHAIRMAN

SD/-

SHAREHOLDER INSTRUCTIONS FOR E-VOTING

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 07.08.2018 at 10.00 A.M. and ends on 09.08.2018 at 5.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 03.08.2018, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) 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.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none">• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN Field. The Sequence Number is printed on Attendance Slip.• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.

DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none"> Please enter the DOB or Dividend Bank Details in order to login. If 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 (iv).

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant **CITIZEN YARNS LIMITED** on which you choose to vote.
- (xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

- (xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Shareholders can also use Mobile app - “m-Voting” for e voting. m-Voting app is available on IOS, Android & Windows based Mobile. Shareholders may log in to m-Voting using their e voting credentials to vote for the company resolution(s).
- (xix) 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.
 - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com

Board's Report

To,
The Members of
M/s. Citizen Yarns Limited

Your Directors have pleasure in presenting the Board's Report of your Company together with the Audited Statement of Accounts and the Auditors' Report of your company for the financial year ended, 31st March, 2018.

FINANCIAL HIGHLIGHTS

Particulars	(Rs. In Lacs)	
	Standalone	
Particulars	2017-2018	2016-2017
Gross Income	7.43	127.19
Total Expenses	9.16	449.50
Net Profit Before Tax	(1.73)	(322.30)
Provision for Tax	0.00	0.00
Net Profit After Tax	(1.73)	(322.30)

DIVIDEND

With a view to conserve the resources of company the directors are not recommending any dividend.

INFORMATION ABOUT SUBSIDIARY/ JV/ ASSOCIATE COMPANY

Company does not have any Subsidiary, Joint venture or Associate Company.

TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no dividend declared and paid last year.

MATERIAL CHANGES AND COMMITMENTS

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statements relate on the date of this report.

EXTRACT OF ANNUAL RETURN

The Extract of Annual Return as required under section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, in Form MGT-9 is annexed herewith for your kind perusal and information.

MEETINGS OF THE BOARD OF DIRECTORS

During the Financial Year 2017-18, the Company held 6 board meetings of the Board of Directors as per Section 173 of Companies Act, 2013 which is summarized below. The provisions of Companies Act, 2013 and SEBI (LODR) Regulations, 2015 were adhered to while considering the time gap between two meetings.

S No.	Date of Meeting	Board Strength	No. of Directors Present
1	30/05/2017	3	3
2	12/08/2017	3	3
3	24/08/2017	3	3
4	14/11/2017	3	3
5	12/02/2018	3	3
6	31/03/2018	3	3

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013 the Board of Directors of the Company confirms that-

- (a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) 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 at the end of the financial year and of the profit and loss of the company for that period;
- (c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) The directors had prepared the annual accounts on a going concern basis; and
- (e) The directors, in the case of a listed company, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- (f) 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.

AUDITORS and REPORT thereon

M/s. ARPIT SHAH & CO., Chartered Accountants, continued as Auditor of the company subject to ratification by members in every Annual General Meeting.

Their payment of remuneration are to be confirmed and approved in the ensuing Annual General Meeting.

There are no qualifications or adverse remarks in the Auditors' Report which require any clarification/ explanation. The Notes on financial statements are self-explanatory, and needs no further explanation.

Further the Auditors' Report for the financial year ended, 31st March, 2017 is annexed herewith for your kind perusal and information.

LOANS, GUARANTEES AND INVESTMENTS

There were loans given but no guarantees or investment made by the Company under Section 186 of the Companies Act, 2013 during the year under review.

RELATED PARTY TRANSACTIONS

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE OUTGO:

(A) Conservation of energy and Technology absorption

The particulars as required under the provisions of Section 134(3) (m) of the Companies Act, 2013 in respect of conservation of energy and technology absorption have not been furnished considering the nature of activities undertaken by the company during the year under review.

(B) Foreign exchange earnings and Outgo

There were no foreign exchange earnings and outgo during the year under review.

RISK MANAGEMENT

The Company does not have any Risk Management Policy as the element of risk threatening the Company's existence is very minimal.

DIRECTORS and KMP

There was no change in the constitution of directors of the company during the financial year.

DEPOSITS

The company has not accepted any deposits during the year.

CORPORATE SOCIAL RESPONSIBILITY

The company does not meet the criteria of Section 135 of Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 so there is no requirement to constitute Corporate Social Responsibility Committee.

RATIO OF REMUNERATION TO EACH DIRECTOR

The company is not paying remuneration to any director.

ANNUAL EVALUATION

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration and Compliance Committees.

A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance.

INDEPENDENT DIRECTORS and DECLARATION

The Board of Directors of the Company hereby confirms that all the Independent directors duly appointed by the Company have given the declaration and they meet the criteria of independence as provided under section 149(6) of the Companies Act, 2013.

NOMINATION AND REMUNERATION COMMITTEE

As per the section 178(1) of the Companies Act, 2013 the Company's Nomination and Remuneration Committee comprises of three Directors. The table sets out the composition of the Committee:

Name of the Director	Position held in the Committee	Category of the Director
Mr. Rajubhai B. Desai	Chairman	Non Executive, Independent Director
Ms. Sangitaben M. Limbachiya	Member	Non Executive, Independent Director
Mr. Hariprasad Khetan	Member	Executive Director

Terms of Reference

The Terms of Reference of the Nomination and Remuneration Committee are as under:

1. To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall carry out evaluation of every Director's performance.
2. To formulate the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board a policy, relating to the remuneration for the Directors, Key Managerial Personnel and other employees.
3. The Nomination and Remuneration Committee shall, while formulating the policy ensure that:
 - a. the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully;
 - b. relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
 - c. remuneration to Directors, Key Managerial Personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals:
4. Regularly review the Human Resource function of the Company
5. Discharge such other function(s) or exercise such power(s) as may be delegated to the Committee by the Board from time to time.
6. Make reports to the Board as appropriate.
7. Review and reassess the adequacy of this charter periodically and recommend any proposed changes to

the Board for approval from time to time.

8. Any other work and policy, related and incidental to the objectives of the committee as per provisions of the Act and rules made there under.

REMUNERATION POLICY

Remuneration to Executive Directors:

The remuneration paid to Executive Directors is recommended by the Nomination and Remuneration Committee and approved by Board in Board meeting, subject to the subsequent approval of the shareholders at the General Meeting and such other authorities, as may be required. The remuneration is decided after considering various factors such as qualification, experience, performance, responsibilities shouldered, industry standards as well as financial position of the Company. The Executive Directors are not paid remuneration.

Remuneration to Non Executive Directors:

The Non Executive Directors are not paid remuneration by way of Sitting Fees and Commission. The Non Executive Directors are not paid sitting fees for each meeting of the Board and Committee of Directors attended by them.

AUDIT COMMITTEE

According to Section 177 of the Companies Act, 2013 the company's Audit Committee comprised of three directors. The board has accepted the recommendations of the Audit Committee. The table sets out the composition of the Committee:

Name of the Director	Position held in the Committee	Category of the Director
Mr. Rajubhai B. Desai	Chairman	Non Executive, Independent Director
Ms. Sangitaben M. Limbachiya	Member	Non Executive, Independent Director
Mr. Hariprasad Khetan	Member	Executive Director

SECRETARIAL AUDIT REPORT

There is one qualification or adverse remarks in the Secretarial Audit Report which require any clarification/ explanation.

The company is required to make appointment of CFO & CS.

The Company is looking forward for the same.

Further the Secretarial Audit Report **as provided by M/s. KETUL J. SHAH Practicing Company Secretary** for the financial year ended, 31st March, 2018 is annexed herewith for your kind perusal and information.

COST AUDIT

Cost Audit is not applicable to the company.

VIGIL MECHANISM

As per Section 177(9) and (10) of the Companies Act, 2013, and as per the Regulation 22 of the Listing Obligations and Disclosure Requirement Regulations, 2015 the company has established Vigil

Mechanism for directors and employees to report genuine concerns and made provisions for direct access to the chairperson of the Audit Committee. Company has formulated the present policy for establishing the vigil mechanism/ Whistle Blower Policy to safeguard the interest of its stakeholders, Directors and employees, to freely communicate and address to the Company their genuine concerns in relation to any illegal or unethical practice being carried out in the Company.

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

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (Permanent, contractual, temporary, trainees) are covered under this policy.

DETAILS OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS

Your company has established adequate internal financial control systems to ensure reliable financial reporting and compliance with laws and regulations.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The management discussion and analysis report as required has been attached and forms part of this report.

ACKNOWLEDGEMENT

Your Directors wish to express their grateful appreciation to the continued co-operation received from the Banks, Government Authorities, Customers, Vendors and Shareholders during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed service of the Executives, staff and Workers of the Company.

DATE : 09.07.2018
PLACE: AHMEDABAD

FOR AND ON BEHALF
OF BOARD

Sd/-
HARIPRASAD KHETAN
DIN : 01228538

Sd/-
RAJUBHAI DESAI
DIN : 03148402

CITIZEN YARNS LIMITED

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

1. Overall Review

The Growth rate has been on the downward trend as compared to the previous year with unfavorable market conditions which reflect the Negativity of the market.

2. Financial Review

During the year the company has continue the business activities and has loss of Rs. 1.73 Lacs.

3. Risk and Concern

Bearish trend in garment sector will affect volume and profitability of Company. Quick Changes in fashion and trend may create some risk for the Company. However the company has proper planning and management to take care of the risk factors.

4. Internal Control System and their adequacy

The internal control system is looked after by Directors themselves, who also looked after the day to day affairs to ensure compliance of guide lines and policies, adhere to the management instructions and policies to ensure improvements in the system. The Internal Audit reports are regularly reviewed by the management.

5. Environmental Issues

As the company is not in the field of manufacture, the matter relating to produce any harmful gases and the liquid effluents are not applicable.

6. Financial Performance with Respect to Operation Performance

The Company has all the plans for tight budgetary control on key operational performance indication with judicious deployment of funds without resorting to any kind borrowing where ever possible.

7. Cautionary Statement

Statement in this report on Management Discussion and Analysis may be forward looking statements within the meaning of applicable security laws or regulations. These statements are based on certain assumptions and expectations of future events. Actual results could however, differ materially, from those expressed or implied. Important factors that could make a difference to the company's operations include global and domestic demand supply conditions, finished goods prices, raw material cost and availability and changes in government regulation and tax structure, economic development within India and the countries with which the company has business contacts and other factors such as litigation and industrial relations.

The Company assumes no responsibility in respect of forward - looking statements, which may be amended or modified in future on the basis of subsequent developments, information or events.

FormNo.MGT-9

EXTRACT OF ANNUAL RETURNS ON THE FINANCIAL YEAR ENDED ON
31.03.2018

[Pursuant to section92(3) of the Companies Act,2013 and rule12(1)of the
Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i.	CIN	L17119GJ1990PLC013708
ii.	Registration Date	03/05/1990
iii.	Name of the Company	CITIZEN YARNS LIMITED
iv.	Category/Sub-Category of the Company	COMPAN LIMITED BY SHARES INDIAN NON- GOVERNMENT COMPANY
v.	Address of the Registered office and contact details	UL-10 ANKUR COMPLEX, B/H. TOWN HALL, OPP. X-RAY HOUSE, ELLISBRIDGE, AHMEDABAD- 380 006 Email: - citizenyarns1990@gmail.com PHN NO.:- (M) 9998848345
vi.	Whether listed company	Yes/ No
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	LINK INTIME INDIA PRIVATE LIMITED 303, 3 RD FLOOR, SHOPPERS PLAZA V,OPP. MUNICIPAL MARKET, B/H. SHPPERS PLAZA II, OFF. C.G. ROAD,AHMEDABAD- 380 009 PHN NO. 079-26465179 Email:-ahmedabad@linkintime.co.in

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sr. No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the company
1	Yarns & By- products of Yarns	203/2030/20303	100.00
2			
3			

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name And Address Of The Company	CIN/GLN	Holding/ Subsidiary /Associate	%of shares held	Applicable Section
1.	N.A.	-	-	-	-
2.					

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i. Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				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. Promoter									
1) Indian									
a) Individual/ HUF	0	0	0	0.00	0	0	0	0.00	0
b) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
c) State Govt.(s)	0	0	0	0.00	0	0	0	0.00	0.00
d) Bodies Corp	0	0	0	0.00	0	0	0	0.00	0.00
e) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00

f) Any Other	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total(A)(1):-	0	0	0	0	0	0	0	0	0
2) Foreign									
g) NRIs-Individuals	0	0	0	0.00	0	0	0	0.00	0.00
h) Other-Individuals	0	0	0	0.00	0	0	0	0.00	0.00
i) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
j) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
k) Any Other....	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total(A)(2):-	0	0	0	6.28	0	0	0	0	0
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	
b) Banks / FI	0	0	0	0.00	0	0	0	0.00	
c) Central Govt.	0	0	0	0.00	0	0	0	0.00	
d) State Govt.(s)	0	0	0	0.00	0	0	0	0.00	
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	
f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	
g) FIIs	0	0	0	0.00	0	0	0	0.00	
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	
i) Others (specify)	0	0	0	0.00	0	0	0	0.00	
Sub-total(B)(1)	0	0	0	0.00	0	0	0	0.00	0.00
2. Non Institutions									
a) Bodies Corp. (i) Indian (ii) Overseas	241690	0	241690	3.84	241690	0	241690	3.84	0.42

b) Individuals	3020768	231800	3252568	51.64	3020768	231800	3252568	51.64	0
(i) Individual shareholders holding nominal share capital upto Rs. 1 lakh									
(ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	1701306	358800	2060106	32.71	1701306	358800	2060106	32.71	0
c) Others (Specify)									
1. NRI (REPAT)	20238	0	20238	0.32	20238	0	20238	0.32	0
2. NRI (NON REPAT)	1000	9600	10600	0.17	1000	9600	10600	0.17	0
3. Clearing Members	549193	0	549193	8.72	549193	0	549193	8.72	0
4. HUF	164005	0	164005	2.60	164005	0	164005	2.60	0
Sub-total(B)(2)									
Total Public Shareholding (B) = (B)(1) + (B)(2)	5698200	600200	6298400	100	5698200	600200	6298400	100	0
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0.00	0	0	0	0.00	0.00
Grand Total (A+B+C)	5455200	843200	6298400	100.00	5698200	600200	6298400	100.00	

ii. Shareholding of Promoters

Sr. No	Shareholder's 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 / encumbered to total	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1.	Hariprasad Khetan	0	0	0.00	0	0	0.00	0
2.	Ankur Khetan	0	0	0.00	0	0	0.00	0
3.	Jaiprakash Khetan	0	0	0.00	0	0	0.00	0
4.	Govindram Khetan	0	0	0.00	0	0	0.00	0
5.	Usha Khetan	0	0	0.00	0	0	0.00	0
	Total	0.00	0.00	0.00			0.00	0

IV.(iii) Change in Promoters Shareholding							
Sr No.	Name & Type of Transaction	Shareholding at the beginning of the year - 2017		Transactions during the year		Cumulative Shareholding at the end of the year - 2018	
		NO.OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY	DATE OF TRANSACTION	NO. OF SHARES	NO OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY
1	NIL						
2							

V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial				

year				
i) Principal Amount	-	230000	-	230000
ii) Interest due but not paid	-	-	-	
iii) Interest accrued but not	-	-	-	
Total(i+ii+iii)	0	230000	0	230000
Change in Indebtedness during the financial year				
- Addition		494000		494000
- Reduction	-		-	
Net Change	-	494000	-	494000
Indebtedness at the end of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	NIL	724000	NIL	724000

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

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

	- others, specify...					
5.	Others, please specify	-	-	-	-	-
6.	Total(A)	-	-	-	-	-
	Ceiling as per the Act					

B. Remuneration to other directors:

SI. No.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
	<u>Independent Directors</u> · Fee for attending board committee meetings · Commission · Others, please specify	-	-	-	-	-
	Total(1)	0	0	0	0	0
	<u>Other Non-Executive Directors</u> · Fee for attending board committee meetings · Commission · Others, please specify	-	-	-	-	-
	Total(2)	0	0	0	0	0
	Total(B)=(1+2)	0	0	0	0	0
	Total Managerial Remuneration					
	Overall Ceiling as per the Act					

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

SI. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax	=	=	=	=

	Act, 1961				
2.	Stock Option	=	=	=	=
3.	Sweat Equity				
4.	Commission - as % of profit -others, specify...				
5.	Others, please specify				
6.	Total				

VII. PENALTIES/PUNISHMENT/COMPOUNDING OFFENCES:- N.A.

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	-	-	-	-	-
B. Directors					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. Other Officers In Default					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

FOR CITIZEN YARNS LIMITED

**SD/-
HARI PRASAD KHETAN
DIRECTOR
DIN:01228538**

**SD/-
RAJUBHAI DESAI
DIRECTOR
DIN: 03148402**

CITIZEN YARNS LIMITED

LIST OF BOARD MEETINGS HELD DURING THE YEAR

Serial No.	Dates on which the Board Meeting was held	Total Strength of the Board	No. of Directors Present
1	30/05/2017	3	3
2	12/08/2017	3	3
3	24/08/2017	3	3
4	14/11/2017	3	3
5	12/02/2018	3	3
6	31/03/2018	3	3

LIST OF COMMITTEE MEETINGS HELD DURING THE YEAR

Serial No.	Type of meeting	Dates on which the Meeting was held	Total Strength of the Board	No. of Directors Present
1.	AUDIT COMMITTEE	30/05/2017	3	3
2.	AUDIT COMMITTEE	12/08/2017	3	3
3.	AUDIT COMMITTEE	14/11/2017	3	3
4.	AUDIT COMMITTEE	12/02/2018	3	3

5.	NOMINATION COMMITTEE	29/04/2017	3	3
6.	NOMINATION COMMITTEE	30/06/2017	3	3
7.	NOMINATION COMMITTEE	30/09/2017	3	3
8.	NOMINATION COMMITTEE	30/12/2017	3	3
9.	NOMINATION COMMITTEE	31/03/2018	3	3
10.	STAKEHOLDERS RELATIONSHIP COMMITTEE	29/04/2017	3	3
11.	STAKEHOLDERS RELATIONSHIP COMMITTEE	30/06/2017	3	3
12.	STAKEHOLDERS RELATIONSHIP COMMITTEE	30/09/2017	3	3
13.	STAKEHOLDERS RELATIONSHIP COMMITTEE	30/12/2017	3	3
14.	STAKEHOLDERS RELATIONSHIP COMMITTEE	31/03/2017	3	3

Form No. MR-3

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

**SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2018**

To,
The Members,
M/s. Citizen Yarns Limited

I Ketul Shah have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. Citizen Yarns Limited (Hereinafter called the company). Secretarial Audit was conducted in a manner that provided me/us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my/our verification of the books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2018 and complied with the statutory provisions to the extent applicable as listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the company for the financial year ended on 31st March, 2018 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;- **Not Application**
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 (Applicable with effect from 1st December, 2015)
 - (c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (e) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;- Not Applicable.
 - (f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; Not Applicable.



- (g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;- Not applicable as company is not registered as a registrar and transfer agent.
- (h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;- Not applicable.
- (i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; - Not applicable

I have also examined compliance with the applicable clauses of the following:

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

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

Company had not appointed CFO and Company Secretary.

I further report that

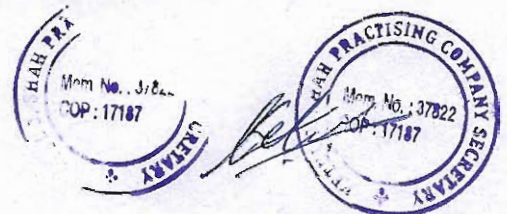
The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

Place: Ahmedabad
Date: 09-07-2018



KETUL JAGDISHBHAI SHAH
M No.: 37822
COP No.: 17187

Independent Auditor's Report on Standalone Financial Results of the Company Pursuant to the Regulation 33 and Regulation 52 read with Regulation 63(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

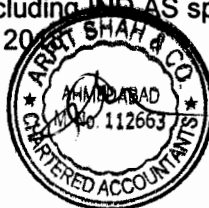
To,
The Board of Directors,
M/s Citizen Yarns Limited

These standalone financial results are based on the standalone financial statements for the year ended 31st March, 2018 prepared in accordance with the accounting principles generally accepted in India, including Indian Accounting Standards ('IND AS') specified under Section 133 of the Companies Act, 2013 ('the Act') and published standalone year to date figures up to the end of the third quarter of the financial year prepared in accordance with the regulation and measurement principles laid down in IND AS 34, Interim Financial Reporting, specified under Section 133 of the Act, and SEBI Circulars CIR/CFD/CMD/15/2015 dated 30th November, 2015 and CIR/CFD/FAC/62/2016 dated 5th July, 2016, which are the responsibilities of the Company's management. Our responsibility is to express an opinion on these standalone financial results based on our audit of the standalone financial statements for the year ended 31st March, 2018 and our review of standalone financial results for the nine months period ended 31st December, 2017.

We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the Statement is free from material misstatement. An audit includes examining on test basis, evidence supporting amounts disclosed on the Statement. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the significant accounting estimates made by the Management, as well as evaluating the overall presentation of the Statement. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

In our opinion and to the best of our information and according to the explanations given to us, the standalone financial results:

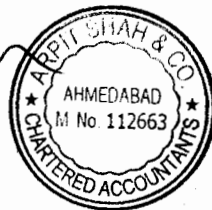
- (i) are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circulars CIR/CFD/CMD/15/2015 dated 30th November, 2015 and CIR/CFD/FAC/62/2016 dated 5th July, 2016 in this regard; and
- (ii) give a true and fair view of the standalone net profit (including other comprehensive income) and other financial information in conformity with the accounting principles generally accepted in India including IND AS specified under Section 133 of the Act for the year ended 31st March 2018.



The Company has prepared separate standalone results for the year ended 31st March, 2017, based on the standalone financial statements for the year ended 31st March, 2017 prepared in accordance with Accounting Standards ('AS') prescribed under Section 133 of the Act, read with Rule & of the Companies (Accounts) Rules, 2014 (as amended) on which we issued auditor's report dated 30th May, 2017, and standalone financials results for the nine months period ended 31st December, 2016 prepared in accordance with the recognition and measurement principles laid down in AS 25, Interim Financial Reporting, prescribed under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended) and other accounting principles generally accepted in India which have not been audited/reviewed by us. These standalone financials statements for the year ended 31st March, 2017 have been adjusted for the differences in the accounting principles adopted by the Company on transition to IND AS, which have also been audited by us. Our opinion is not modified in respect for this matter.

For Arpit Shah & Co.
Chartered Accountants
FRN: 123004w

Arpit T. Shah



CA. Arpit T. Shah
Partner

Place: Ahmedabad
Date: 28/05/18

ANNEXURE TO INDEPENDENT AUDITORS' REPORT Annexure 'A'

Referred to in Paragraph 1 under the heading of "Report on other Legal and Regulatory Requirements" of our report of even date

On the basis of such checks as we considered appropriate and in terms of the information and explanations given to us, we state that: -

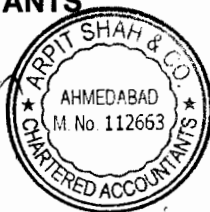
- i.
 - a. There is no Fixed Asset at year end.
- ii. There is no Inventory at year end.
- iii. According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties listed in the register maintained under Section 189 of the Companies Act, 2013. Consequently, the provisions of clauses iii (a), (b) and (c) of the order are not applicable to the Company.
- iv. In our opinion and according to the information and explanations given to us, company has complied with the provision of section 185 and 186 of the Companies Act, 2013 In respect of loans, investment, guarantees, and security.
- v. The company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provision of sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regards to the deposits accepted from the public are not applicable.
- vi. As per information & explanation given by the management, maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013.
- vii. According to information and explanations given to us and on basis of our examination of the books of account, and records, the company has been generally regular in depositing undisputed statutory dues including Income-tax, Sales-tax, Service Tax, Custom Duty, Excise Duty, value added tax, cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us there were no outstanding statutory dues as on 31st of March, 2018 for a period of more than six months from the date they became payable.
- viii. In our opinion and according to the information and explanations given by the management, we are of the opinion that, the Company has not defaulted in repayment of dues to a financial institution or bank. The Company has not taken any loan either from financial institutions or from the government and has not issued any debentures.
- ix. Based on our audit procedures and according to the information given by the management, the company has not raised any money by way of initial public offer or further public offer (including debt instruments) or taken any term loan during the year.
- x. According to the information and explanations given to us, we report that no fraud by the company or any fraud on the Company by its officers or employees has been noticed or reported during the year.



- xi. According to the information and explanations given to us, we report that managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.
- xii. The company is not a Nidhi Company. Therefore clause (xii) of the order is not applicable to the company.
- xiii. According to the information and explanations given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc. as required by the applicable accounting standards.
- xiv. Based upon the audit procedures performed and the information and explanations given by the management, the company has made preferential allotment during the year under review.
- xv. Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or person connected with him. Accordingly, the provision of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- xvi. In our opinion, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. And accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

For Arpit Shah & Co.
CHARTERED ACCOUNTANTS
FRN: 123004w

Arpit T. Shah
CA. Arpit T. Shah
PARTNER



Place: Ahmedabad
Date: 28/05/18

Citizen Yarns Limited
Balance Sheet as at 31st March, 2018

in Rs.

Particulars	Note No	March 31, 2018	March 31, 2017	April 1, 2016
ASSETS				
(1) Non-Current Assets				
(a) Property, Plant and Equipment		-	-	-
(b) Capital Work-in-Progress		-	-	-
(c) Intangible Assets		-	-	-
(d) Financial Assets		-	-	-
(i) Investments		-	-	28,800,000.00
(ii) Loans	2	-	450,000.00	-
(iii) Other financial assets		-	-	-
(e) Other Non-Current Assets		-	-	-
(2) Current Assets				
(a) Inventories		-	-	-
(b) Financial Assets		-	-	-
(i) Investment		-	-	-
(ii) Trade Receivables	3	1,400,000.00	1,400,000.00	4,757,213.00
(iii) Cash and Cash Equivalents	4	326,942.00	6,943.00	508,942.00
(iv) Bank Balances (Other than (iii) above)	5	3,608.00	321,887.00	54,922.00
(v) Loans		-	-	666,856.00
(vi) Other financial assets		-	-	-
(c) Other Current Assets	6	7,273.00	5,400.00	2,013,491.00
TOTAL ASSETS		1,737,823.00	2,184,230.00	36,801,424.00
EQUITY AND LIABILITIES				
EQUITY				
(a) Equity Share Capital	7	31,492,000.00	31,492,000.00	31,492,000.00
(b) Other Equity	8	-32,178,192.00	-32,004,698.00	-7,448.00
LIABILITIES				
(1) Non-Current Liabilities				
(a) Financial Liabilities		-	-	-
(i) Borrowings	9	724,000.00	230,000.00	200,000.00
(ii) Other financial liabilities		-	-	-
(b) Provisions		-	-	-
(c) Deferred Tax Liabilities (net)		-	-	-
(2) Current Liabilities				
(a) Financial Liabilities		-	-	-
(i) Borrowings		-	-	-
(ii) Trade Payables	10	1,667,303.00	2,434,216.00	4,785,003.00
(iii) Other financial liabilities		-	-	-
(b) Other current liabilities		-	-	331,870.00
(c) Provisions	11	32,712.00	32,712.00	-
(d) Current tax liabilities (Net)		-	-	-
TOTAL EQUITY & LIABILITIES		1,737,823.00	2,184,230.00	36,801,425.00

Significant Accounting Policies and other accompanying Notes (1 to 17) form an integral part of the Financial Statements
As per our report of even date

For Arpit Shah & Co.
Chartered Accountant
Firm Reg. No. 123004W

(Arpit T. Shah)
Proprietor

Place :- Ahmedabad

Date :- 28/05/18



W. K. K.

Hariparasad Khetan
Director
DIN - 01228538



R. D. S.

Rajubhai Desai
Director
DIN - 03148402

Citizen Yarns Limited
Statement of Profit & Loss for the year ended 31st March, 2018

Particulars	Note No	For the year ended March 31, 2018	For the year ended March 31, 2017
Revenue from Operations	12	724,000.00	12,665,573.00
Other Income	13	18,750.00	54,000.00
TOTAL INCOME		742,750.00	12,719,573.00
EXPENSES			
Purchase of Stock in Trade	14	537,077.00	13,683,440.00
Employee Benefits Expense	15	120,000.00	450,000.00
Other Expenses	16	259,167.00	30,817,126.00
TOTAL EXPENSES		916,244.00	44,950,566.00
Profit before tax		(173,494.00)	(32,230,993.00)
Tax Expense:			
(1) Current Tax		-	-
(2) Deferred Tax		-	-
Profit for the year		(173,494.00)	(32,230,993.00)
OTHER COMPREHENSIVE INCOME			
i. Items that will not be reclassified to profit or loss		-	-
ii. Income tax relating to items that will not be reclassified to profit		-	-
Other Comprehensive Income for the year (net of tax)		-	-
Total Comprehensive Income for the year		(173,494.00)	(32,230,993.00)
Earning per equity share(Face Value Rs. 10/- each) Basic and Diluted (Rs.)			

Significant Accounting Policies and other accompanying Notes (1 to 17) form an integral part of the Financial Statements
As per our report of even date

For and on behalf of the Board

For Arpit Shah & Co.
Chartered Accountant
Firm Reg. No. 123004W

(Arpit T. Shah)
Proprietor
Place :- Ahmedabad
Date :- 18/05/18



Wkh

Hariparasad Khetan
Director
DIN - 01228538

Rajubhai

Rajubhai Desai
Director
DIN - 03148402



Citizen Yarns Limited

Notes: Forming Part of the Financial Statement as at 31st March, 2018

Note:-1

I. CORPORATE INFORMATION

M/s. Positive Electronics Limited is a public limited company incorporated under the provisions of Companies Act, 1956 and having its registered office at Kolkata in the state of West Bengal.

II. STATEMENT OF COMPLIANCE :

The Company has adopted Indian Accounting Standards (referred to as "Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) read with Section 133 of the Companies Act, 2013 ("the Act") with effect from April 1, 2017 and therefore Ind ASs issued, notified and made effective till the financial statements are authorized have been considered for the purpose of preparation of these financial statements.

These are the Company's first Ind AS Standalone Financial Statements and the date of transition to Ind AS as required has been considered to be April 1, 2016.

The financial statement up to the year ended March 31, 2017, were prepared under the historical cost convention on accrual basis in accordance with the Generally Accepted Accounting Principles and Accounting Standards as prescribed under the provisions of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 then applicable (Previous GAAP) to the Company. Previous period figures in the Financial Statements have been re-casted/restated to make it comparable with current year's figure.

In accordance with Ind AS 101-"First Time adoption of Indian Accounting Standards" (Ind AS 101), the Company does not have any transition effect between Shareholders' equity as given earlier under Previous GAAP and those considered in these accounts as per Ind AS as at March 31, 2017, and April 1, 2016 and also the Net Profit as per Previous GAAP and those arrived at including Other Comprehensive Income under Ind AS for the year ended March 31, 2017.

III. SIGNIFICANT ACCOUNTING POLICIES :

1. BASIS OF ACCOUNTING:

The Financial Statements have been prepared under the historical cost convention on accrual basis excepting certain financial instruments which are measured in terms of relevant Ind AS at fair value/ amortized costs at the end of each reporting period and investment in one of its subsidiary which as on the date of transition have been fair valued to be considered as deemed cost.

2. PLANT, PROPERTY & EQUIPMENT

Property, Plant and Equipment are stated at cost of acquisition, construction and subsequent improvements thereto less accumulated depreciation and impairment losses, if any. For this purpose cost include deemed cost on the date of transition and adjustment for exchange difference wherever applicable and comprises purchase price of assets or its construction cost including duties and taxes, inward freight and other expenses incidental to acquisition or installation and any cost directly attributable to bring the asset into the location and condition necessary for it to be capable of operating in the manner intended for its use. For major projects and capital installations, interest and other costs incurred on / related to borrowings to finance such projects or fixed assets during construction period and related pre-operative expenses are capitalized.

3. REVENUE RECOGNITION

Revenue from sale of goods rendered is recognised upon passage of title.

4. TAXATION OF INCOME

Tax expenses comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961. Deferred taxes reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier year.



5. Earnings per Share

Basic Earnings per Share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Diluted Earnings per Share is calculated by adjustment of all the effects of dilutive potential equity shares from the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period.

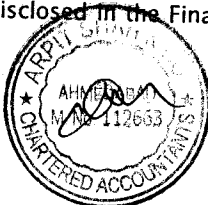
6. INVENTORIES

Inventories are valued at lower of cost or net realisable value.

Costs for the purpose of Raw materials, stores and spares and consumables comprise of the respective purchase costs including non-reimbursable duties and taxes. Cost for carriage, clearing and forwarding are included in

7. Provisions, Contingent Liabilities and Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognized when there is a legal or constructive obligation as a result of past events and it is probable that there will be an outflow of resources and a reliable estimate can be made of the amount of obligation. Provisions are not recognised for future operating losses. The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding Contingent liabilities are not recognized and are disclosed by way of notes to the financial statements when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or when there is a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the same or a reliable estimate of the amount in this respect cannot be made. Contingent assets are not recognised but disclosed in the Financial Statements by way of notes to accounts when an inflow of economic benefits is probable.



Citizen Yarns Limited

Notes: Forming Part of the Provisional Financial Statement as at 31st March, 2018

Note : 2 Long Term Loans and Advances

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017
		Rs	Rs
	(Unsecured, considered good) Advance Income Tax (including TDS)	-	450,000.00
	Total	-	450,000.00

Note : 3 Trade Receivable

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017
		Rs	Rs
	Trade receivables outstanding for a period less than six months from the date they are due for payment		
	Secured, Considered Good	-	-
	Unsecured, Considered Good	-	-
	Doubtful	-	-
	Trade receivables outstanding for a period more than six months from the date they are due for payment		
	Secured, Considered Good	-	-
	Unsecured, Considered Good	1,400,000.00	1,400,000.00
	Doubtful	-	-
	Total	1,400,000.00	1,400,000.00

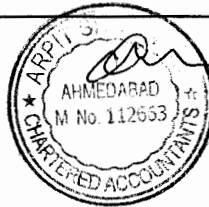
Note : 4 Cash and Cash Equivalents

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017
		Rs	Rs
1	Cash on Hand (As certified by Management)	326,942.00	6,943.00
2	Balances with Bank in current accounts	3,608.00	321,887.00
	Total	330,550.00	328,829.00



5 Other Current Assets

No	Particulars	As at 31.03.2018	As at 31.03.20
		Rs	Rs
	Miscellaneous Expenses		
	Opening Balance	-	2,013,491.
	Add: Expenses during the year	-	
	Less: Expenses written off	-	(2,013,491.)
		-	
	TDS Receivable		
	TDS Receivable 16-17	5,400.00	5,400.
	TDS Receivable 17-18	1,873.00	
		7,273.00	5,400.
	Total	7,273.00	5,400.



Citizen Yarns Limited

Forming Part of the Provisional Financial Statement as at 31st March, 2018

6 Share Capital

Sl. No	Particulars	As at 31.03.2018		As at 31.03.2017	
		No of Shares	Amount in Rs	No of Shares	Amount in Rs
a)	AUTHORISED CAPITAL Equity Shares of Rs. 5/- each.	80,00,000	40,000,000.00	8,000,000	40,000,000.00
		80,00,000	40,000,000.00	8,000,000	40,000,000.00
b)	ISSUED, SUBSCRIBED & FULLY PAID UP Equity Shares of Rs 5/- Each, Fully paid up				
	Balance at the beginning of the year	6,298,400	31,492,000.00	6,298,400	31,492,000.00
	Balance at the end of the year	6,298,400	31,492,000.00	6,298,400	31,492,000.00
	Total	6,298,400	31,492,000.00	6,298,400	31,492,000.00

Rights, Preferences and Restrictions attached to Equity Shares

The Company has only one class of Equity Shares having a par Value of Rs 10 per share. Each Shareholder is eligible for one vote per share held. All Shares have equal rights in respect of distribution of dividend and repayment of capital. No shares have any restrictions in respect of distribution of dividend and repayment of capital.

Shares reserved for issued

No Equity Shares have been reserved for issue under option and contracts/commitments for sale of shares/disinvestment as at Balance Sheet date.



Citizen Yarns Limited

Notes: Forming Part of the Provisional Financial Statement as at 31st March, 2018

Note : 7 Reserve & Surplus

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017
		Rs	Rs
1	Surplus in Statement of Profit & Loss		
	Balance at the beginning of the year	(32,004,698.00)	(7,448.00)
	Add: Profit for the year	(173,494.00)	(32,230,993.00)
	Balance at the end of the year	(32,178,192.00)	(32,238,441.00)
		-	233,743.00
	Total	(32,178,192.00)	(32,004,698.00)

Note : 8 Long Term Borrowings

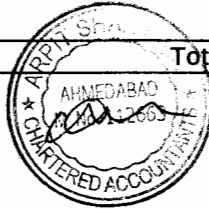
Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017
		Rs	Rs
	Secured loans (Secured against Building & Machineries)		
	Unsecured Loans	724,000.00	230,000.00
	Total	724,000.00	230,000.00

Note : 9 Trade Payables

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017
		Rs	Rs
	For Expenses	1,667,303.00	2,434,216.00
	Total	1,667,303.00	2,434,216.00

Note : 10 Short Term Provision

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017
		Rs	Rs
1	Other Payables Provision for Income Tax (Net)	32,712.00	32,712.00
	Total	32,712.00	32,712.00



Revenue from operations

in Rs.

Particulars	For The Year Ended March 31, 2018	For The Year Ended March 31, 2017
Sale of products	724,000.00	12,665,573.00
TOTAL	724,000.00	12,665,573.00

12 Other Income

in Rs.

Particulars	For The Year Ended March 31, 2018	For The Year Ended March 31, 2017
Interest Income	18,750.00	54,000.00
TOTAL	18,750.00	54,000.00

13 Purchase of Stock in Trade

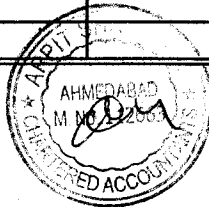
in Rs.

Particulars	For The Year Ended March 31, 2018	For The Year Ended March 31, 2017
Purchases During the Year	537,077.00	13,683,440.00
TOTAL	537,077.00	13,683,440.00

14 Employee Benefit Expenses

in Rs.

Particulars	For The Year Ended March 31, 2018	For The Year Ended March 31, 2017
Salaries, Wages and Bonus	120,000.00	450,000.00
TOTAL	120,000.00	450,000.00



Other Expenses

in Rs.

Particulars	For The Year Ended March 31 , 2018	For The Year Ended March 31, 2017
Bank Charges	2,921.00	2,338.00
BSE Expenses	25,000.00	-
CDSL Expenses	11,651.00	13,581.00
CS Salary	25,000.00	52,000.00
Current Investment written Off	-	28,224,000.00
Miscellaneous Expenses	34,800.00	56,110.00
NSDL Expenses	13,674.00	8,588.00
Pre operative Expenses written off	-	2,013,491.00
Rent Expenses	60,000.00	72,000.00
Share Registry Expenses	18,421.00	81,017.00
Stock Exchange Expenses	-	260,500.00
Vakil Fees	50,000.00	-
Website Expenses	-	3,500.00
Auditor's Remuneration		
Audit Fees	17,700.00	30,000.00
TOTAL	259,167.00	30,817,125.00



Citizen Yarns Limited

Notes Forming Part of the Financial Statement as at 31st March, 2018

Note : 16 Earning Per Equity Share (EPS)

	Particulars	As at 31.03.2018	As at 31.03.2017
		Amount in Rs	Amount in Rs
1	Basic EPS		
	a. Net Profit /(Loss) after Tax	(173,494.00) (32,230,993.00)	(32,230,993.00) 73,153.00
	b. Paid up Equity Capital (Rs. 10 each)	31,492,000.00 (31,492,000.00)	31,492,000.00 (32,000,000.00)
	c. Basic EPS (a*10/b)	(0.06) (10.23)	(10.23) 0.00
2	Diluted EPS		
	a. Net Profit /(Loss) after Tax per Accounts	(173,494.00) (32,230,993.00)	(32,230,993.00) 73,153.00
	b. Paid up Equity Capital (Rs. 10 each)	31,492,000.00 (31,492,000.00)	31,492,000.00 (32,000,000.00)
	c. Diluted EPS (a*10/b)	(0.06) (10.23)	(10.23) 0.00

Note : 17

Previous year's figures have been regrouped/ reclassified wherever necessary to correspond with the current year's classification/ disclosure.

Signature to Note No. 1 to 17

Significant Accounting Policies and other accompanying Notes (1 to 17) form an integral part of the Financial Statements As per our report of even date

For Arpit Shah & Co.
Chartered Accountants
Firm Reg. No. 12300

Arpit T. Shah
(Arpit T. Shah)
Proprietor
Place :- Ahmedabad
Date :- 28/05/18



Hariparasad Khetan
Hariparasad Khetan
Director
DIN - 01228538

Rajubhai Desai
Rajubhai Desai
Director
DIN - 03148402



Statement of Changes in Equity for the year ended 31st March, 2018

Equity Share Capital

Particulars	In Rs lakh
Balance as at April 1, 2016	314.92
Changes during the year	-
Balance as at March 31, 2017	314.92
Changes during the year	-
Balance as at March 31, 2018	314.92

(ii) Other Equity
As at March 31, 2018

Particulars	Reserves & Surplus				Items of Other Comprehensive Income	Equity Instrument through Other Comprehensive Income	Total
	Capital Reserve	Central State Subsidy	General Reserve	Retained Earnings	Remeasurements of the Defined Benefit Plans		
Balance as at March 31, 2017	-	-	-32,004,698	-	-	-	-32,004,698
Total comprehensive income for the year	-	-	-	-173,494	-	-	-173,494
Transferred from Retained earnings to General Reserve	-	-	-	-	-	-	-
Transfer to Retained earning on disposal of Equity Instruments	-	-	-	-	-	-	-
Interim Dividend including tax thereon	-	-	-	-	-	-	-
Balance as at March 31, 2018	-	-	-32,004,698	-173,494	-	-	-32,178,192

As at March 31, 2017

Balance as at April 1, 2016	-	-	-7,448	-	-	-	-
Total comprehensive income for the year	-	-	-	-32,230,993	-	-	-32,230,993
Transferred from Retained earnings to General Reserve	-	-	-	233,742	-	-	233,742
Transfer to Retained earning on disposal of Equity Instruments	-	-	-	-	-	-	-
Final Dividend including tax thereon	-	-	-	-	-	-	-
Interim Dividend including tax thereon	-	-	-	-	-	-	-
Balance as at March 31, 2017	-	-	-7,448	-31,997,251	-	-	-32,004,699

Significant Accounting Policies and other accompanying Notes (1 to 17) form an integral part of the Financial Statements As per our report of even date

For Arpit Shah & Co.
Chartered Accountants
Firm Reg. No. 123004

Arpit T. Shah
(Arpit T. Shah)
Proprietor
Place :- Ahmedabad
Date :-



Hari

Hariparasad Khetan
Director
DIN - 01228538

Rajubhai

Rajubhai Desai
Director
DIN - 03148402



Citizen Yarns Limited
STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2018

	For the year ended March 31, 2018	For the year ended March 31, 2017
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit before Tax	-173,494	-32,230,993
Add : Depreciation and amortisation expenses	-	-
Transfer to General Reserve	-	233,743
Bad debts	-	-
Miscellaneous Expenses (Amortized)	-	2,013,491
Impairment Allowances for doubtful debts	-	-
Loss on Sale of Investment	-	28,224,000
Finance Cost	-	30,471,234
	-173,494	-1,759,759
Less: Interest Income	-	-
Dividend Income from Investments	-	-
Net gain/(loss) on sale of Current Investments	-	-
Net gain/(loss) on Fair Valuation of current investments	-	-
Net gain/(loss) on Foreign Exchange fluctuation and translation	-	-
Provisions / Liabilities no longer required written back	-	-
Profit/(Loss) on sale / discard of Fixed Assets (Net)	-	-
Operating Profit before Working Capital changes	-173,494	-1,759,759
Less: Increase/(Decrease) in Inventories	-	-
Increase/(Decrease) in Trade Receivables	-	3,357,213
Increase/(Decrease) in Loans & advances, other financial and non-financial assets	448,127	211,441
(Increase)/Decrease in Trade Payables, other financial and non-financial liabilities and provisions	-766,913	-2,350,787
Cash generated from Operations	-492,280	-841,035
Less: Direct Taxes paid (Net)	-	-
Net cash flow from Operating activities	-492,280	-841,035
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Property, Plant and Equipment, Intangible Assets and movements in Capital work in progress	-	-
Fixed Assets sold/discarded	-	-
(Purchase)/Sale of Investment (net)	-	576,000
Advances and Loans to subsidiaries	-	-
Interest received	-	-
Dividend received	-	-
Investment in bank deposits (having original maturity of more than 3 months)	-	576,000
Net Cash flow from Investing activities	-	576,000
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds/(Repayments) from short term borrowings (net)	-	-
Proceeds/(Redemption / Repayment) of Long Term Debentures/Term Loan	494,000	30,000
Interest and other borrowing cost paid	-	-
Dividend paid	-	-
Tax on Dividend	-	30,000
Net cash flow from Financing activities	494,000	30,000
Cash and Cash equivalents (A+B+C)	1,720	-235,035
Cash and Cash equivalents as at 1st April	328,830	563,865
Cash and Cash equivalents as at 31st March (refer note no. 4)	330,550	328,830

Note :
1. The above Statement of Cash Flows has been prepared under the 'Indirect Method' as set out in Ind AS 7, 'Statement of Cash Flows' as notified under Companies Act, 2013.

Significant Accounting Policies and other accompanying Notes (1 to 17) form an integral part of the Financial Statements
As per our report of even date

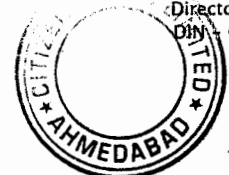
For Arpit Shah & Co.
Chartered Accountant
Firm Reg. No. 123004W

(Arpit T. Shah)
Proprietor
Place :- Ahmedabad
Date :- 28/05/18



Hariparasad Khetan
Director
DIN - 01228538

Rajubhai Desai
Director
DIN - 03148402



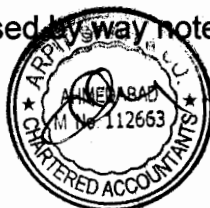
CITIZEN YARNS LIMITED

NOTES FORMING PARTS OF ACCOUNTS SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS:

A. SIGNIFICANT ACCOUNTING POLICIES:

The significant accounting policies followed by the company are as stated below:

- I. **ACCOUNTING CONVENTION :**
The financial statement is prepared under the historical cost convention and follows the mercantile system of accounting and recognizes income and expenditure on the accrual basis except those with significant uncertainties. Sales & Purchase is accounted exclusive of excise duty.
- II. **FIXED ASSETS :**
There are no fixed assets available.
- III. **DEPRECIATION :**
There are no fixed assets hence not applicable.
- IV. **INVENTORIES :**
There is no inventory at the year ended 31-03-2018, hence not applicable.
- V. **INVESTMENT :**
There are no Investments at the year end.
- VI. **MISCELLANEOUS EXPENSES :**
At the end of the year the balance of Miscellaneous Expenditure is W/O and the Balance is NIL.
- VII. **CONTINGENT LIABILITIES :**
No Provision is made for liabilities, which are contingent in nature but, if material, the same all disclosed by way notes to the accounts.



B. NOTES ON ACCOUNTS:

- I. Previous years figures have been regrouped wherever necessary.
- II. Balances of creditors, Loans & Advances and Debtors are subject to confirmation by the parties concerned.
- III. In respect of sales tax / income tax liability company does not expect any more liability than provided in the books of accounts.
- IV. Expenditure on Employees getting remuneration not less Rs.120000/- per year employed throughout the year and Rs.10000/- per month employed for part of year :

a. <u>No. of Employees</u>	<u>Amount Rs.</u>	<u>Amount Rs.</u>
b. Employed through out the year	Nil (Nil)	Nil (Nil)
c. Employed for a part of a year	Nil (Nil)	Nil (Nil)

V. Value of import calculates on CIF basis:

1. Raw Material	Nil	(Nil)
2. Components & Spare Parts	Nil	(Nil)
3. Capital Goods.	Nil	(Nil)



VI. Expenditure in Foreign Currency on account of :

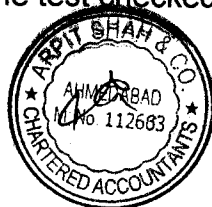
1. Royalty	Nil	(Nil)
2. Knowhow.	Nil	(Nil)
3. Professional Consultancy	Nil	(Nil)
4. Other Matters	Nil	(Nil)

(c) The amount remitted in foreign currency on Nil (Nil)
Account of dividends to non- residents

VII. Auditor's Remuneration.

	31-03-2018	31-03-2017
a. As Auditors	17,700.00	30000.00
b. Tax Audit Fees	NIL	NIL
In other Capacity		
1. For Income Tax	NIL	NIL
2. For Company Law – Matter	NIL	NIL
3. For Certification Work	NIL	NIL
4. For Other Works	NIL	NIL

VIII. We relied on vouchers duly certified by the Assessee wherever original bills are not available during the test checked conducted in the course of our audit.

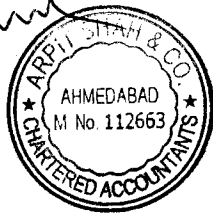


- IX. In the opinion of the Directors of the Company the current assets, Loans & Advances appearing in the balance sheet are approximately of the value as stated if realized in the ordinary course of business.
- X. Cash on hand at the year end certified by the management. Moreover we have not physically verified the Cash Balance as on 31-03-2018.
- XI. We are unable to express our opinion regarding diminution, if any, in the value of the investments as no documentary evidence were available or verification / judgment of the same.

FOR, Arpit Shah & Co.
CHARTERED ACCOUNTANTS

Arpit T. Shah
(Arpit T. Shah)
PARTNER

FRN No. 123004W



FOR, CITIZEN YARNS LIMITED

Wahle

DIRECTOR

Doshi

DIRECTOR

PLACE: AHMEDABAD

DATE : 28/05/18

PLACE: AHMEDABAD

DATE : 28/05/18

ANNEXURE I

Statement on Impact of Audit Qualifications (for audit report with modified opinion) submitted along-with Annual Audited Financial Results - (Standalone and Consolidated separately)

<u>CITIZEN YARNS LIMITED</u>				
<u>Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2018</u>				
<i>[See Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016]</i>				
I.	SL No.	Particulars	Audited Figures (In Rs.) (as reported before adjusting for qualifications)	Adjusted Figures (In Rs.) (audited figures after adjusting for qualifications)
	1.	Turnover / Total income	742750	742750
	2.	Total Expenditure	916244	916244
	3.	Net Profit/(Loss)	(173494)	(173494)
	4.	Earnings Per Share	(0.028)	(0.028)
	5.	Total Assets	1737823	1737823
	6.	Total Liabilities	1700015	1700015
	7.	Net Worth	(686192)	(686192)
	8.	Any other financial item(s) (as felt appropriate by the management)	NA	NA

II.

Audit Qualification (each audit qualification separately):

- a. **Details of Audit Qualification: N.A.**
- b. **Type of Audit Qualification: N.A.**
- c. **Frequency of qualification: N.A.**
- d. **For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views: N.A.**
- e. **For Audit Qualification(s) where the impact is not quantified by the auditor:**
 - (i) **Management's estimation on the impact of audit qualification:**
 - (ii) **If management is unable to estimate the impact, reasons for the same:**
 - (iii) **Auditors' Comments on (i) or (ii) above**

III.

Signatories:

CEO/Managing Director :

**SD/-
HARIPRASAD KHETAN
(DIN: 01228538)**

Audit Committee Chairman :

**SD/-
RAJUBHAI B DESAI
(DIN: 03148402)**

Statutory Auditor :

**SD/-
ARPIT SHAH
(ARPIT SHAH & CO.)
(M. No: 112663) (F.R.No: 123004W)**

Place: Ahmedabad

Date: 28/05/2018

ATTENDANCE SLIP

I/We.....R/o..... hereby record my/our presence at the Annual General Meeting of the Company on Friday, 10th August, 2018 at 02.00 P.M. at UL-10, ANKUR COMPLEX, B/H. TOWN HALL, OPP. X-RAY HOUSE, ELLISBRIDGE, AHMEDABAD GJ 380006 IN

DPID * :	Folio No. :
Client Id * :	No. of Shares :

* Applicable for investors holding shares in electronic form.

Signature of shareholder(s)/proxy

Note:

1. Please fill this attendance slip and hand it over at the entrance of the hall.
2. Please complete the Folio / DP ID-Client ID No. and name, sign this Attendance Slip and hand it over at the Attendance Verification Counter at the ENTRANCE OF THE MEETING HALL.
3. Electronic copy of the Annual Report for 2018 and Notice of the Annual General Meeting (AGM) along with Attendance Slip and Proxy Form is being sent to all the members whose email address is registered with the Company/ Depository Participant unless any member has requested for a hard copy of the same. Members receiving electronic copy and attending the AGM can print copy of this Attendance Slip.
4. Physical copy of the Annual Report for 2018 and Notice of the Annual General Meeting along with Attendance Slip and Proxy Form is sent in the permitted mode(s) to all members whose email is not registered or have requested for a hard copy.

Proxy form

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

CIN: **L17119GJ1990PLC013708**
Name of the Company: **CITIZEN YARNS LIMITED**
Registered office: **UL-10, ANKUR COMPLEX, B/H. TOWN HALL, OPP. X-RAY HOUSE, ELLISBRIDGE, AHMEDABAD GJ 380006 IN**

NAME OF THE MEMBER(S):

REGISTERED ADDRESS:

E-MAIL ID:

FOLIO NO/ CLIENT ID:

I/ We being the member of, holding.....shares, hereby appoint

1. Name:

Address:

E-mail Id:

Signature:, or failing him

2. Name:

Address:

E-mail Id:

Signature:,

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at Annual General Meeting of members of the Company, to be held on 10th August, 2018 at the registered office of the Company at UL-10, ANKUR COMPLEX, B/H. TOWN HALL, OPP. X-RAY HOUSE, ELLISBRIDGE, AHMEDABAD GJ 380006 IN and at any adjournment thereof in respect of such resolutions as are indicated below:

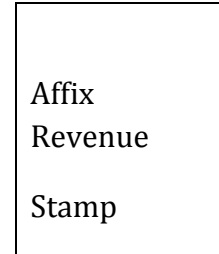
Resolution No.

1) To receive, consider and adopt the Audited Profit and Loss Account for the year ended 31st March, 2018 and Balance sheet as at that date together with Directors Report and Auditors Report thereon

Signed this day of..... 2018

Signature of Shareholder

Signature of Proxy holder(s)



Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, before the commencement of the Meeting.