

CRESTCHEM LIMITED

Reg. office : Sr. No.550/1, Sub Plot No. 12, Village – Indrad, Taluka – Kadi, District – Mehsana, Pin code – 382715, Gujarat
Phone : +91 – 9409119484 Email : info@crestchemlimited.in CIN Number : L24100GJ1991PLC015530
www.crestchemlimited.in

Date : 14-07-2017

To,
The General Manager,
Department of Corporate Services,
Bombay Stock Exchange Ltd.,
Dalal Street,
Mumbai- 400 001.

Attn : Mr. Jeevan Naronha, Miss Hetal Kotak

Sub : Evoting and Cut off Date (25th AGM – 10th August, 2017)

Dear Sir,

With reference to the above subject Company has established remote Evoting facility on CDSL platform as per the Regulation 44 of SEBI (LODR) Regulation, 2015.

Evoting start date : 07-08-2017 (9:00 A.M)

Evoting end date : 09-08-2017(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 03rd August,2017, may cast their vote electronically.

Notice of AGM along with Annual Report 2016-17 will be send to the members whose names are mentioned in Register of members / List of Beneficiary positions.

Annual Report is enclosed herewith for your reference and record !

Please take on record !

Thanking you,

Yours faithfully,

For, Crestchem Limited


Dipak Patel
Managing Director
(DIN: 02052080)



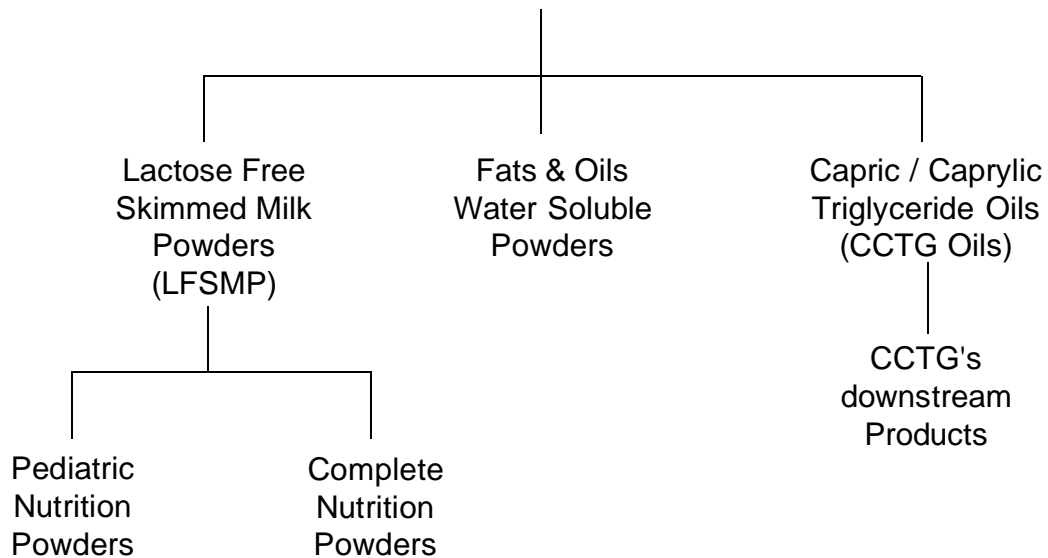
Crestchem Limited

CIN : L24100GJ1991PLC015530

**25th
ANNUAL REPORT
2016-2017**



**OUTLINES OF THE EXISTING AND
FUTURE PRODUCTS & PROJECTS ENVISAGED
BY THE COMPANY**



CRESTCHEM LIMITED
CIN - L24100GJ1991PLC015530

TWENTY FIFTH ANNUAL REPORT
2016-2017

BOARD OF DIRECTORS Shri Dipak N. Patel - Managing Director (DIN – 02052080)
Shri Nitin Shantilal Shah - Independent Director (DIN – 00027351)
Shri Rajesh I. Mody - Independent Director (DIN – 02054117)
Smt. Binaben Parasbhai Patel - Independent Director (DIN – 07131005)
(Women Director)

BANKERS BANK OF INDIA
BHARATIYA MAHILA BANK
BHUJ MERCANTILE CO-OP. BANK

AUDITORS **M/s. Talati & Talati**
Chartered Accountants
Ahmedabad.

FACTORY AND REGISTERED OFFICE Sr. No. 550/1, Sub Plot Number 12, Village
Indrad, Taluka – Kadi, District – Mehsana, Pin Code – 382 715
PHONE NUMBER 02764-278247 /09409119484
EMAIL ID investor@crestchemlimited.in
WEBSITE www.crestchemlimited.in.

SHARE TRANSFER REGISTRAR **LINK INTIME INDIA PRIVATE LIMITED**
506-508, Amarnath Business Centre-1
(ABC-1), Besides Gala Business Centre
Near ST Xavier's College Corner
Off C G Road , Ellisebridge
Ahmedabad - 380006
Telefax No. : 91-79 - 26465179/86/87
Email: ahmedabad@linkintime.co.in

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NOTICE

NOTICE is hereby given that the **TWENTY FIFTH ANNUAL GENERAL MEETING** of the Members of **CRESTCHEM LIMITED** will be held as scheduled below:

| | |
|-------|--|
| Date | : 10 th August, 2017 |
| Day | : Thursday |
| Time | : 05.00 p.m. |
| Place | : Conference Hall, Sankalp Express, Thol Road, Kadi, Taluka: Kadi, District - Mehsana: 382 715 (NORTH GUJARAT) |

to transact the following business :

ORDINARY BUSINESS:

- To receive, consider and adopt the Audited Accounts of the Company for the period (12 months) ended on 31st March 2017, and the Director's and Auditor's Reports thereon.
- To appoint a Director in place of Smt. Binaben Parasbhai Patel (DIN – 07131005) who retires by rotation and being eligible offers herself for re-appointment.
- To consider and, if thought fit, to pass with or without modification, the following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 Messrs Samir M. Shah & Associates Chartered Accountants, (Firm Registration No.-122377W) be and are hereby appointed as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the 30th Annual General Meeting of the Company, subject to ratification by the shareholders annually, at a remuneration to be decided by the Board of Directors in consultation with the Auditors plus applicable taxes and reimbursement of out of pocket expenses incurred by them for the purpose of audit.”

By Order of the Board of Directors

Sd/-

Place : Indrad (Kadi)
Date : 12th July, 2017

Dipak N. Patel
Managing Director
(DIN – 02052080)

NOTES :

- A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND ON POLL TO VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY MUST BE LODGED WITH THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FIXED FOR HOLDING THE MEETING.

A person can act as Proxy on behalf of the members not exceeding fifty and holding the aggregate not more than 10 percent of the total share capital of the company carrying voting right. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint as a single person as proxy and such person shall not act as proxy for any other person or shareholder.

- Corporate members intending to send their authorised representative to attend the meeting are requested to send to the company a certified copy of the Board Resolution authorize their representative to attend and vote on their behalf at the meeting.

- The Register of members and Share transfer book of the Company will remain closed from 04th August, 2017 to 10th August, 2017 (Both days inclusive).
- Members seeking any further information are requested to write to the Company at least 10 days before the meeting so as to enable management to keep the information ready at the meeting.
- Members/Proxies are requested to bring with them duly filled attendance slip for attending the meeting.
- In case of joint holders attending the meeting only such joint holder who is higher in the order of names will be entitled to vote.
- Members are requested to intimate the Company's Registrar & Share Transfer Agent at **LINK INTIME INDIA PRIVATE LIMITED** 506-508, Amarnath Business Centre-1,(ABC-1), Besides Gala Business Centre, Near St Xavier's College Corner, Off C G Road , Ellisebridge, Ahmedabad - 380006.. **Telefax No : 91-79-26465179 Email ID : Ahmedabad@linkintime.co.in** in case:
 - Shares are held in the same name or in the same order or names, but in more than one account to enable the Company to club them said accounts in to one account.
 - Notify immediately the change in their registered address, if any, to the Company.
- Members are requested to bring their copy of the Annual Report to the Annual General Meeting.
- The relevant Explanatory Statement as required under Section 102 (1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
- As the Company has adopted the practice of Green initiative, Members who have not registered their email addresses and PAN Number so far are requested to register their email address for receiving all communication including Annual Reports, Notices, Circulars, etc. from the Company electronically.
- Voting through electronic means:

The Company is pleased to offer remote e-voting facility to all its members to enable them to cast their vote electronically in terms of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (LODR) Regulation, 2015, Accordingly, a member may exercise his vote by electronic means and the Company may pass any resolution by electronic voting system in accordance with the above provisions through e-voting services provided by Central Depository Services (India) Limited (CDSL) as per agreement with the Company.

The detailed circular on procedure of E voting is being attached.

By Order of the Board of Directors

Sd/-

Place : Indrad (Kadi)
Date : 12th July, 2017

Dipak N. Patel
Managing Director
(DIN – 02052080)

Crestchem Limited

Reg. office : Sr. No. 550/1, Sub Plot Number 12, Village - Indrad, Taluka – Kadi, District – Mehsana, Pin Code – 382 715.
Phone : +91-02764-278247 **Email ID:** info@crestchemlimited.in
website : www.crestchemlimited.in
CIN Number : L24100GJ1991PLC015530

CIRCULAR ON PROCEDURE OF E-VOTING

The Instructions for members for voting electronically are as under:
 - EVSN – 170713004

SECTION A - E-VOTING PROCESS -

- (i) The voting period begins on August 07, 2017 (9.00 a.m.) and ends on August 09, 2017 (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 03rd August, 2017 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 | Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field. |
| Dividend Bank Details OR Date of Birth (DOB) | Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (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 <Company Name> 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 a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xvii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (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 linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - 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.



SECTION B - COMMENCEMENT OF E-VOTING PERIOD AND OTHER E-VOTING INSTRUCTIONS

- i.) The remote e-Voting period commences on August 07, 2017 (9.00 a.m.) and ends on August 09, 2017 (5.00 p.m.) During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on cutoff date (record date) of 03rd August, 2017 may cast their vote electronically. The e-Voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- ii.) The voting rights of shareholders shall be in proportion to their shares of the Paid Up Equity Share Capital of the Company.
- iii.) CS Dhara Shah, Practicing Company Secretary (Membership No.: ACS 30237; COP No: 11187) has been appointed as the Scrutinizer to scrutinize the e-Voting process.
- iv.) The Chairman shall, at the AGM, at the end of discussion on the resolution on which voting is to be held, allow voting with the Assistants of Scrutinizer, by use of Ballot Paper for all those members who are present at the AGM but have not cast their votes by availing the remote Evoting facility.
- v.) The Scrutinizer shall immediately after the conclusion of voting at AGM first the count the votes and cast the meeting, there after unblock the votes cast through E voting in the presence of at least two witness not in employment of the Company and make, not later than three days from the conclusion of the meeting a consolidated Scrutinizer's report of the Total votes cast in favors or against if any, to the chairman or person authorised by him in writing who shall counter sign the same. Thereafter, the chairman or person authorised by him in writing shall declare the result of voting forthwith. The result will be hosted and declared will be communicated to the relevant authorities and to the Stock Exchange etc.

- vi.) The resolutions shall be deemed to be passed on the date of the Annual General Meeting, subject to receipt of sufficient votes.
- vii.) For Members holding shares in physical form, the password and default number can be used only for e-Voting on the resolutions given in the notice.
- viii.) Institutional Shareholders (i.e. other than individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporate, link their account which they wish to vote on and then cast their vote. They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com. They should also upload a scanned copy of the Board Resolution / Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the vote.
- ix.) You can also update your mobile number and E-mail ID in the user profile details of the folio which may be used for sending communication(s) regarding CDSL e-Voting system in future. The same may be used in case the Member forgets the password and the same needs to be reset.
- x.) 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.

By Order of the Board of Directors

Sd/-

Place : Indrad (Kadi)
Date : 12th July, 2017

Dipak N. Patel
Managing Director
(DIN – 02052080)

Information required under Regulation 36(3) of the SEBI (LODR) Regulation, 2015 with respect to the Directors retiring by rotation and being eligible seeking re-appointment is as under;

| Name, Age and Qualification of the Director | Date of Appointment | Expert in functional Area | Names of the Companies in which he holds Directorships and Memberships of committee of the Board. | No of shares held Jointly/ Separately |
|---|------------------------------|---|---|---------------------------------------|
| Smt. Binaben Parasbhai Patel | 25 th March, 2015 | She is a post graduate and having experience in giving Tuitions and conducting and managing Coaching Classes. | Director in : CRESTCHEM LIMITED | _____ |

Number of Board Meeting attended, Directorship held in other companies and Membership in the various committees is given in the Director's Report and Corporate Governance Report.

ANNEXURE TO THE NOTICE

Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013 & also under Corporate Governance: In respect of Item No. 3

To appoint the auditors of the Company, and to fix their remuneration. The Companies Act, 2013 ("the Act") was notified effective April 1, 2014. Section 139 of the Act lays down the criteria for appointment and mandatory rotation of statutory auditor. Pursuant to section 139 of the Act and the Rules made thereunder, it is mandatory to rotate the statutory auditors on completion of two terms of five consecutive years. The Rules also lays down the transitional period that can be served by the existing auditor depending on the number of consecutive years for which an audit firm has been functioning as auditor in the same Company. The Statutory auditor, Talati & Talati has served the Company for over 10 years before the Act was notified and will be completing maximum number of transitional period (three years) at the ensuing 25th AGM.

The Audit committee of the Company has proposed and recommended M/S Samir M. Shah & Associates and in the meeting of the Board on 12th July, 2017, the Board has accepted the same and have appointed M/S Samir M. Shah & Associates, Chartered

Accountant (FRN : 122377W) as the statutory auditors of the Company, subject to approval of the same at the AGM. M/S Samir M. Shah & Associates will hold office for the period of five consecutive years from the conclusion of the 25th Annual General meeting of the Company till the conclusion of 30th Annual General meeting to be held in 2022.

Therefore, shareholders are requested to consider and though fit, to pass following resolution as an ordinary resolution.

"RESOLVED THAT pursuant to provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 Messrs Samir M. Shah & Associates Chartered Accountants, (Firm Registration No.-122377W) be and are hereby appointed as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the 30th Annual General Meeting of the Company, subject to ratification by the shareholders annually, at a remuneration to be decided by the Board of Directors in consultation with the Auditors plus applicable taxes and reimbursement of out of pocket expenses incurred by them for the purpose of audit.

DIRECTOR'S REPORT TO THE MEMBERS

Your Directors have pleasure in presenting the **TWENTY FIFTH ANNUAL REPORT** together with the Audited Accounts of the Company for the period of 12 months ended on 31st March, 2017.

1. FINANCIAL RESULTS

| | (` In Lacs) | |
|---|------------------------------------|------------------------------------|
| | As at 31-03-2017 (12 Months) | As at 31-03-2016 (12 Months) |
| Operating Profit / (Loss) (before interest and depreciation) | (11.8) | 13.44 |
| Less : Interest | 4.35 | 1.62 |
| Profit / (Loss) before depreciation | (16.15) | 11.82 |
| Less : Depreciation | 0.02 | 0.02 |
| Profit / (Loss) before Tax | (16.17) | 11.80 |
| Less : Current Tax. | 0.00 | 3.25 |
| (Excess)/ Short Provision for earlier year | 0.00 | (0.00) |
| Profit/(Loss) after Tax | (16.17) | 8.55 |
| Amount of Profit and Loss A/c brought forward | (189.55) | (198.1) |
| Amount available for appropriations carried to Balance Sheet | (205.72) | (189.55) |

2. TRANSFER TO RESERVES:

The Company has not transferred any sum to the General Reserves during the period under review.

3. DIVIDEND

Your directors regret their inability to recommend any dividend on the equity shares during the period under review.

4. MATERIAL CHANGES AND COMMITMENTS:

No material changes and commitments have occurred after the close of the year till the date of this Report, which affect the financial position of the Company.

5. OPERATIONS

The Company is making all efforts to bring about a turnaround, by developing and introducing new products. Accordingly, The Company has already developed two new products namely Capric / Caprylic Triglycerides and Lactose Free products, by indigenous technology efforts in the nutritional chemical field. The benefits of its sales and marketing and there by revenue generation is likely to improve substantially in near future.

6. DIRECTORS

In accordance with the provisions of the Companies Act, 2013 and Articles of Association of the Company, Mrs. Bina Parasbhai Patel Director of the Company, retires by rotation and being eligible offers herself for re-appointment.

7. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report as required under the Listing Agreement with the Stock Exchanges is enclosed as Annexure A.

8. SECRETARIAL AUDIT REPORT

Pursuant to Section 204 of the Companies Act, 2013, the Secretarial Audit report for the financial year ended 31st March, 2017 given by M/S Dhara Shah & Associates, Practicing Company Secretary is annexed as Annexure B to this report.

9. NUMBER OF BOARD MEETINGS

During the year the Board of Directors met six times. The details of the Board meetings are provided in the Corporate Governance Report.

10. DIRECTOR'S RESPONSIBILITY STATEMENT

Pursuant to Section 134 of the Companies Act, 2013, your Directors confirm that:

- (a) In the preparation of the annual accounts, the applicable accounting standards have been followed.
- (b) Appropriate accounting policies have been selected and applied so as to give a true and fair view of the state of affairs of the Company as at March, 31st 2017 and of the profit of the Company for that period.
- (c) Proper and sufficient care has been taken 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.
- (d) The annual accounts have been prepared on a going concern basis.
- (e) The Directors have devised proper systems to ensure compliances with the provisions of applicable laws and such systems are adequate and operating effectively.

11. DECLARATION BY INDEPENDENT DIRECTORS

The Following Directors are independent in terms of section 149(6) of the Act and under SEBI (LODR) Regulation, 2015:

- 1) Shri Rajesh I. Mody
- 2) Smt. Binaben Parasbhai Patel
- 3) Shri Nitin Shantilal Shah

The Company has received requisite declarations/ confirmations from all the above Directors confirming their independence.

12. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

Statement containing Particulars of Employees pursuant to section 197(12) of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of this report. However, as per the provisions of section 134 and 136 of the Companies Act, 2013, the Report and financial statement are being sent to the members and others entitled thereto, excluding the statements containing Particulars of Employees, which is available for inspection by the members at the Registered office of the Company during business hours on all working days (except Saturdays), up to the date of ensuing Annual General Meeting. Any member interested in obtaining a copy of such statement may write to the Company at the registered office of the Company.

13. CORPORATE SOCIAL RESPONSIBILITY (CSR)

Pursuant to section 135 of the Companies Act, 2013, which is not applicable to the company for the period under review, hence, no committee in this regard has been constituted.

14. EXTRACT OF THE ANNUAL RETURN

Extract of the Annual Return for the Financial Year ended on 31st March, 2017 as required by Section 92(3) of the Act is annexed as Annexure C to this report.

15. RELATED PARTY TRANSACTIONS

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

Details of related party transactions entered into by the Company during the financial year 2016-2017 are provided in Note 26 to the Financial Statements.

16. DEPOSITS

No Public deposits were accepted or matured during the period under review.

17. FINANCE

The Company still has accumulated losses which the company trying to reduce and improve performance by introducing new products namely Capric / Caprylic Triglycerides and Lactose Free products. However, the company has no outstanding term loans or working capital loans or any kind of loans from banks or financial institutions.

There are no outstanding interest payments on above.

The company has not incurred any cash losses during the year 2014-15 & 2015-16.

18. AUDITORS

M/s. Samir M. Shah & Associate, Chartered Accountants, will hold office for the period of five consecutive years from the conclusion of the 25th Annual General meeting of the Company till the conclusion of 30th Annual General meeting to be held in 2022.

19. COST AUDIT

The Central Government of India has not prescribed the maintenance of Cost Accounting Records under sub Section (1) of Section 148 of the Companies Act, 2013 and hence this clause is not applicable to the company.

20. INTERNAL FINANCIAL CONTROLS:

During the previous financial year the Company had in place internal financial control systems as per the general understanding of the same by the company. However, it was felt that such systems would need improvements as per the guidance note by ICAI, which is now available.

Hence, the said systems are under review and proper re-preparation process is ongoing, to make it more relevant and

25. DETAILS OF DIRECTORS/KMP WHO WERE APPOINTED OR HAVE RESIGNED DURING THE YEAR & LIABLE TO RETIRE BY ROTATION

During the financial year 2016-17 following directors appointed.

| Name | Designation | Appointment/Resignation | Date of Appointment/Resignation |
|-------------------------|--|--|---------------------------------|
| Nitin Shantilal Shah | Independent Director | Appointment | 14-11-2016 |
| Binaben Parasbhai Patel | Independent Director (Woman Director) | Retire by Rotation – Eligible for Reappoint | — |

26. POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION AND FORMAL ANNUAL EVALUATION

The policy of the company on director's appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters, as required under sub-section (3) of Section 178 of the Companies Act, 2013, is available on our website (http://www.crestchemlimited.in/index.php?option=com_content&view=article&id=55&Itemid=66).

There has been no change in the policy since the last fiscal year. We affirm that the remuneration paid to the directors is as per the terms laid out in the nomination and remuneration policy of the company.

27. ACKNOWLEDGEMENT

The Directors extend their sincere thanks to the Bankers, Central and State Government Authorities, Customers, Shareholders and all other who have been associated with the Company, for their co-operation, continued support and for the confidence placed in the management of the Company.

27. GENERAL INFORMATION

AGM held during the financial year: 30TH SEPTEMBER, 2016.

meaningful from a long term perspective. This being voluminous paper work, hence, The Company is under process of preparing such documents pertaining to Internal Financial Control system and hence the same could not be made available to the auditors to enable them to determine if we have established adequate internal financial control over financial reporting and whether such internal financial controls were operating effectively as at March 31, 2017.

21. INFORMATION REGARDING CONSERVATION OF ENERGY ETC.

Information required u/s. 134 of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014, form part of this report. However, as per the provisions of section 134, the reports and accounts are being sent to all shareholders of the Company excluding the information relating to conservation of energy, foreign exchange earnings and outgo, and the statement of particulars of employees. Any shareholder interested in obtaining such particulars may write to the Director / Company Secretary at the Registered Office of the Company.

22. CORPORATE GOVERNANCE REPORT

During the year under Report Securities & Exchange Board of India (SEBI) introduced new listing Regulation, SEBI (LODR) Regulation, 2015 effective from December 1, 2015. The Corporate Governance Report & practices followed by the Company are indicated separately in the Annexure D forming part of this report. A certificate from the Practicing Company Secretary of the Company, regarding the conditions of corporate governance.

23. WHISTLE BLOWER POLICY

The Vigil Mechanism of the Company, which also incorporates a whistle blower policy in terms of the listing agreement, includes an Ethics & Compliance Task Force comprising senior executives of the Company, is in place with the Company. Available on company's website (http://www.crestchemlimited.in/index.php?option=com_content&view=article&id=55&Itemid=66).

24. INDUSTRIAL RELATIONS, SAFETY AND ENVIRONMENT

During the year under review, the industrial relations remained harmonious and cordial.

For and on behalf of the Board

Sd/-

Dipak N. Patel

Chairman / Managing Director
(DIN – 02052080)

Place : Indrad (Kadi)
Date : 12th July, 2017

ANNEXURE A
MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Industry Structure and Development:

Your Company is engaged in the field of Processing / Job working / Manufacturing, of specialty chemical ingredients, in dry powder forms, finding applications as a nutritious (or as an edible additive) raw material, in dry re-constitutable food and pharmaceutical recipes. Commercially, at times known as the nutraceutical Industry products or as Enteral Nutritional Industry raw materials, Health Food Industry raw material etc.

Opportunities, Threats, Risk and Concerns:

This is a developing field, emerging out of the fusion of certain aspects of three industries, namely The Chemical – The Food – The Pharmaceutical Industry, with an opportunity of growth. But currently the cost of manufacturing and marketing is high, as volume of business is low, since the concept has yet to catch-up In India, as compared to certain countries abroad, which is a kind of threat to the viability, at least for the time being. The risk is that the “off-the shelf ready to use packaged products” which are costly and targeted to the modern life, depends on how fast the purchasing power of Indian Mass Public improves. However, considering all factors the Company has indentified two new products, namely Capric / Caprylic Triglycerides and Lactose Free products by indigenous technology efforts which seem promising in generating revenues and profits growth.

Financial Performance With Respect To Operational Performance:

The Operations remained sub-optimal due to financial constraints and the time which was required to be devoted in technically perfecting the products / formulations, in the potential nutraceutical – Enteral and Pediatric nutrition field. New products which will be introduce in the subsequent years in branded retail packages have been technically perfected and will add to our product lines, whereby there will be better profitability in subsequent years.

Internal Control Systems and their adequacy:

Your Company has adequate internal controls for its business across departments to ensure efficiency of operations, compliances with internal policies and applicable laws and regulations, protection of resources and assets and accurate reporting of financial transactions.

The internal control system is supplemented by extensive internal checking system, regular reviews by management and standard policies and guidelines to ensure the reliability of financial and all other records.

Human Resource / Industrial Relations:

Your Company believes that it is the employee’s skills and capabilities which will provide the necessary cutting edge to face challenges and market competition. Your Company re-emphasizing philosophy that employee well-being is extremely important, welfare activities have been given a boost. Your Company strives to maintain a professional work environment where every employee feels satisfied and appreciated.

Business Outlook:

The growth of our Companies business depends upon several factors as discussed above. However, management visualizes that, shortly time will come in which we will be able to introduce new formulations and the same will, get properly accepted in the market.

Cautionary Statement:

Certain statements in this report may be forward-looking statements. Such forward-looking statements are subject to certain risks and uncertainties like regulatory changes, local, political or economic developments, technological risks, and many other factors that could cause our actual results to differ materially from those contemplated by the relevant forward-looking statements.

The Company will not be in any way responsible for any action taken based on such statements and undertakes no obligation to publicly update these forward-looking statements to reflect subsequent events or circumstances.

ANNEXURE – B**Form No. MR-3****SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31-03-2017**

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

To,
The Members,
CRESTCHEM LIMITED
CIN : L24100GJ1991PLC015530

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

Based on my verification of the company's books, papers, minute books, forms and returns 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 March 31, 2017, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by Crestchem Limited ("the Company") for the financial year ended on March 31, 2017 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; as amended from time to time;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; as amended from time to time;
 - (c) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act, 2013 and dealing with client;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; (Not applicable to the Company during the Audit Period)
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable to the Company during the Audit Period).
 - (f) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not applicable to the Company during the Audit Period);
 - (g) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (Not applicable to the Company during the Audit Period);
 - (h) The Securities and Exchange Board of India (Buyback of securities) Regulations, 1998; (Not applicable to the Company during the Audit Period);

We 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 Limited.
- (iii) The Listing Agreements entered into by the Company with BSE Ltd read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. (with effect from 1st December, 2015)

To the best of my understanding I am of the view that during the period under review the Company has complied with the provision of the Act, Rules, Regulations and Guidelines Standard etc. mentioned above.

We further report that:

Having regards to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has complied with the following laws applicable to the type of business the Company is engaged in to:

- 1) The Trademarks Act, 1999
- 2) Food Safety And Standards Act, 2006

The Company manufactures / sells chemical products, which are finding use as "Raw Materials" in Nutrition field and as such it is not subjected to any specific licensing requirements.

Since, The Company does not have any full time employee during the year under report hence, labour laws and such other employment related laws are not applicable to the Company.

We further report that

- a) 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.
- b) 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.
- c) Majority decision is carried through while the dissenting members' views are captured and recorded as part of the Minutes.

I further report, that the compliance by the Company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this Audit since the same have been subject to review by statutory financial audit and other designated professionals.

I further report that:

Since the current volume of business of the Company was not large, hence, The Company has not appointed Internal auditor and Company secretary and CFO; The Companies capital and turnover is very less, if in future the capital and turnover going to be higher then, the companies will appoint Internal auditor and Company secretary and CFO.

The Company is searching for a suitable Company Secretary for whole time till than service of practicing company secretary is availed.

We 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.

This report is to be read with my letter of even date which is annexed as Annexure and forms integral part of this report.

Dhara Shah & Associates
Dhara Shah
Practicing Company Secretary

Place : Ahmedabad
Date : 30-05-2017

Membership Number : A30237
Certificate of Practice No.:11187

Annexure to the Secretarial Audit Report of Crestchem Limited for financial year ended March 31, 2017.

To,
The Member,
CRESTCHEM LIMITED
CIN : L24100GJ1991PLC015530

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

1. Maintenance of secretarial records is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. Wherever required, I have obtained the management representation about the compliances of laws, rules, regulations and happening of events etc.
4. The Compliance of the provisions of corporate and other applicable laws, rules, regulations and standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
5. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Dhara Shah & Associates
Dhara Shah
Practicing Company Secretary

Place : Ahmedabad
Date : 30-05-2017

Membership Number : A30237
Certificate of Practice No.:11187

ANNEXURE C
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:

| | | |
|----|--|--|
| 1. | CIN | L24100GJ1991PLC015530 |
| 2. | Registration Date | 26/04/1991 |
| 3. | Name of the Company | CRESTCHEM LIMITED |
| 4. | Category/Sub-category of the Company | Public Company Limited by Shares |
| 5. | Address of the Registered office & contact details | Sr. No.550/1, Sub Plot No. 12, Village – Indrad, Taluka – Kadi, District – Mehsana, Pin code – 382715, Gujarat Ph. 02764-278247 / 9409119484 Email : info@crestchemlimited.in |
| 6. | Whether listed company | Yes |
| 7. | Name, Address & contact details of the Registrar & Transfer Agent, if any. | LINK INTIME INDIA PRIVATE LIMITED 506-508, Amarnath Business Centre-1(ABC-1), Besides Gala Business Centre, Near ST Xavier's College Corner, Off C G Road, Ellisebridge, Ahmedabad - 380006. Telefax No : 91-79-26465179 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)

| Sl. No. | Name and Description of main products / services | NIC Code of the Product / service | % to total turnover of the company |
|---------|--|-----------------------------------|------------------------------------|
| 1 | FAT & Oil Powders | 24293 | 100% |

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. | - | - | - | - | - |
| 2. | - | - | - | - | - |
| 3. | - | - | - | - | - |
| 4. | - | - | - | - | - |

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

A) Category-wise Share Holding

| Category of Shareholders | No. of Shares held at the beginning of the year [As on 31-March-2015] | | | | No. of Shares held at the end of the year [As on 31-March-2016] | | | | % Change during the year |
|--|---|---------------|---------------|-------------------|---|---------------|---------------|-------------------|--------------------------|
| | Demat | Physical | Total | % of Total Shares | Demat | Physical | Total | % of Total Shares | |
| A. Promoters | | | | | | | | | |
| (1) Indian | | | | | | | | | |
| a) Individual/ HUF | 30052 | 764300 | 794352 | 26.48 | 179562 | 630600 | 810162 | 27.0054 | 0.53 |
| b) Central Govt | - | - | - | - | - | - | - | - | - |
| c) State Govt(s) | - | - | - | - | - | - | - | - | - |
| d) Bodies Corp. | - | 5000 | 5000 | 0.17 | - | - | - | - | -0.17 |
| e) Banks / FI | - | - | - | - | - | - | - | - | - |
| f) Any other | - | - | - | - | - | - | - | - | - |
| Total shareholding of Promoter (A1) | 30052 | 769300 | 799352 | 26.65 | 179562 | 630600 | 810162 | 27.0054 | 0.36 |

| | | | | | | | | | |
|--|---------------|----------------|----------------|--------------|---------------|----------------|----------------|----------------|--------------|
| (2) Foreign | | | | | | | | | |
| NRIs-Individuals | - | 71300 | 71300 | 2.38 | - | 71300 | 71300 | 2.38 | - |
| Other-Individuals | - | - | - | - | - | - | - | - | - |
| Bodies Corp. | - | - | - | - | - | - | - | - | - |
| Banks / FI | - | - | - | - | - | - | - | - | - |
| Any Other.... | - | - | - | - | - | - | - | - | - |
| Total shareholding of Promoter (A2) | - | 71300 | 71300 | 2.38 | - | 71300 | 71300 | 2.38 | - |
| Total shareholding of Promoter(A1)+ (A2) | 30052 | 840600 | 870652 | 29.02 | 179562 | 701900 | 881462 | 29.3821 | 0.36 |
| B. Public Shareholding | | | | | | | | | |
| 1. Institutions | | | | | | | | | |
| a) Mutual Funds | - | - | - | - | - | - | - | - | - |
| b) Banks / FI | - | 3900 | 3900 | 0.13 | - | 3900 | 3900 | 0.13 | - |
| c) Central Govt | - | - | - | - | - | - | - | - | - |
| d) State Govt(s) | - | - | - | - | - | - | - | - | - |
| e) Venture Capital Funds | - | - | - | - | - | - | - | - | - |
| f) Insurance Companies | - | - | - | - | - | - | - | - | - |
| g) FIs | - | - | - | - | - | - | - | - | - |
| h) Foreign Venture Capital Funds | - | - | - | - | - | - | - | - | - |
| i) Others (specify) | - | - | - | - | - | - | - | - | - |
| Sub-total (B)(1):- | - | 3900 | 3900 | 0.13 | - | 3900 | 3900 | 0.13 | - |
| 2. Non-Institutions | | | | | | | | | |
| a) Bodies Corp. | | | | | | | | | |
| i) Indian | 4400 | 10000 | 14400 | 0.48 | 2100 | 10000 | 12100 | 0.40 | -0.08 |
| ii) Overseas | - | - | - | - | - | - | - | - | - |
| b) Individuals | | | | | | | | | |
| i) Individual shareholders holding nominal share capital up to Rs. 1 lakh | 105348 | 2005700 | 2111048 | 70.37 | 128938 | 1973600 | 2102538 | 70.08 | -0.29 |
| ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh | - | - | - | - | - | - | - | - | - |
| c) Others (specify) | - | - | - | - | - | - | - | - | - |
| Non Resident Indians | | | | | | | | | |
| Overseas Corporate Bodies | - | - | - | - | - | - | - | - | - |
| Foreign Nationals | - | - | - | - | - | - | - | - | - |
| Clearing Members | - | - | - | - | - | - | - | - | - |
| Trusts | - | - | - | - | - | - | - | - | - |
| Foreign Bodies - D R | - | - | - | - | - | - | - | - | - |
| Sub-total (B)(2):- | 109748 | 2015700 | 2125448 | 70.85 | 131038 | 1983600 | 2114638 | 70.49 | -0.36 |
| Total Public Shareholding (B)=(B)(1)+ (B)(2) | 109748 | 2019600 | 2129348 | 70.98 | 131038 | 1987500 | 2118538 | 70.62 | -0.36 |
| C. Shares held by Custodian for GDRs & ADRs | - | - | - | - | - | - | - | - | - |
| Grand Total (A+B+C) | 139800 | 2860200 | 3000000 | 100 | 310600 | 2689400 | 3000000 | 100 | - |

B) Shareholding of Promoter-

| Sr. No. | Shareholder's Name | Shareholding at the beginning of the year | | | Shareholding at the end of the year | | | % Change in shareholding during the year |
|---------|---------------------------------|---|---------------------------------|--|-------------------------------------|---------------------------------|--|--|
| | | No. of Shares | % of total Share of the company | % of Shares Pledged/encumbered to total shares | No. of Shares | % of total Share of the company | % of Shares Pledged/encumbered to total shares | |
| 1 | Narendraprasad C. Patel | 303900 | 10.13 | - | 303900 | 10.13 | - | - |
| 2 | Dipak N. Patel | 263952 | 8.80 | - | 314262 | 10.47 | - | 1.67 |
| 3 | Arunprasad P. Patel | 10100 | 0.34 | - | 10100 | 00.34 | - | - |
| 4 | Dineshchandra B. patel | 5100 | 0.17 | - | 5100 | 00.17 | - | - |
| 5 | Kusum N. Patel | 16700 | 0.56 | - | 16700 | 00.56 | - | - |
| 6 | Sonali N. Patel | 14600 | 0.49 | - | 14600 | 00.49 | - | - |
| 7 | Jatan L. Patel | 28900 | 0.96 | - | 28900 | 00.96 | - | - |
| 8 | Parul D. Patel | 50600 | 1.69 | - | 31100 | 01.69 | - | - |
| 9 | Nirmit D. Patel | 5500 | 0.18 | - | 5500 | 00.18 | - | - |
| 10 | Sushila L. Patel | 500 | 0.02 | - | 500 | 00.02 | - | - |
| 11 | Kusum Bhagubhai | 35000 | 1.17 | - | 35000 | 01.17 | - | - |
| 12 | Pranay A. Patel | 5000 | 0.17 | - | 5000 | 00.17 | - | - |
| 13 | Rahul A. Patel | 5000 | 0.17 | - | 5000 | 00.17 | - | - |
| 14 | Leenaben A. Patel | 8000 | 0.27 | - | 8000 | 00.27 | - | - |
| 15 | Rakesh A. Parikh | 7300 | 0.24 | - | 7300 | 0.24 | - | - |
| 16 | Kokilaben A. Parikh | 3700 | 0.12 | - | 3700 | 0.12 | - | - |
| 17 | Kamlesh J. Lashkari | 5000 | 0.17 | - | 5000 | 0.17 | - | - |
| 18 | Malay Patel | 3000 | 0.10 | - | 3000 | 0.10 | - | - |
| 19 | Mahendra G. Patel | 2500 | 0.08 | - | 2500 | 0.08 | - | - |
| 20 | Padmini N. Patel | 2500 | 0.08 | - | 2500 | 0.08 | - | - |
| 21 | Tillotama Bhagubhai | 2500 | 0.08 | - | 2500 | 0.08 | - | - |
| 22 | Nupur D. Shah | 15000 | 0.50 | - | 0 | 0 | - | -0.50 |
| 23 | A.P. Sheth Investment Pvt. Ltd. | 5000 | 0.17 | - | 0 | 0 | - | -0.17 |
| 24 | Suryakant B. Patel | 10000 | 0.33 | - | 10000 | 0.33 | - | - |
| 25 | Deepesh S. Patel | 10000 | 0.33 | - | 10000 | 0.33 | - | - |
| 26 | Dasharath R. Patel | 28800 | 0.96 | - | 28800 | 0.96 | - | - |
| 27 | Kanubhai M. Patel | 12500 | 0.42 | - | 12500 | 0.42 | - | - |
| 28 | Yagnesh Patel | 10000 | 0.33 | - | 10000 | 0.33 | - | - |
| | | 870652 | 29.02 | - | 881462 | 29.38 | - | 0.36 |

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

| Sr. No. | Particulars | No. of Shares at the beginning/ end of the year | Shareholding at the beginning of the year | | Increasing / Decreasing in shareholding | Reason | Cumulative Shareholding during the year | |
|---------|----------------------------|---|---|------------|---|---|---|----------------------------------|
| | | | % of total Shares of the company | Date | | | No. of Shares | % of total Shares of the company |
| | Dipak Narendraprasad Patel | 262502 | | 01-04-2016 | | | | |
| | | | | 08-04-2016 | 500 | Purchase | 263002 | |
| | | | | 11-04-2016 | 15000 | Purchase-off market | 278002 | |
| | | | | 20-04-2016 | 1000 | Purchase | 279002 | |
| | | | | 21-04-2016 | 5000 | Purchase-off market | 284002 | |
| | | | | 27-04-2016 | 100 | Purchase | 284102 | |
| | | | | 10-05-2016 | 250 | Purchase | 284352 | |
| | | | | 11-05-2016 | 100 | Purchase | 284452 | |
| | | | | 23-06-2016 | 100 | Purchase | 284552 | |
| | | | | 12-07-2016 | 100 | Purchase | 284652 | |
| | | | | 29-07-2016 | 66 | Purchase | 284718 | |
| | | | | 16-08-2016 | 695 | Purchase | 285413 | |
| | | | | 18-08-2016 | 100 | Purchase | 285513 | |
| | | | | 24-08-2016 | 100 | Purchase | 285613 | |
| | | | | 29-08-2016 | 200 | Purchase | 285813 | |
| | | | | 08-09-2016 | 200 | Purchase | 286013 | |
| | | | | 30-08-2016 | 100 | Purchase-off market | 286113 | |
| | | | | 22-09-2016 | 99 | Purchase | 286212 | |
| | | | | 24-10-2016 | 300 | Purchase | 286512 | |
| | | | | 24-10-2016 | 100 | Purchase-off market | 286612 | |
| | | | | 08-11-2016 | 100 | Purchase | 286712 | |
| | | | | 16-12-2016 | 1000 | Purchase | 287712 | |
| | | | | 20-12-2016 | 100 | Purchase | 287812 | |
| | | | | 21-12-2016 | 100 | Purchase | 287912 | |
| | | | | | 3000 | Purchase-off market | 290912 | |
| | | | | 24-01-2017 | 1400 | Purchase | 292312 | |
| | | | | 25-01-2017 | 200 | Purchase | 292512 | |
| | | | | 31-01-2017 | 200 | Purchase | 292712 | |
| | | | | 10-02-2017 | 1200 | Purchase | 293912 | |
| | | | | 06-03-2017 | 100 | Purchase | 294012 | |
| | | | | 08-03-2017 | 100 | Purchase | 294112 | |
| | | | | 09-03-2017 | 100 | Purchase | 294212 | |
| | | | | 31-03-2017 | 100 | Purchase | 294312 | |
| | | | | 31-03-2017 | 19500 | Consolidate of Shares from Parul Patel to Dipak Patel | 313812 | |

Note : In addition to above Promoters' Shareholding, 450 shares which have been purchased by promoters (Dipak Narendraprasad Patel Account and duly declared in disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011/ Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 [Regulation 7 (2) read with Regulation 6(2)], However, the same would be under the process of transfer, have not yet been transferred in the name of Dipak Narendraprasad Patel) Hence, not included in the above.)

D) Shareholding Pattern of top ten Shareholders: (Other than Directors, Promoters and Holders of GDRs and ADRs):

| For Each of the Top 10 Shareholders | Shareholding at the beginning of the year | | Cumulative Shareholding during theyear | |
|-------------------------------------|---|----------------------------------|--|----------------------------------|
| | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| PARMANAND SHAKARABHAI PATEL | 5200 | 0.1733 | 5200 | 0.1733 |
| MADHUSUDAN MEHTA | 5100 | 0.17 | 5100 | 0.17 |
| PARVATIBEN ISHWARLAL PATEL | 5000 | 0.166667 | 5000 | 0.166667 |
| KIRTI S AMIN | 4000 | 0.133333 | 4000 | 0.133333 |
| BANK OF INDIA A/C. BOI MUTUAL FUND | 3800 | 0.126667 | 3800 | 0.126667 |
| CHANDRAMUKHI CHIRANIA | 3200 | 0.106667 | 3200 | 0.106667 |
| PRAFULLA PATEL | 3100 | 0.103333 | 3100 | 0.103333 |
| PRATIKKUMAR J. SHAH | 3000 | 0.1 | 3000 | 0.1 |
| SANJIV K. KOTHARI | 3000 | 0.1 | 3000 | 0.1 |
| SARMAN MANDA GADHIA | 3000 | 0.1 | 3000 | 0.1 |
| ARVINDBHAI J PATEL | 3000 | 0.1 | 3000 | 0.1 |
| MANGALBHAI PATEL | 3000 | 0.1 | 3000 | 0.1 |
| ANJANA KAMLESH PARIKH | 3000 | 0.1 | 3000 | 0.1 |

E) Shareholding of Directors and Key Managerial Personnel:

| Sr. No. | Particulars | Shareholding at the beginning of the year | | | | Reson | Cumulative Shareholding during the year | |
|---------|----------------------------|---|----------------------------------|------------|---|---------------------|---|----------------------------------|
| | | No. of Shares at the beginning/ end of the year | % of total Shares of the company | Date | Increasing / Decreasing in shareholding | | No. of Shares | % of total Shares of the company |
| 1. | Dipak Narendraprasad Patel | 262502 | | 01-04-2016 | | | | |
| | | | | 08-04-2016 | 500 | Purchase | 263002 | |
| | | | | 11-04-2016 | 15000 | Purchase-off market | 278002 | |
| | | | | 20-04-2016 | 1000 | Purchase | 279002 | |
| | | | | 21-04-2016 | 5000 | Purchase-off market | 284002 | |
| | | | | 27-04-2016 | 100 | Purchase | 284102 | |
| | | | | 10-05-2016 | 250 | Purchase | 284352 | |
| | | | | 11-05-2016 | 100 | Purchase | 284452 | |
| | | | | 23-06-2016 | 100 | Purchase | 284552 | |
| | | | | 12-07-2016 | 100 | Purchase | 284652 | |
| | | | | 29-07-2016 | 66 | Purchase | 284718 | |
| | | | | 16-08-2016 | 695 | Purchase | 285413 | |
| | | | | 18-08-2016 | 100 | Purchase | 285513 | |
| | | | | 24-08-2016 | 100 | Purchase | 285613 | |
| | | | | 29-08-2016 | 200 | Purchase | 285813 | |
| | | | | 08-09-2016 | 200 | Purchase | 286013 | |
| | | | | 30-08-2016 | 100 | Purchase-off market | 286113 | |
| | | | | 22-09-2016 | 99 | Purchase | 286212 | |
| | | | | 24-10-2016 | 300 | Purchase | 286512 | |
| | | | | 24-10-2016 | 100 | Purchase-off market | 286612 | |
| | | | | 08-11-2016 | 100 | Purchase | 286712 | |
| | | | | 16-12-2016 | 1000 | Purchase | 287712 | |
| | | | | 20-12-2016 | 100 | Purchase | 287812 | |
| | | | | 21-12-2016 | 100 | Purchase | 287912 | |
| | | | | | 3000 | Purchase-off market | 290912 | |

| Sr. No. | Particulars | Shareholding at the beginning of the year | | | | Reson | Cumulative Shareholding during the year | |
|---------|-------------|---|----------------------------------|------------|---|---|---|----------------------------------|
| | | No. of Shares at the beginning/ end of the year | % of total Shares of the company | Date | Increasing / Decreasing in shareholding | | No. of Shares | % of total Shares of the company |
| | | | | 24-01-2017 | 1400 | Purchase | 292312 | |
| | | | | 25-01-2017 | 200 | Purchase | 292512 | |
| | | | | 31-01-2017 | 200 | Purchase | 292712 | |
| | | | | 10-02-2017 | 1200 | Purchase | 293912 | |
| | | | | 06-03-2017 | 100 | Purchase | 294012 | |
| | | | | 08-03-2017 | 100 | Purchase | 294112 | |
| | | | | 09-03-2017 | 100 | Purchase | 294212 | |
| | | | | 31-03-2017 | 100 | Purchase | 294312 | |
| | | | | 31-03-2017 | 19500 | Consolidate of Shares from Parul Patel to Dipak Patel | 313812 | |

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

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

XI. **REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-**

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

| Sr. No. | Particulars of Remuneration | Name of MD/WTD/ Manager | | Total Amount |
|---------|---|--------------------------------|---|--------------|
| | | Dipak Narendraprasad Patel(MD) | | |
| 1 | Gross salary | | | |
| (a) | Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | 7,50,000 | - | - |
| (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 | | | |
| | Total (A) | 7,50,000 | - | - |
| | Ceiling as per the Act | | | |



B. Remuneration to other directors

| Sr. no. | Particulars of Remuneration | Name of Directors | | | Total Amount |
|---------|--|-----------------------|-------------------------|----------------------|--------------|
| | | Rajesh Ishwarlal Mody | Binaben Parasbhai Patel | Nitin Shantilal Shah | |
| 1 | Independent Directors | - | - | - | |
| | Fee for attending board committee meetings | 2500 | 2500 | 500 | 5500 |
| | Commission | - | - | - | |
| | Others, please specify | - | - | - | |
| | Total (1) | - | - | - | |
| 2 | Other Non-Executive Directors | - | - | - | |
| | Fee for attending board committee meetings | - | - | - | |
| | Commission | - | - | - | |
| | Others, please specify | - | - | - | |
| | Total (2) | - | - | - | |
| | Total (B)=(1+2) | - | - | - | |
| | Total Managerial Remuneration | 2500 | 2500 | 500 | 5500 |
| | Overall Ceiling as per the Act | Within ceiling limit | | | |

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

| Sr. no. | Particulars of Remuneration | Key Managerial Personnel | | | Total |
|---------|---|--------------------------|----|-----|-------|
| | | CEO | CS | CFO | |
| 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 | - | - | - | - |
| | Total | - | - | - | - |

XII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

| 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 | | | NIL | - | |
| Punishment | | | | | |
| Compounding | | | | | |
| C. OTHER OFFICERS IN DEFAULT | | | | | |
| Penalty | | | | | |
| Punishment | | | | | |
| Compounding | | | | | |

ANNEXURE - D
CORPORATE GOVERNANCE

[Pursuant to clause 49 of the listing agreement with the Stock Exchange. / Pursuant to Regulation 27(2) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

The Company's philosophy on Corporate Governance envisages following of fair business and corporate practices, whereby ensuring better satisfaction of grievances, if any, of all its stakeholders including customers, shareholders and employees, guided by commitment towards efficiency and excellence in every aspect of its business, with due concern for social responsibility.

2. BOARD OF DIRECTORS:

(a) Composition of Board : The Board of directors of the Company consists of 4 directors out of which there is one Managing Director and 3 Non Executive directors, who are eminent personnel with wide range of skills and experience in business, finance and law. The Board comprises of 3 independent directors, out of two Independent Director 1 is women Independent Director. The Board normally meets once in a quarter, and additional meetings are held as and when required.

(b) Details of attendance of each director at the Board Meetings and the last Annual General Meeting (AGM), with particulars of their other directorship, and chairmanship / Memberships of board / committees :

| | Directors | Category | Attendance Particulars | | No. of other Directorships and other committee memberships / chairmanships held in other public Ltd. Companies. | | |
|---|------------------------------|------------------------------------|------------------------|----------|---|-----------------------|------------------------|
| | | | Board Meeting | Last AGM | Directorships | Committee Memberships | Committee Chairmanship |
| 1 | Mr. Dipak Patel | Managing Director | 6 | Yes | - | - | - |
| 2 | Mr. Rajesh I. Mody | Non-executive Independent Director | 6 | Yes | - | - | - |
| 3 | Mr. Nitin Shantilal Shah | Non-executive Independent Director | 1 | No | - | - | - |
| 4 | Mrs. Binaben Parasbhai Patel | Non-executive Independent Director | 6 | Yes | - | - | - |
| 5 | Mr. Neil Darshan Dalal | Whole time Director | 3 | No | - | - | - |

* Mr. Neil Darshan Dalal, from the office of the whole time Director and Director and CFO of the Company be and is hereby accepted his resignation with effect from 26th July, 2016 in the board meeting dated 14th August, 2016.

* Mr. Nitin Shantilal Shah appointed w.e.f 14th November, 2016.

(c) No. of Board meeting held and dates on which held : Six Board Meetings were held during the year ended March, 2017 viz. on 30-05-2016, 05-07-2016, 14-08-2016, 13-09-2016, 14-11-2016 and 14-02-2017 .

* Mr. Neil Darshan Dalal, from the office of the whole time Director and Director and CFO of the Company be and is hereby accepted his resignation with effect from 26th July, 2016 in the board meeting dated 14th August, 2016.

* Mr. Nitin Shantilal Shah appointed w.e.f 14th November, 2016.

BOARD COMMITTEES

3. AUDIT COMMITTEE:

The Audit Committee was constituted on 15-03-2003 consisting of three directors. The quorum is 2 members. The terms of the reference of the Audit committee include approving and implementing the audit procedures and techniques, reviewing the financial reporting system, internal control systems, ensuring compliance with the regulatory guidelines, and reviewing the risk management policies of the Company. The Audit committee met prior to the finalization and approval of accounts for the year ended on 31st March, 2017. The committee has full access to all accounting records of the company.

The present composition of the audit committee, meetings and attendance is as follows:

| Name of the Members | Designation and Category | Profession | Attendance at the Audit Committee meeting held on | | | |
|-------------------------------|--|---|---|----------------------------|----------------------------|----------------------------|
| | | | 30 th May, 2016 | 13 th Sep, 2016 | 14 th Nov, 2016 | 14 th Feb, 2017 |
| Mr. Rajesh I. Mody | Chairman /Member of the committee and non-executive Independent Director | Graduate in Science and experienced businessman | Yes | Yes | Yes | Yes |
| Mrs. Binaben Paraskumar Patel | Member of the committee and non-executive Independent Director | Post graduate | Yes | Yes | Yes | Yes |
| Mr. Nitin Shantilal Shah | Member of the committee | Company Secretary | No | No | No | Yes |
| Mr. Dipak N. Patel | Member of the committee | Graduate in Science and MBA having Sr. Management experience. | Yes | Yes | Yes | Yes |

The Audit Committee invites such of the executives and directors as it considers appropriate to be present at the meetings. The manager/ Accountant / Auditors etc are normally invited to these meetings. The minutes of Audit Committee meetings are noted by the Board of Directors at the Board Meeting.

4. NOMINATION AND REMUNERATION COMMITTEE:

The present composition of remuneration committee, its meetings and attendance is as follows:

| Name of the Members | Designation and Category | Attendance at the Remuneration Committee meeting held on 13 th September, 2016 |
|------------------------------|--|---|
| Mr. Rajesh I. Mody | Chairman of the Committee and Non-executive Independent Director | Yes |
| Mrs. Binaben Parasbhai Patel | Member and Non-executive Independent Director | Yes |

One Remuneration Committee meeting was held during the year. The quorum was two members.

The Non Executive Directors are not entitled to remuneration, as on date, for attending committee meetings, except the sitting fees for attending board meetings. The broad terms of reference of remuneration committee are to review remuneration practices including those payable to directors/managing directors, subject to the approval of the board/shareholders.

5. STAKEHOLDERS RELATIONSHIP COMMITTEE:

The Committee looks into redressal of Stakeholders Relationship Committee, if any, like transfer / transmission / demat of shares, loss of share certificate, non-receipt of Annual Report etc. The quorum was 2 members. The present composition of the committee, its meetings and attendance is as follows:

| Name of the Members | Designation and Category | Attendance at the Shareholder's/ Investor's Grievances meeting held on | | | |
|------------------------------|---|--|----------------------------|----------------------------|----------------------------|
| | | 30 th May, 2016 | 13 th Nov, 2016 | 14 th Nov, 2016 | 14 th Feb, 2017 |
| Mr. Rajesh I. Mody | Chairman / Member of the committee and non-executive Independent Director | Yes | Yes | Yes | Yes |
| Mr. Binaben Paraskumar Patel | Member of the committee and non-executive Independent Director | Yes | No | Yes | Yes |

5. INDEPENDENT DIRECTORS MEETING

Schedule IV to the Act, inter alia, prescribed that the Independent directors of the Company shall hold atleast one meeting in a year, without attendance of the management. During the year one meeting of independent director was held on 14th February, 2017. Mr. Rajesh I. Mody was unanimously elected as the chairman of the meeting of the independent directors. At the meetings, the independent directors also review the performance of the non-independent directors (including chairperson).

6. GENERAL BODY MEETINGS:

Location, time and date where last three Annual General Meetings of the Company were held are given below:

| Financial Year | Date | Time | Location of the Meeting | Any Special Resolution Passed |
|---------------------------------|------------|-----------|--|-------------------------------|
| 2013-2014 (12 Months Period) | 30/09/2014 | 05.00 p.m | TWENTY SECOND AGM at Conference Hall, Sankalp Express, Thol Road, Kadi, Taluka: Kadi, District - Mehsana: 382 715 | Yes |
| 2014-2015 (12 Months Period) | 30/09/2015 | 05.00 p.m | TWENTY THIRD AGM at Conference Hall, Sankalp Express, Thol Road, Kadi, Taluka: Kadi, District - Mehsana: 382 715 | Yes |
| 2015-2016 (12 Months Period) | 30/09/2016 | 05.00 p.m | TWENTY FOURTH AGM at Conference Hall, Sankalp Express, Thol Road, Kadi, Taluka: Kadi, District - Mehsana: 382 715 | No |

7. MEANS OF COMMUNICATION:

- The quarterly, half yearly and full year results are prepared. Audited – annual reports are sent to the shareholders.
- Pursuant to the requirement of the Listing Agreement and LODR, the company has also created email address for making investor's grievance directly i.e. investor@crestchemlimited.in
- The management discussion and analysis report forms part of Directors Report.
- Quarterly and annual results are published in Gujarati and English News papers.
- The data and information relating to the Company can be accessed from the following websites : www.crestchemlimited.in.

8. GENERAL SHAREHOLDER INFORMATION:

(i) Annual General Meeting

Day, Date & Time : Thursday, 10th August, 2017 at 5.00 p.m.
 Venue : Conference Hall, Sankalp Express, Thol Road, Kadi, Taluka: Kadi, District - Mehsana: 382 715 (NORTH GUJARAT)

(ii) Financial Calendar period : 01-04-2016 to 31-03-2017

(iii) Date of Book Closure : 04th July, 2017 to 10th August, 2017 (Both days inclusive)

(iv) Listing on Stock Exchange :

(a) The Stock Exchange Mumbai (BSE)

All Annual listing fees to BSE have been paid up to the Financial Year 2016-2017. Bombay Stock Exchange (BSE) has granted permission to commence Trading of Shares of CRESTCHEM LIMITED with effect from 01st October, 2012, on BSE Platform and Trading has also commenced in due course thereafter.

(b) The Delhi Stock Exchange Ltd (DSE)

All Annual listing fees to DSE have been paid up to financial year 2012-2013. Under the Amnesty Scheme of DSE, the said stock exchange has revoked the suspension in the trading of securities of our company, to the benefit of our company. However, the DSE itself is yet not in operation. Hence, further fees are not paid during the year.

(v) Stock Code / Symbol :

Bombay Stock Exchange, (BSE) 526269

(vi) ISIN No. INE 293 N 01016 was granted by CDSL.

(vii) Market Price Data :

BSE (BOMBAY STOCK EXCHANGE)

| Month | Highest (₹) | Lowest (₹) | BSE Sensex Highest | BSE Sensex Lowest | Number of shares traded |
|-----------------|-------------|------------|--------------------|-------------------|-------------------------|
| April, 2016 | 9.7 | 9.6 | 26100.54 | 24523.2 | 1600 |
| May, 2016 | 9.6 | 9.6 | 26837.2 | 25057.93 | 350 |
| June, 2016 | 9.7 | 9.7 | 27105.41 | 25911.33 | 100 |
| July, 2016 | 9.7 | 9.22 | 28240.2 | 27034.14 | 166 |
| August, 2016 | 9.95 | 9.03 | 28532.25 | 27627.97 | 1308 |
| September, 2016 | 10 | 9.41 | 29077.28 | 27716.78 | 1500 |
| October, 2016 | 9.8 | 9.8 | 28477.65 | 27488.3 | 300 |
| November, 2016 | 9.8 | 9.8 | 28029.8 | 25717.93 | 100 |
| December, 2016 | 12.49 | 9.31 | 26803.76 | 25753.74 | 2250 |
| January, 2017 | 12 | 11.4 | 27980.39 | 26447.06 | 2000 |
| February, 2017 | 13.18 | 11.97 | 29065.31 | 27590.1 | 3800 |
| March, 2017 | 13.8 | 12.46 | 29824.62 | 28716.21 | 928 |

(viii) Outstanding GDRs / ADRs / Warrants or any Convertible Instruments, conversion date and likely impact on equity:

The Company has not issued any GDRs / ADRs / Warrants or any convertible instruments

(ix) Registrar & Share transfer Agents :

The Company has appointed a Registrar and Share Transfer Agent (RTA), to handle Physical and Dematerialized shares. For Share Transfer, Demat & any other Communications relating to Share Certificates, Change of address, Investor Grievances etc. to be sent to:

LINK INTIME INDIA PRIVATE LIMITED

506-508, Amarnath Business Centre-1 (ABC-1), Besides Gala Business Centre, Near ST Xavier's College Corner, Off C G Road, Ellisebridge, Ahmedabad - 380006.

Telefax No. : 91-79 - 26465179 Email: ahmedabad@linkintime.co.in

(x) Share Transfer System :

All the share related work is being undertaken by R & T Agent, LINK INTIME INDIA PRIVATE LIMITED. Ahmedabad whose address is given above. The Share Transfers are registered and returned within 15 days from the date of receipt if relevant document are complete in all respects/ The shareholders/ Investor' grievances are also taken up by our R & T Agent.

(xi) Share-Distribution Schedule as on 31-03-2017:

| No. of Equity Shares | No. of Share holders | % of share holders | No. of Share held | % of share holding |
|----------------------|----------------------|--------------------|-------------------|--------------------|
| 1 - 500 | 10852 | 95.4358 | 1545826 | 51.5275 |
| 5001 - 1000 | 320 | 2.8142 | 269951 | 8.9984 |
| 1001 - 2000 | 96 | 0.8443 | 151900 | 5.0633 |
| 2001 - 3000 | 59 | 0.5189 | 148899 | 4.9633 |
| 3001 - 4000 | 11 | 0.0967 | 41100 | 1.3700 |
| 4001 - 5000 | 6 | 0.0528 | 30000 | 1.0000 |
| 5001 - 10000 | 11 | 0.0967 | 92200 | 3.0733 |
| 10001 - ***** | 16 | 0.1407 | 720124 | 24.0041 |
| Total | 11371 | 100.0000 | 3000000 | 100.0000 |

(xii) Shareholding Pattern as on 31st March, 2017:

| Category | No. of Shares | % of holding |
|------------------------|------------------|---------------|
| Non-Resident Indians | 26200 | 0.8733 |
| Nationalized Banks | 3900 | 0.1300 |
| Bodies Corporate | 12100 | 0.4033 |
| Directors | 314262 | 10.4754 |
| Relatives of Directors | 495800 | 16.5267 |
| Others | 2147738 | 71.5913 |
| TOTAL | 30,00,000 | 100.00 |

3,10,600 shares are in Demat Mode and the rest are in Physical Mode.

(xiii) Dematerialization of equity shares:

The Company has got permission for dematerialization of shares on 24th September, 2012 and ISIN Number was allotted to the Company. The Dematerialization process started thereafter and 3,10,600 shares are in dematerialized form, as on date.

For Dematerialization of their shares the share holders are requested to contact the Depository Participants / R & T Agent whose address is mentioned above .

(xiv) Plant Location :

Survey No. : 550/1, Sub Plot Number 12
 Village : INDRAD
 Taluka : Kadi
 District : Mehsana – 382 715 (NORTH GUJARAT)
 Phone : 02764 – 278247/09409119484

(xv) Address for Correspondence:

Besides the address of R & T Agent mentioned above, If required, the Share Holders are requested to contact the following address :

Name of the Company : **CRESTCHEM LIMITED**
 Survey No. : 550/1, Sub Plot Number 12
 Village : INDRAD
 Taluka : Kadi
 District : Mehsana – 382 715 (NORTH GUJARAT)
 Phone : 02764 – 278247/09409119484
 Email : info@crestchemlimited.in
 Website : www.crestchemlimited.in.

9. **DISCLOSURES:**(A) **Related party transactions**

There were no materially significant related party transactions i.e. transactions of the Company of material nature, with its promoters, directors or the management, their subsidiaries or relatives and KMP etc. that may have potential conflict with interests of the Company at large. The related party transactions are duly disclosed in the Note 23 to the Financial Statements.

(B) **Disclosure of accounting treatment**

The Company has followed all applicable Accounting Standards while preparing the financial statements subject to notes thereon. No treatment different from the Accounting Standards, prescribed by the Institute of Chartered Accountants of India, has been followed in the preparation of Financial Statements.

The Company has adopted Indian Accounting Standards (Ind AS) from 1st April, 2016. The figures for the Quarter and Year ended 31st March, 2016 are Ind AS compliant.

(C) **Proceeds from public issues, right issues, preferential issues etc.**

During the year, the Company has not raised funds through public issues, right issues or preferential issue.

(D) **Management**

The Management Discussion and Analysis Report, published as a separate section of this report is prepared in accordance with the requirements laid out in the Listing Agreement and forms part of the Annual Report. The Company has complied with the mandatory requirements of the Listing Agreement. The risk management policies of the company are periodically reviewed by the Audit Committee of the Board of Directors of the company and by the Board. The risk management issues are mentioned in the Management Discussion and Analysis Report.

(E) **Disclosure of Directors seeking appointment / reappointment**

The details pertaining to Directors seeking appointment / reappointment are furnished as Annexure to Notice convening the Annual General Meeting.

(F) **Statutory Compliance**

Bombay Stock Exchange (BSE) has granted permission to commence Trading of Shares of CRESTCHEM LIMITED with effect from 01st October, 2012, on BSE Platform.

No penalties or strictures have been imposed on the Company by Stock Exchange or SEBI or other Statutory Authority, on any matter related to capital market.

(G) **Whistle Blower Policy and affirmation that personnel have been denied access to the audit committee.**

At present the Company has whistle-blower policy. However, no personnel have been denied access to the audit committee or the Managing Director of the Company.

(I) **CEO/CFO Certification**

A certificate from the CEO (MD) & CFO of the Company, on the financial statement and other matters of the Company for the financial year ended March 31, 2017, was placed before Board at its the meeting held on 30th May, 2017.

(J) **Auditor's/ Practicing Company Secretaries Report on Corporate Governance**

Certificate from the Statutory Auditors or Practicing Company Secretaries confirming compliance with the conditions of Corporate Governance, as stipulated in the Listing Agreement of the Bombay Stock Exchange in India, forms part of this report.

(H) **None of the Shares of the Company are pledged or encumbered.**

9. SECRETARIAL AUDIT FOR RECONCILIATION OF CAPITAL:

A qualified practicing Company Secretary carried out quarterly secretarial audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. The audit confirmed that the total issued / paid-up capital was in agreement with the aggregate of the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.

10. CEO/CFO CERTIFICATION :

Managing Director (CEO) / Chief Finance Officer (CFO) Certification

I Dipak N. Patel, Managing Director of Crestchem Limited, to the best of our knowledge and belief, certify that:

1. We have reviewed the balance sheet as at 31st March 2017 and Profit & Loss account, and all its schedules and Notes on accounts, as well as the cash flow statement and the Director's Report for the year ended on that date.
2. Based on our knowledge and information, these statements do not contain any untrue statement of a material fact or omit to state a material fact or do not contain any statement that might be misleading;
3. Based on our knowledge and information, the financial statements, and other financial information included in this report, present in all material respects, a true and fair view of the Company's affairs, the financial condition, results of operations and cash flows of the Company as on, and for the year presented in this report and are in compliance with the existing accounting standards and /or applicable laws and regulations;
4. To the best of our knowledge and belief, no transaction entered into by the Company during the year are fraudulent, illegal or violative of the Company's code of conduct;
5. We are responsible for establishing and maintaining disclosure controls and procedures and internal controls over financial reporting for the Company, and we have;
 - a. evaluated the effectiveness of the Company's disclosure, controls and procedures pertaining to financial reporting;
 - b. disclosed in this report any change in the Company's internal controls over financial reporting that occurred during the Company's most recent accounting year that may have materially affected, or is reasonably likely to affect, the Company's internal control pertaining to financial reporting.

6. We have disclosed based on our most recent evaluation, wherever applicable, to the Company's auditors and the audit committee of the Company's Board of Directors;
 - a. Deficiencies in the design or operation of internal controls, which could adversely affect the Company's ability to record, process, summarize and report financial data and have identified for the Company's auditors, any material weakness in internal control over financial reporting including any corrective actions with regard to such deficiencies, if any;
 - b. Significant changes in internal controls during the year covered by this report, if any;
 - c. All significant changes in accounting policies during the year, if any and that the same have been disclosed in the notes to the financial statements;
 - d. No instances of significant fraud of which we are aware, involving management or other employees who have significant role in the Company's internal control system;
7. We further declare that all the Board Members and senior management personnel have affirmed compliance with the code of conduct during the year.

Place : Indrad (Kadi)
Date : 30th May, 2017

Dipak N. Patel (DIN – 02052080)
Managing Director / CEO

11. COMPLIANCE CERTIFICATE FROM THE PRACTISING COMPANY SECRETARY OF THE COMPANY:

Certificate from Miss. Dhara S. Shah, Company Secretary, confirming compliance with the conditions of Corporate Governance stipulated in the Listing Agreement, is annexed to this report forming part of the Annual Report.

12. DECLARATION ON COMPLIANCE WITH CODE OF CONDUCT :

The Board Members and the Senior Management personnel have confirmed compliance with the code of conduct for the financial year ended 31st March, 2017.

For and on behalf of the Board

Sd/-

Dipak N. Patel
Managing Director
(DIN – 02052080)

Place : Indrad (Kadi)
Date : 30th May, 2017

CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members
CRESTCHEM LIMITED

We have examined the compliance of conditions of 'Corporate Governance' by CRESTCHEM LIMITED for the year ended March 31, 2017 as stipulated Regulation 27(2) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 of the Company with the Stock Exchange.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to a review of the procedures and implementation thereof adopted by the Company for ensuring the compliance of the conditions of Corporate Governance as stipulated in the said clause. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, and based on the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulation 27(2) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

As required by the Guidance Note issued by the Institute of Chartered Accountants of India we have to state that no investor grievances was pending for a period of one month against the Company as per the records maintained by the Company.

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

For **DHARA SHAH & ASSOCIATES**
Company Secretary
(DHARA S. SHAH)
Proprietor
C. P. No. : 11187

Place : Ahmedabad
Date : 30th May, 2017

INDEPENDENT AUDITORS' REPORT

To the Members of
CRESTCHEM LIMITED
Indrad(Kadi)

Report on the Ind AS Financial Statements

We have audited the accompanying Ind AS financial statements of Crestchem Limited ('the Company'), which comprise the Balance Sheet as at 31st March 2017, the Statement of Profit and Loss (including other comprehensive income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended and a summary of the significant accounting policies and other explanatory information (herein after referred to as "Ind AS financial statements").

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with relevant rules issued thereunder.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit of Ind AS financial statements 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 Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the Ind AS financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS 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 including the Ind AS, of the financial position of the Company as at 31st March, 2017, and its financial performance including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Emphasis of Matter

During the early years, the company has sold / disposed off major Property, Plant & Equipment like Land, Factory Building and a significant portion of its Plant & Machinery. This condition indicates the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern. However, Financial Statements of the Company have been prepared on a going concern basis.

Our opinion is not modified in respect of these matters.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Act, we give in the Annexure-A, a statement on the matters specified in the paragraph 3 and 4 of the order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - (a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) the balance sheet, the statement of profit and loss, the statement of cash flows and the statement of changes in equity dealt with by this Report are in agreement with the books of account;
 - (d) in our opinion, the aforesaid Ind AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act read with relevant rule issued thereunder;
 - (e) on the basis of the written representations received from the directors as on 31 March 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2017 from being appointed as a director in terms of Section 164 (2) of the Act;
 - (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 B"; and
 - (g) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 read with Companies (Audit and Auditors) Amendment Rules, 2017, 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 Ind AS financial statements;
 - ii the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

- iv. the Company has provided requisite disclosures in its Ind AS financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016 and these are in accordance with the books of accounts maintained by the Company. Refer Note 9 to the Ind AS financial statements.

For TALATI & TALATI
Chartered Accountants
(Firm Reg. No 110758W)

AHMEDABAD
DATE: 30th May, 2017

(UMESH H.TALATI)
PARTNER
M.NO. 34834

ANNEXURE-A TO INDEPENDENT AUDITOR'S REPORT :

(Referred to in paragraph 1 under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date.)

- i) **In respect of its Fixed Assets:**
- The company has maintained proper records showing full particulars including quantitative details and situation of the fixed assets on the basis of available information.
 - As explained to us, a major portion of the fixed assets has been physically verified by the management during the year in accordance with a phased program of verification adopted by the Company. In our opinion, the frequency of verification is reasonable having regard to the size of the company and nature of its assets. As informed to us, no material discrepancies were noticed on such physical verification.
 - There were no immovable property held by the company hence sub clause (c) of Clause (i) of Paragraph (3) of Companies Auditor's Report Order, 2016 is not applicable to the company.
- ii) As explained to us, inventories were physically verified by the management at reasonable intervals during the year and there were no material discrepancies noticed on Physical Verification by the management.
- iii) According to the information and explanations given to us and on the basis of the records produced before us, the company has not granted any Loan, Secured or Unsecured to the companies or firms or other parties covered in the register maintained under section 189 of the Companies Act 2013 and hence sub-clause (a), (b), & (c) of clause (iii) of Paragraph 3 of the Companies Auditor's Report Order 2016 are not applicable to the Company.
- iv) In our opinion and according to the information and explanations given to us the company has not made any loans, investments and guarantees to any party referred to in section 185 and 186 of Companies Act, 2013. Hence, Clause (iv) of Paragraph 3 of Companies Auditor's Report Order, 2016 is not applicable to the Company.
- v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposit and hence the provisions of Section 73 to 76 or any other relevant provisions of the Companies Act and the Companies (Acceptance of Deposits) Rules, 2014 with regard to the deposits accepted are not applicable to the Company. Therefore, the provisions of Clause (v) of paragraph 3 of the Companies Auditor's Report Order 2016 are not applicable to the Company. According to the information and explanations given to us, no order has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal.
- vi) In our opinion and according to the information and explanation given to us, the Central Government of India has not prescribed

the maintenance of Cost Accounting Records under sub Section (1) of Section 148 of the Companies Act, 2013 and hence Clause (vi) of Paragraph 3 of Companies Auditor's Report Order, 2016 is not applicable to the Company.

- vii) In respect of the Statutory dues:
- The company is regular in depositing other statutory dues applicable to it. According to the information and explanations given to us and on the basis of records produced before us FBT of Rs. 42,540/- is outstanding for more than six months. Except above there are no undisputable amount payable in respect of Income Tax, Sales Tax, custom duty, excise duty and cess were outstanding as at 31st March, 2017 for a period of more than six months from the date they become payable.
 - According to the records of the company, there are no dues of Sales Tax, Income Tax, Excise Duty and Cess which have not been deposited on account of any dispute.
- viii) On the basis of information and explanations given to us and on the basis of records produced before us, the company has not defaulted in repayment of loans or borrowing to a Financial Institution, Bank, and Government. And during the year the company has not raised money by issuing debentures and hence question of default in repayment of dues to debenture holders does not arise.
- ix) During the period under review, the company has not raised any moneys by way of initial public offer or further public offer and term loans. Hence, Clause (ix) of Paragraph 3 of Companies Auditor's Report Order, 2016 is not applicable to the Company.
- x) In our opinion and according to the information and explanations given to us and based on management representation, 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) On the basis of the information and explanation given to us and on the basis of records produced before us, 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, 2013.
- xii) As the company is not a Nidhi Company. Hence, Clause (xii) Paragraph 3 of Companies Auditor's Report Order, 2016 is not applicable to the company.
- xiii) According to the information and explanations given to us and based on management representation, all the transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013
- xiv) On the basis of the information and explanation given to us and on the basis of records produced before us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.
- xv) On the basis of the information and explanation given to us and on the basis of records produced before us, the company has not entered into any non- cash transactions with directors or persons connected with him. Hence, Clause (xv) of Paragraph 3 of Companies Auditor's Report Order, 2016 is not applicable to the Company.
- xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For TALATI & TALATI
Chartered Accountants
(Firm Reg. No 110758W)

AHMEDABAD
DATE: 30th May, 2017

(UMESH H.TALATI)
PARTNER
M.NO. 34834

**Annexure - B to the Auditors' Report
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 Company as of 31 March 2017 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with 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.

Disclaimer of Opinion

As informed to us the Company is under process of preparing documents pertaining to Internal Financial Control system and hence the same were not made available to us to enable us to determine if the Company has established adequate internal financial control over financial reporting and whether such internal financial controls were operating effectively as at March 31, 2017.

We have considered the disclaimer reported above in determining the nature, timing, and extent of audit tests applied in our audit of the Company, and the disclaimer has affected our opinion on the financial statements of the Company and we have issued a qualified opinion on the financial statements.

For TALATI & TALATI
Chartered Accountants
(Firm Reg. No 110758W)

AHMEDABAD
DATE: 30th May, 2017

(UMESH H.TALATI)
PARTNER
M.NO. 34834

BALANCE SHEET AS AT 31ST MARCH 2017

Amount in `

| Particulars | Refer Note No. | As at March 31,2017 | As at March 31,2016 | As at March 31,2015 |
|---|-------------------|------------------------|------------------------|------------------------|
| I. ASSETS | | | | |
| (1) Non-current assets | | | | |
| (a) Property, Plant and Equipment | 4 | 389,626 | 391,246 | 392,950 |
| (b) Financial assets | | | | |
| (i) Others | 5 | 235,517 | 4,300,000 | 190,626 |
| (c) Other non-current assets | 6 | 550,550 | 300,000 | - |
| (2) Current assets | | | | |
| (a) Inventories | 7 | 106,456 | 7,375 | 145,412 |
| (b) Financial assets | | | | |
| (i) Trade receivables | 8 | 1,783,808 | 1,153,233 | 25,362 |
| (ii) Cash and cash equivalents | 9 | 6,621,451 | 424,570 | 150,112 |
| (iii) Bank balances other than (ii) above | 10 | 4,502,777 | 6,871,169 | 13,375,790 |
| (c) Other current assets | 11 | 707,691 | 572,082 | 686,943 |
| Total Assets | | 14,897,876 | 14,019,675 | 14,967,195 |
| II. EQUITY AND LIABILITIES | | | | |
| EQUITY | | | | |
| (a) Equity share capital | 12 | 3,00,00,000 | 3,00,00,000 | 30,000,000 |
| (b) Other equity | 13 | (21,622,069) | (20,004,118) | (20,859,641) |
| LIABILITIES | | | | |
| (1) Current Liabilities | | | | |
| (a) Financial liabilities | | | | |
| (i) Borrowings | 14 | 5,954,829 | 3,480,274 | 3,662,598 |
| (ii) Trade payables | 15 | 74,025 | - | 5,400 |
| (b) Other current liabilities | 16 | 276,895 | 191,608 | 1,394,996 |
| (c) Provisions | 17 | 214,196 | 351,911 | 763,842 |
| Total Equity and Liabilities | | 14,897,876 | 14,019,675 | 14,967,195 |

The accompanying Notes 1 to 31 are integral part of these Financial Statements.

As per our separate report of even date attached.

For Talati & Talati

Chartered Accountants
(Firm Reg No: 110758W)

Umesh H. Talati

Partner
Mem. No. 34834

Place : Ahmedabad
Date : 30/05/2017

For and on behalf of the Board of Directors

sd/-
Dipak N. Patel
Managing Director
(DIN – 02052080)

sd/-
Rajesh Mody
Director
(DIN - 02054117)

Place : INDRAD (Kadi)
Date : 30/05/2017

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31st March 2017

| | | Amount in ` | |
|--|-------------------|--------------------|------------------|
| Particulars | Refer Note No. | 2016-17 | 2015-16 |
| I. Revenue From Operations | 18 | 1,403,957 | 1,319,928 |
| II Other Income | 19 | 822,658 | 1,948,097 |
| III Total Income (I +II) | | 2,226,615 | 3,268,025 |
| IV Expenses | | | |
| Cost of Materials Consumed | 20 | 503,508 | 9,360 |
| Changes in Inventories of Finished goods, Stock-in-Trade and Work-in-progress | 21 | (24,704) | 130,749 |
| Employee Benefits Expense | 22 | 1,261,838 | 702,500 |
| Finance Costs | 23 | 435,362 | 162,454 |
| Depreciation and Amortization Expense | 4 | 1,620 | 1,704 |
| Other Expenses | 24 | 1,666,942 | 1,080,735 |
| Total Expenses (IV) | | 3,844,566 | 2,087,502 |
| V Profit before tax (III- IV) | | (1,617,951) | 1,180,523 |
| VI Tax expense | | | |
| (1) Current Tax | | - | 325,000 |
| (2) Deferred Tax | | - | - |
| VII Profit for the period (V -VI) | | (1,617,951) | 855,523 |
| VIII Other Comprehensive Income | | - | - |
| IX Total Comprehensive Income for the period (VII + VIII) (Comprising Profit and Other Comprehensive Income for the period) | | (1,617,951) | 855,523 |
| X Paid-up Equity Share Capital (Face Value of ` 10/- each) | | 30,000,000 | 30,000,000 |
| XI Earnings per equity share (EPS) in ` | | | |
| Basic & Diluted | 25 | (0.54) | 0.28 |

The accompanying Notes 1 to 31 are integral part of these Financial Statements.

As per our separate report of even date attached.

For Talati & Talati
Chartered Accountants
(Firm Reg No: 110758W)

Umesh H. Talati
Partner
Mem. No. 34834

Place : Ahmedabad
Date : 30/05/2017

For and on behalf of the Board of Directors

sd/-
Dipak N. Patel
Managing Director
(DIN – 02052080)

sd/-
Rajesh Mody
Director
(DIN - 02054117)

Place : INDRAD (Kadi)
Date : 30/05/2017

Company Overview & Significant Accounting Policies**NOTE : 1****Reporting Entity**

Crestchem Limited (the 'Company') is a company domiciled in India with its registered office situated at 550/1, Sub Plot No. 12, Village-Indrad, Taluka- Kadi, Mahesana- 382715, Gujarat, India. The Company has been incorporated under the provisions of Companies Act applicable in India and its equity shares are listed on the Bombay Stock Exchange (BSE) in India. The Company is primarily involved in manufacturing of Nutrition- Chemical Products.

NOTE : 2**Basis of preparation****(a) Statement of compliance with Ind AS**

These financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 notified under section 133 of Companies Act, 2013 (the 'Act') and other relevant provisions of the Act.

The Company has adopted relevant Ind AS and the adoption was carried out in accordance with Ind AS 101, "First Time Adoption of Indian Accounting Standards". The transition was carried out from Indian Accounting Principles generally accepted in India as prescribed under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (IGAAP), which was the previous GAAP. Reconciliation and description of the effect of the transition have been summarized in Note 30.

The transition to Ind AS has resulted in changes in the presentation of the financial statements, disclosures in the notes thereto and accounting policies and principles.

The financial statements were authorized for issue in accordance with a resolution of the directors on 30th May 2017.

Details of Significant accounting policies are included in the Note 3

(b) Functional and presentation currency

These financial statements are presented in Indian Rupees (INR), which is also the functional currency.

(c) Basis of Measurement

The financial statements have been prepared on the historical cost basis.

(d) Use of Estimates and Judgements:

In preparing these financial statements, management has made judgements, estimates, and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, incomes and expenses. Actual results may differ from these estimates.

Estimates:

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to the accounting estimates are recognized prospectively.

Judgements:

There are no significant judgements made in applying accounting policies that have the most significant effects on the amounts recognized in the financial statements.

Assumptions and estimation uncertainties:

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment within the next financial year, if any are included in the respective note.

(e) Measurement of fair value:

The Company has established policies with respect to the measurement of fair values. The Company regularly reviews significant valuation adjustments. Significant valuation issues are reported to the Company's Board of Directors.

NOTE : 3.**Significant Accounting Policies****(a) Financial instruments****1. Financial Assets:****i) Classification**

The Company classifies its financial assets in the following measurement categories:

- Those measured at 'Amortized cost' and
- Those to be measured subsequently at either 'Fair value through other comprehensive income' (FVTOCI) or 'Fair value through profit or loss' (FVTPL).

The classification depends on the Company's business model for managing the financial assets and the contractual terms of the cash flows.

- A financial asset is measured at amortized cost if it meets both following conditions and is not designated as at FVTPL:
 - the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
 - the contractual terms of a financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

- A debt investment is measured at FVOCI if it meets both following conditions and is not designated as at FVTPL:
 - the asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
 - the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.
- Financial assets are not reclassified after their initial recognition except if and in the period the Company changes its business model for managing financial assets.

ii) Measurement

At initial recognition, the company measures a financial asset when it becomes a party to the contractual provisions of the instruments and measures at its fair value except trade receivables which are initially measured at transaction price. Transaction costs are incremental costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss. A regular way purchase and sale of financial assets are accounted for at trade date.

iii) Subsequent measurement and gains and losses

Financial assets at FVTPL These assets are subsequently measured at fair value. Net gains including any interest or dividend income, are recognized in profit or loss.

Financial assets at amortized cost These assets are subsequently measured at amortized cost using the effective interest method. The amortized cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognized in profit or loss. Any gain or loss on de-recognition is recognized in profit or loss.

iv) Derecognition

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all the risks and rewards of ownership of the financial asset is transferred or in which the Company neither transfers nor retains substantially all the risks and rewards of ownership and does not retain control of the financial asset.

If the Company enters transactions whereby it transfers assets recognized on its balance sheet, but retains either all or substantially all the risks and rewards of the transferred assets, the transferred assets are not derecognized.

2. Financial liabilities:

i) Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortized cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held- for- trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in profit or loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in profit or loss. Any gain or loss on derecognition is also recognized in profit or loss.

ii) Derecognition

The Company derecognizes a financial liability when its contractual obligations are discharged or cancelled or expired.

The Company also derecognizes a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognized at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognized in the profit or loss.

3. Offsetting

Financial assets and financial liabilities are off set and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

(b) Property, plant and equipment

1. Recognition and measurement

Items of property, plant and equipment are measured at cost, which includes capitalized borrowing costs, less accumulated depreciation, and accumulated impairment losses, if any.

Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labour, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognized in profit or loss.

2. Transition to Ind AS

On transition to Ind AS, the Company has elected to continue with the carrying value of all its property, plant and equipment recognized as at 1st April, 2015, measured as per the previous GAAP, and use that carrying value as the deemed cost of such property, plant and equipment.

3. Subsequent expenditure

Subsequent expenditure is capitalized only if it is probable that the future economic benefits associated with the expenditure will flow to the Company.

4. Depreciation

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values over their estimated useful lives using the straight-line method, and is generally recognized in the statement of profit and loss.

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate. Based on technical evaluation and consequent advice, the management believes that its estimates of useful lives as given above best represent the period over which management expects to use these assets.

Depreciation on additions / disposals is provided on a pro-rata basis i.e. from /upto the date on which asset is ready for use / disposed off.

(c) Inventories

Inventories are measured at the lower of cost and net realizable value. The cost of inventories is based on the first-in first-out formula, and includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their present location and condition. In the case of manufactured inventories and work-in-progress, cost includes an appropriate share of fixed production overheads based on normal operating capacity.

Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

The net realizable value of work-in-progress is determined with reference to the selling prices of related finished products.

Raw materials, components and other supplies held for use in the production of finished products are not written down below cost except in cases where material prices have declined and it is estimated that the cost of the finished products will exceed their net realizable value.

Related items or items of the similar nature are grouped for comparison of cost and net realizable value.

(d) Impairment of assets

1. Impairment of financial assets

The Company recognizes loss allowances for financial assets measured at amortized cost using expected credit loss model.

At each reporting date, the Company assesses whether financial assets carried at amortized cost is credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset, have occurred.

For trade receivables, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses.

For all other financial assets, the Company measures loss allowances at an amount equal to twelve months expected credit losses unless there has been a significant increase in credit risk from initial recognition in which those are measured at life time expected credit risk.

Life time expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial asset. Twelve months expected credit losses are the portion of lifetime expected credit losses that represent the expected credit losses that result from default events on a financial instrument that are possible within the twelve months after the reporting date (or a shorter period if the expected life of the instrument is less than twelve months)

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward-looking information.

The Company assumes that the credit risk on a financial asset has increased significantly if it is more than 360 days past due. The Company considers a financial asset to be in default when the borrower is unlikely to pay its credit obligations to the Company in full.

Measurement of expected credit losses

Expected credit losses are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Company in accordance with the contract and the cash flows that the Company expects to receive).

Presentation of allowance for expected credit losses in the balance sheet

Loss allowances for financial assets measured at amortized cost are deducted from the gross carrying amount of the assets.

Write-off

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

2. Impairment of non-financial assets

The Company's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

An impairment loss is recognized if the carrying amount of an asset exceeds its estimated recoverable amount. Impairment losses are recognized in the statement of profit and loss.

In respect of assets for which impairment loss has been recognized in prior periods, the Company reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

(e) Employee benefits Salary Gratuity PF Claims settled

1. Short term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided.

2. Defined contribution plan

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions to State plans and will have no legal or constructive obligation to pay further amounts. The Company makes contributions towards Government administered provident fund scheme. Obligations for contributions to defined contribution plans are recognized as an employee benefit expense in profit or loss in the periods during which the related services are rendered by employees.

Prepaid contributions are recognized as an asset to the extent that a cash refund or a reduction in future payments is available.

3. Defined benefit plan

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's obligation in respect of defined benefit plans is calculated by estimating the amount of benefit that employees have earned in the current and prior periods.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognized immediately in profit or loss. The Company recognizes gains and losses on the settlement of a defined benefit plan when the settlement occurs.

(f) Provisions (other than employee benefits), Contingent Liabilities and Contingent Assets

A provision is recognized when the Company has a present legal obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made. Provisions are determined based on best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the Current best estimates.

Contingent liabilities are not recognized but are disclosed in the notes to the Financial Statements.

A contingent asset is neither recognized nor disclosed if inflow of economic benefit is probable.

(g) Revenue Recognition

1. Sale of goods:

Revenue from the sale of goods in the course of ordinary activities is measured at the fair value of the consideration received or receivable, net of returns, trade discounts and volume rebates. This inter alia involves discounting of the consideration due to the present value if payment extends beyond normal credit terms. Revenue is recognized when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably, there is no continuing effective control over, or managerial involvement with, the goods, and the amount of revenue can be measured reliably.

The timing of transfers of risks and rewards varies depending on the individual terms of sale. For sale of Chemical and Nutrition products, usually such transfer occurs when the product is received at the customer's warehouse. Generally, for such products buyer has no right to return.

2. Rendering of services:

Revenue from services rendered is recognized in profit or loss in proportion to the stage of completion of the transaction at the reporting date. The stage of completion is assessed by reference to surveys of work performed. Under this method, revenue is recognized in the accounting periods in which the services are rendered.

(h) Recognition of dividend income, interest income

Dividend on Financial Instruments is recognized as and when realized. Interest is recognized on accrual basis.

(i) Income tax

Income tax comprises current and deferred tax. It is recognized in profit or loss except to the extent that it relates to a business combination or to an item recognized directly in equity or in other comprehensive income.

1. Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realize the asset and settle the liability on a net basis or simultaneously.

2. Deferred tax

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognized in respect of carried forward tax losses and tax credits.

Deferred tax assets are recognized to the extent that it is probable that future taxable profits will be available against which they can be used. Therefore, in case of a history of recent losses, the Company recognizes a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realized. Deferred tax assets - unrecognized or recognized, are reviewed at each reporting date and are recognized/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realized.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the way the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets or liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different taxable entities, but they intend to settle current tax liabilities and assets on net basis or their tax assets and liabilities will be realized simultaneously.

(j) Cash and Cash Equivalents

Cash and Cash equivalents include cash and cheques in hand, bank balances, demand deposits with banks and other short term highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value where original maturity is three months or less.

(k) Borrowing cost

Borrowing cost are interest and other costs incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of asset which necessarily take a substantial period of time to get ready for their intended use are capitalized as part of cost of asset. Other borrowing costs are recognized as an expense in the period in which they are incurred.

(l) Earnings per share

Basic earnings per share is calculated by dividing the net profit after tax for the year attributable to Equity Shareholders of the Company by the weighted average number of Equity Shares outstanding during the year.

Diluted earnings per Share is calculated by dividing net profit attributable to equity Shareholders (after adjustment for diluted earnings) by average number of weighted equity shares outstanding during the year plus potential equity shares.

(m) Cash Flow Statement

Cash flows are reported using the indirect method whereby the profit before tax is adjusted for the effect of the transactions of a non-cash nature, any deferrals or accruals of past and future operating cash receipts or payments and items of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the company are segregated.

Note - 4 Property, Plant and Equipment

(Amount in `)

| Sr. No. | Particulars | Plant and Equipments | Furniture and Fixtures | Office Equipments | Electrical Installations | TOTAL |
|----------|------------------------|----------------------|------------------------|-------------------|--------------------------|-----------|
| 1 | Cost of Assets | | | | | |
| | As at 1st April, 2015 | 5,361,286 | 465,982 | 37,795 | 309,625 | 6,174,688 |
| | Addition | - | - | - | - | - |
| | Disposal / Adjustments | - | - | - | - | - |
| | As at 31st March, 2016 | 5,361,286 | 465,982 | 37,795 | 309,625 | 6,174,688 |
| | Addition | - | - | - | - | - |
| | Disposal / Adjustments | - | - | - | - | - |
| | As at 31st March, 2017 | 5,361,286 | 465,982 | 37,795 | 309,625 | 6,174,688 |
| 2 | Depreciation | | | | | |
| | As at 1st April, 2015 | 5,009,340 | 442,683 | 35,732 | 293,983 | 5,781,738 |
| | Charge for the year | 1,704 | - | - | - | 1,704 |
| | Disposal / Adjustments | - | - | - | - | - |
| | As at 31st March, 2016 | 5,011,044 | 442,683 | 35,732 | 293,983 | 5,783,442 |
| | Charge for the period | 1,620 | - | - | - | 1,620 |
| | Disposal / Adjustments | - | - | - | - | - |
| | As at 31st March, 2017 | 5,012,664 | 442,683 | 35,732 | 293,983 | 5,785,062 |
| 3 | Net Block | | | | | |
| | As at 1st April, 2015 | 351,946 | 23,299 | 2,063 | 15,642 | 392,950 |
| | As at 31st March, 2016 | 350,242 | 23,299 | 2,063 | 15,642 | 391,246 |
| | As at 31st March, 2017 | 348,622 | 23,299 | 2,063 | 15,642 | 389,626 |

Note - 5 Other Financial Assets

| | | | |
|---|--|--|--|
| 1 | Fixed Deposit with maturity of more than 12 Months | | |
| | Total | | |

| | As at March 31,2017 | As at March 31,2016 |
|--|------------------------|------------------------|
| | 235,517 | 4,300,000 |
| | 235,517 | 4,300,000 |

Note - 6 Other Non-Current Assets

| | | | |
|---|------------------------------------|--|--|
| 1 | Advance given for purchase of Land | | |
| | Total | | |

| | | |
|--|----------------|----------------|
| | 550,550 | 300,000 |
| | 550,550 | 300,000 |

Note - 7 Inventories (As taken, valued & certified by the Management)

(At lower of Cost or Net Realisable Value)

| | | | |
|---|----------------|--|--|
| 1 | Raw Materials | | |
| 2 | Finished Goods | | |
| | Total | | |

| | | |
|--|----------------|--------------|
| | 80,150 | 5,773 |
| | 26,306 | 1,602 |
| | 106,456 | 7,375 |

Note - 8 Trade Receivables

| | | | |
|---|--|--|--|
| 1 | Unsecured , Considered Good | | |
| | (a) Outstanding for more than six months | | |
| | (b) Others | | |
| | Total | | |

| | | |
|--|------------------|------------------|
| | 1,456,558 | 171,000 |
| | 327,250 | 982,233 |
| | 1,783,808 | 1,153,233 |

Note - 9 Cash & Cash Equivalents

| | | | |
|---|----------------------|--|--|
| 1 | Cash on Hand | | |
| 2 | Others | | |
| | (a) In Fixed Deposit | | |
| | Total | | |

| | | |
|--|------------------|----------------|
| | 536,450 | 424,570 |
| | 6,085,001 | - |
| | 6,621,451 | 424,570 |

As required by MCA notification G.S.R. 308(E) dated 30th March, 2017 The details of Specified Bank Notes (SBN) held and transacted during the period from 8th November, 2016 to 30th December, 2016 is provided in the table below.

| Particulars | SBNs | Other Denomination Notes |
|--|-----------|--------------------------|
| Closing cash in hand as on 8th November, 2016 | 650,000 | 557,695 |
| (+) Permitted receipts | - | 2,000 |
| (-) Permitted payments | - | (4,880) |
| (-) Amount deposited in banks | (650,000) | - |
| Closing cash in hand as on 30th December, 2016 | - | 554,815 |

| | As at March 31,2017 | Amount in ` As at March 31,2016 |
|--|------------------------|---------------------------------------|
| Note - 10 Other Bank Balances | | |
| 1 In Current Accounts | 52,777 | 730,543 |
| 2 Fixed Deposits with Banks | | |
| (a) More than 3 months but less than 12 months | 4,450,000 | 6,140,626 |
| (b) More than 12 months | 235,517 | 4,300,000 |
| | 4,685,517 | 10,440,626 |
| Less : Bank FD for more than 12 months transferred to Other Financial Assets | (235,517) | (4,300,000) |
| Total | 4,502,777 | 6,871,169 |

Note - 11 Other Current Assets

| | | |
|---|----------------|----------------|
| 1 Advances other than capital advances | | |
| (a) Security Deposits | 900 | 900 |
| (b) Other Advances | | |
| (i) Balance with Government Authorities | 478,145 | 464,039 |
| (ii) Advances to Suppliers | - | 12,678 |
| (iii) Advance tax (Net of Provisions) | 163,799 | - |
| 2 Others | | |
| Interest Accrued on Fixed Deposits | 57,462 | 87,580 |
| Advances recoverable in cash or kind | 7,385 | 6,885 |
| Total | 707,691 | 572,082 |

Note - 12 Equity Share Capital

| | | |
|--|-------------------|-------------------|
| 1 AUTHORIZED SHARE CAPITAL | | |
| 4000000 Equity Shares of ` 10/- each (Previous Year 4000000 Equity Shares of ` 10/- each) | 40,000,000 | 40,000,000 |
| Total | 40,000,000 | 40,000,000 |
| 2 ISSUED , SUBSCRIBED & FULLY PAID UP CAPITAL | | |
| 3000000 Equity Shares of ` 10/- each fully paid up (Previous Year 3000000 Equity Shares of ` 10/- each fully paid up) | 30,000,000 | 30,000,000 |
| Total | 30,000,000 | 30,000,000 |

12.1 The reconciliation of the number of Equity Shares outstanding as at 31st March 2017 is set out below :

| Particulars | As at 31st March, 2017 | | As at 31st March, 2016 | |
|---|------------------------|------------|------------------------|------------|
| | No. of shares | | No. of shares | |
| Shares outstanding at the beginning of the year | 3,000,000 | 30,000,000 | 3,000,000 | 30,000,000 |
| Add: Shares issued during the year | - | - | - | - |
| Shares outstanding at the end of the year | 3,000,000 | 30,000,000 | 3,000,000 | 30,000,000 |

12.2 Rights, preferences and restrictions attached to Equity Shares

The company has one class of equity shares having a par value of ` 10 each. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding .

12.3 The details of shareholders holding more than 5% shares are set out below

| Name of the shareholders | As at 31st March, 2017 | | As at 31st March, 2016 | |
|---------------------------|------------------------|--------------|------------------------|--------------|
| | No. of Shares | % of holding | No. of Shares | % of holding |
| 1 Narendraprasad C. Patel | 303,900 | 10.13% | 303,900 | 10.13% |
| 2 Dipak N. Patel | 314,262 | 10.48% | 314,262 | 10.48% |

Note - 13 Other Equity

| | | |
|-------------------------------------|---------------------|---------------------|
| A Retained Earnings | | |
| Balance as per last Financial year | (20,004,118) | (20,859,641) |
| Add : Profit for the year | (1,617,951) | 855,523 |
| Less: Appropriations | | |
| Adjustment relating to Fixed asset | | |
| B Other Comprehensive Income | - | - |
| Total | (21,622,069) | (20,004,118) |

| | As at March 31,2017 | As at March 31,2016 |
|--|--|--|
| Note - 14 Borrowings | | |
| 1 Loans repayable on demand (Secured) | 5,954,829 | 3,480,274 |
| (a) From Banks * | | |
| Total | 5,954,829 | 3,480,274 |
| *Secured against Fixed Deposits | | |
| Note - 15 Trade Payables | | |
| 1 Other than Micro, Small and Medium Enterprises* | 74,025 | - |
| Total | 74,025 | - |
| * The Company has not received information from the Suppliers regarding their status under The Micro, Small and Medium Enterprises Development Act, 2006. Hence, disclosures, if any relating to amounts unpaid as at the balance sheet date together with interest paid or payable as per the requirement under the said Act, have not been made. | | |
| Note - 16 Other Current Liabilities | | |
| 1 Revenue received in Advance | - | - |
| 2 Other Advances | | |
| (a) Advance for sale of assets | - | - |
| 3 Creditors for expenses | 254,276 | 142,450 |
| 4 Others* | 22,619 | 49,158 |
| Total | 276,895 | 191,608 |
| * This also includes Statutory Dues | | |
| Note - 17 Provisions | | |
| 1 Provision for employee benefits | | |
| Provision for Gratuity | 171,656 | 171,656 |
| 2 Others | | |
| Provision for Income tax (Net of Advance tax) | - | 137,715 |
| Provision for Fringe Benefit Tax | 42,540 | 42,540 |
| Total | 214,196 | 351,911 |
| Note - 18 Revenue from Operations | | |
| 1 Sale of Products | 594,457 | 369,928 |
| 2 Other Operating revenue | | |
| (a) Commission | 809,500 | 950,000 |
| Total | 1,403,957 | 1,319,928 |
| Note - 19 Other Income | | |
| 1 Interest Income | 818,334 | 938,610 |
| 2 Other Non Operating Income | | |
| (a) Interest received on Income Tax Refund | - | 5,313 |
| (b) Miscellaneous Income | 4,324 | 1,004,174 |
| Total | 822,658 | 1,948,097 |
| Particulars | Year ended 31st March, 2017 | Year ended 31st March, 2016 |
| Note - 20 Cost of Materials Consumed | | |
| Opening Stock | 5,773 | 13,060 |
| Add : Purchases | 577,885 | 2,073 |
| Sub Total | 583,658 | 15,133 |
| Less: Closing Stock | 80,150 | 5,773 |
| Total | 503,508 | 9,360 |
| Note - 21 Changes in Inventories of Finished goods, Stock-in-Trade and Work-in-progress | | |
| Finished Goods | | |
| Opening Stock | 1,602 | 132,351 |
| Less: Closing Stock | 26,306 | 1,602 |
| Total | (24,704) | 130,749 |

| Particulars | Year ended 31st March, 2017 | Year ended 31st March, 2016 |
|--|--------------------------------|--------------------------------|
| Note - 22 Employee Benefits Expense | | |
| 1 Salaries and Wages | 791,834 | 702,500 |
| 2 Payment to Provident Fund | 470,004 | - |
| Total | 1,261,838 | 702,500 |
| Note - 23 Finance Costs | | |
| 1 Interest Expense | | |
| Interest Charges | 429,528 | 161,118 |
| Bank Charges | 5,834 | 1,336 |
| Total | 435,362 | 162,454 |
| Note - 24 Other Expenses | | |
| 1 Travelling and Conveyance | 75,830 | 21,381 |
| 2 Telephone Expense | 9,644 | 6,922 |
| 3 Electricity Expense | 1,260 | 7,768 |
| 4 Stationery and Printing Expense | 72,845 | 78,044 |
| 5 Payment to Auditors | | |
| As Auditor: | | |
| Statutory Auditor | 34,500 | 34,692 |
| In other capacity: | | |
| For Other Services | 336,676 | 51,511 |
| | 371,176 | 86,203 |
| 6 Listing Fees | 229,000 | 224,720 |
| 7 ROC Fees | 13,130 | 6,000 |
| 8 Director's Sitting Fees | 5,500 | 7,000 |
| 9 Rent Expense | 24,000 | 36,500 |
| 10 Professional Fees | 390,011 | 376,347 |
| 11 Legal Fees | 5,000 | 20,000 |
| 12 Technical Fees | 149,000 | - |
| 12 Miscellaneous Expenses | 235,297 | 149,824 |
| 13 Interest on VAT | 1,249 | 26 |
| 14 Account Fees | 84,000 | 60,000 |
| Total | 1,666,942 | 1,080,735 |
| Note - 25 Earning Per Share | | |
| 1 Net Profit attributable to the Equity Shareholders | (1,617,951) | 855,523.00 |
| 2 Weighted average number of Equity Shares outstanding during the period | 3,000,000 | 3,000,000 |
| 3 Nominal value of Equity Shares (₹) | 10 | 10.00 |
| 4 Basic/Diluted Earnings per Share (₹) | (0.54) | 0.28 |

Note - 26 Related party disclosures
(A) Key management personnel:

| Sr. No. | Name | Designation |
|---------|--------------------|-------------------|
| 1 | Mr. Dipak N. Patel | Managing Director |

(B) Other related parties:

| Sr. No. | Particulars | Nature of relationship |
|---------|---------------------|---------------------------------------|
| 1 | Mrs. Parul D. Patel | Relatives of key management personnel |
| 2 | Mr. Nimit D. Patel | |
| 3 | Mrs. Kusum N Patel | |

26.1 Disclosures of Transactions between the Company and Related Parties and the status of outstanding balances as on 31st March, 2017 :

| Sr. No. | Nature of Transaction | Key management personnel | Other related parties |
|---------|--|--------------------------|-----------------------|
| 1 | Directors' Remuneration and perquisites (Previous Year) | 750,000 (630,000) | - - |
| | Total (Previous Year) | 750,000 (630,000) | - - |
| | Amount receivable at the year end (As at 31st March, 2016) | - | - |
| | (As at 1st April, 2015) | - | - |
| | Amount payable at the year end (As at 31st March, 2016) | 69,705 | - |
| | (As at 1st April, 2015) | - | - |

26.2 Disclosures in respect of transactions which are more than 10% of the total transactions of the same type with related parties during the year:

| Sr. No. | Description | Related Parties | Year ended 31st March, 2017 | Year ended 31st March, 2016 |
|---------|---|------------------|-----------------------------|-----------------------------|
| 1 | Directors' Remuneration and perquisites | Mr Dipak N Patel | 750,000 | 630,000 |

Note - 27 Operating Segment
(a) Information about Reportable segment:

The Company operates mainly in manufacturing of Nutrition Chemical products. Hence there are no separate reportable Segment.

(b) Major customers

The details of the major customers generating more than or equal to 10% of the total revenue for the year are given in the following table.

| Sr. No. | Amount of revenue ⁴ | Percentage of total revenue% |
|--------------|--------------------------------|------------------------------|
| 1 | 464,844 | 33.11 |
| 2 | 809,500 | 57.66 |
| Total | 1,274,344 | 90.77 |

Note - 28
(A) Financial Risk Management Objectives and Policies

The Company's principal financial liabilities, comprise loans and borrowings and trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include trade and other receivables and cash and cash equivalents that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks and ensures that Company's financial risks are identified, measured and governed in accordance with the Company's policies and risk objectives. The Board of Directors reviews and agrees policies for managing each of these risks which are summarized below.

(i) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk that affects the Company comprises of one element: Interest rate risk. Financial instruments affected by market risk include loans, borrowings and deposits.

Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to short term debt obligations with fixed interest rates.

(ii) Credit Risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract leading to a financial loss. The Company is exposed to credit risk from its operating activities and from its financing activities including deposits with banks and other financial instruments.

Trade Receivables

Customer credit risk is managed by the Company's policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive credit rating and individual credit limits are defined in accordance with this assessment. Outstanding customer receivables are regularly monitored. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial asset disclosed in respective note. The Company does not hold collateral as security.

Cash deposits

Credit risk from balances with banks is managed by the Company in accordance with its policies. These policies are set to minimize concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

(iii) Liquidity Risk

The Company manages its liquidity risk by using liquidity planning and balancing funds requirement vis a vis funds available. Various lines of credit available are used to optimize funding cost and ensuring that adequate funds are available for business operations.

(B) Capital Risk Management

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital as well as the level of dividends to equity shareholders.

The Company monitors capital using a ratio of adjusted net debt to equity. For this purpose, adjusted net debt is defined as total liabilities, comprising interest-bearing loans and borrowings and obligations under finance leases, less cash and cash equivalents. Equity comprises all components of equity.

The Company's policy is to keep the ratio below 2.00. The Company's adjusted net debt to equity ratio at 31st March, 2017 was as follows:

| Particulars | As at 31st March, 2017 | As at 31st March, 2016 |
|-----------------------------------|---------------------------|---------------------------|
| Total liabilities | 6,519,945 | 4,023,793 |
| Less: cash and cash equivalents | (6,621,451) | (424,570) |
| Adjusted net debt | (101,506) | 3,599,223 |
| Equity | 8,377,931 | 9,995,882 |
| Equity | 8,377,931 | 9,995,882 |
| Adjusted net debt to equity ratio | (0.01) | 0.36 |

Note - 29 (a)

Previous Year's figures have been regrouped/ reclassified wherever necessary to confirm to current year presentation.

Note - 29 (b)**(i) Consumption of Raw Materials:**

| Particulars | 2016-17 Amount (`) | 2015-16 Amount (`) |
|----------------------|-------------------------|-------------------------|
| MCT Oil/Powder | 503,508 | - |
| Malto Dextrin Powder | - | 9,360 |
| Total | 503,508 | 9,360 |

(ii) Work in Progress:

| | | |
|-----------------|----------|----------|
| Corn Fat Powder | - | - |
| MCT FAT Powder | - | - |
| Total | - | - |

(iii) Sales, Opening and Closing Stock of Finished Goods:

| Particulars | Sales | | Opening Stock | | Closing Stock | |
|--------------------------|----------------------|----------------------|----------------------|----------------------|----------------------|----------------------|
| | 2016-17 Amount(₹) | 2015-16 Amount(₹) | 2016-17 Amount(₹) | 2015-16 Amount(₹) | 2016-17 Amount(₹) | 2015-16 Amount(₹) |
| MCT FAT Powder | 12,100 | 6,400 | - | 6,493 | 24,704 | - |
| Aromatic Palm FAT Powder | - | 5,900 | - | 9,523 | - | - |
| Pediapt Ultra | - | 324,943 | 1,602 | 94,010 | 1,602 | 1,602 |
| MCT Oil/Powder | 582,357 | - | - | - | - | - |
| Furnace Oil(Bottom Oil) | - | 21,600 | - | - | - | - |
| Malto Dextrin Powder | - | 11,085 | - | - | - | - |
| Total | 594,457 | 369,928 | 1,602 | 110,026 | 26,306 | 1,602 |

| Particulars | 2016-17 Amount (₹) | 2015-16 Amount (₹) |
|-------------|-----------------------|-----------------------|
|-------------|-----------------------|-----------------------|

(iv) Details of Goods Traded:

| | | |
|-----------------|---|---|
| Goods Purchased | - | - |
|-----------------|---|---|

(v) Value of imports calculated on C.I.F. basis during the financial year in respect of:

| | | |
|-------------------------------|---|---|
| (i) Raw Materials | - | - |
| (ii) Components – spare parts | - | - |
| (iii) Chemical | - | - |
| (iv) Capital Goods | - | - |

(vi) Expenditure in foreign currency during the financial year:

| | | |
|---|---|---|
| (i) Technical Know how / Professional Fees / Consultancy Fees | - | - |
|---|---|---|

(vii) Value of Raw Materials, Stores, Chemical & Spares consumed during the year:

| Particulars | Amount(₹) | | % of Total Consumption | |
|---|----------------|--------------|------------------------|-------------|
| | 2016-17 | 2015-16 | 2016-17 | 2015-16 |
| Raw Materials | | | | |
| (i) Imported | - | - | - | - |
| (ii) Indigenous | 503,508 | 9,360 | 100% | 100% |
| Total | 503,508 | 9,360 | 100% | 100% |
| Stores, Spares & Consumables | | | | |
| (i) Imported | - | - | - | - |
| (ii) Indigenous | - | - | - | - |
| Total | - | - | - | - |

| Particulars | 2016-17 Amount (₹) | 2015-16 Amount (₹) |
|-------------|-----------------------|-----------------------|
|-------------|-----------------------|-----------------------|

(viii) Earnings in Foreign Currency :

| | | |
|-------------------------|---|---|
| F.O.B. Value of Earning | - | - |
|-------------------------|---|---|

(ix) Remittance in Foreign Currency :

| | | |
|---------------------------------|---|---|
| Expenditure in Foreign Currency | - | - |
|---------------------------------|---|---|

Note - 30 Explanation of transition to Ind AS

As stated in Note 2(a), these are the Company's first financial statements prepared in accordance with Ind AS. For the year ended 31 March 2016, the Company had prepared its financial statements in accordance with Companies (Accounting Standards) Rules, 2006, notified under Section 133 of the Act and other relevant provisions of the Act ('previous GAAP').

The accounting policies set out in Note 3 have been applied in preparing these financial statements for the year ended 31st March 2017 including the comparative information for the year ended 31st March 2016 and the opening Ind AS balance sheet on the date of transition i.e. 1st April 2015

In preparing its Ind AS balance sheet as at 1st April 2015 and in presenting the comparative information for the year ended 31st March 2016, the Company has adjusted amounts reported previously in financial statements prepared in accordance with previous GAAP. This note explains the principal adjustments made by the Company in restating its financial statements prepared in accordance with previous GAAP, and how the transition from previous GAAP to Ind AS has affected the Company's financial position, financial performance and cash flows.

Set out below are the applicable Ind AS 101 optional Exemptions and Mandatory Exceptions applied in the transition from IGAAP to Ind AS.

A. Optional exemptions availed
1. Property plant and equipment

As per Ind AS 101 an entity may elect to:

As permitted by Ind AS 101, the Company has elected to continue with the carrying value of all of its Property, Plant and Equipment recognised as of 1st April, 2015 (date of transition) measured as per the IGAAP and used that carrying value as its deemed cost as of the date of transition.

B. Mandatory exceptions

1. Estimates

As per Ind AS 101, an entity's estimates in accordance with Ind AS at the date of transition to Ind AS at the end of the comparative period presented in the entity's first Ind AS financial statements, as the case may be, should be consistent with estimates made for the same date in accordance with the previous GAAP unless there is objective evidence that those estimates were in error. However, the estimates should be adjusted to reflect any differences in accounting policies.

As per Ind AS 101, where application of Ind AS requires an entity to make certain estimates that were not required under IGAAP, those estimates should be made to reflect conditions that existed at the date of transition (for preparing opening Ind AS balance sheet) or at the end of the comparative period (for presenting comparative information as per Ind AS).

2. Derecognition of financial assets and liabilities

As per Ind AS 101, an entity should apply the derecognition requirements in Ind AS 109, Financial Instruments, prospectively for transactions occurring on or after the date of transition to Ind AS.

3. Classification and measurement of financial assets

Ind AS 101 requires an entity to assess classification and measurement of financial assets on the basis of facts and circumstances that exist at the date of transition to Ind AS.

There were no items of reconciliation between Balance Sheet prepared under Indian GAAP and those prepared under Ind AS.

Effects of Ind AS adoption on Balance Sheet as at 31st March, 2016 and 1st April, 2015

(Amount in `)

| Particulars | As at 31st March, 2016 | | | As at 1st April, 2015 | | |
|---|------------------------|-------------------------------------|-------------------|-----------------------|-------------------------------------|-------------------|
| | As per IGAAP* | Adjustments on transition to Ind AS | As per Ind AS | As per IGAAP* | Adjustments on transition to Ind AS | As per Ind AS |
| ASSETS | | | | | | |
| (1) Non-current assets | | | | | | |
| (a) Property, Plant and Equipment | 391,246 | - | 391,246 | 392,950 | - | 392,950 |
| (b) Financial assets | | | | | | |
| (i) Others | 4,300,000 | - | 4,300,000 | 190,626 | - | 190,626 |
| (c) Other non-current assets | 300,000 | - | 300,000 | - | - | - |
| (2) Current assets | | | | | | |
| (a) Inventories | 7,375 | - | 7,375 | 145,412 | - | 145,412 |
| (b) Financial assets | | | | | | |
| (i) Trade receivables | 1,153,233 | - | 1,153,233 | 25,362 | - | 25,362 |
| (ii) Cash and cash equivalents | 424,570 | - | 424,570 | 150,112 | - | 150,112 |
| (iii) Bank balances other than (ii) above | 6,871,169 | - | 6,871,169 | 13,375,790 | - | 13,375,790 |
| (c) Other current assets | 572,082 | - | 572,082 | 686,943 | - | 686,943 |
| Total Assets | 14,019,675 | - | 14,019,675 | 14,967,195 | - | 14,967,195 |
| EQUITY AND LIABILITIES | | | | | | |
| EQUITY | | | | | | |
| (a) Equity share capital | 30,000,000 | - | 30,000,000 | 30,000,000 | - | 30,000,000 |
| (b) Other equity | (20,004,118) | - | (20,004,118) | (20,859,641) | - | (20,859,641) |
| LIABILITIES | | | | | | |
| (1) Current liabilities | | | | | | |
| (a) Financial liabilities | | | | | | |
| (i) Borrowings | 3,480,274 | - | 3,480,274 | 3,662,598 | - | 3,662,598 |
| (ii) Trade payables | - | - | - | 5,400 | - | 5,400 |
| (b) Other current liabilities | 191,608 | - | 191,608 | 1,394,996 | - | 1,394,996 |
| (c) Provisions | 351,911 | - | 351,911 | 763,842 | - | 763,842 |
| Total Equity and Liabilities | 14,019,675 | - | 14,019,675 | 14,967,195 | - | 14,967,195 |

*The IGAAP figures have been reclassified to conform to Ind AS presentation requirements for the purposes of this note.

There were no items of reconciliation between Total Equity prepared under Indian GAAP and those prepared under Ind AS.

Statement of Reconciliation of Equity (Share holders's Funds) as at 31st March, 2016 and 1st April, 2015 (Amount in `)

| Particulars | As at 31st March, 2016 | As at 31st April, 2015 |
|--|------------------------|------------------------|
| Total Equity(Shareholders' Fund) as per IGAAP | 9,995,882 | 9,140,360 |
| Add / Less: | - | - |
| Total Equity as per Ind AS | 9,995,882 | 9,140,360 |

There were no items of reconciliation between Statement of Profit & Loss prepared under Indian GAAP and those prepared under Ind AS.

Effects of Ind AS adoption on Statement of Profit & Loss as previously reported under IGAAP (Amount in `)

| Sr. No. Particulars | Year ended 31st March, 2016 | | |
|--|-----------------------------|-------------------------------------|---------------|
| | As per IGAAP* | Adjustments on transition to Ind AS | As per Ind AS |
| I Revenue from Operations | 1,319,928 | - | 1,319,928 |
| II Other Income | 1,948,097 | - | 1,948,097 |
| III Total Income (I +II) | 3,268,025 | - | 3,268,025 |
| IV Expenses | | | |
| Cost of Materials Consumed | 9,360 | - | 9,360 |
| Changes in Inventories of Finished goods, Stock-in-Trade and Work-in-progress | 130,749 | - | 130,749 |
| Employee Benefits Expense | 702,500 | - | 702,500 |
| Finance Costs | 162,454 | - | 162,454 |
| Depreciation and Amortization Expense | 1,704 | - | 1,704 |
| Other Expenses | 1,080,735 | - | 1,080,735 |
| Total Expenses (IV) | 2,087,502 | - | 2,087,502 |
| V Profit before tax (III- IV) | 1,180,523 | - | 1,180,523 |
| VI Tax expense | | | |
| (1) Current Tax | 325,000 | - | 325,000 |
| (2) Deferred Tax | - | - | - |
| VII Profit for the period (V -VI) | 855,523 | - | 855,523 |
| VIII Other Comprehensive Income | | | |
| IX Total Comprehensive Income for the period (VII + VIII) (Comprising Profit and Other Comprehensive Income for the period) | 855,523 | - | 855,523 |
| X Paid-up Equity Share capital (Face Value of ` 10/- each) | 30,000,000 | - | 30,000,000 |
| XI Earnings per equity share (Face Value of ` 10/- each) | | | |
| Basic & Diluted | 0.28 | - | 0.28 |

*The IGAAP figures have been reclassified to conform to Ind AS presentation requirements for the purposes of this note.

There were no items of reconciliation between Cash Flow Statement prepared under Indian GAAP and those prepared under Ind AS.

Effects of Ind AS adoption on Cash Flow statement for the year ended 31st March, 2016 (Amount in `)

| Sr. No. Particulars | Year ended 31st March, 2016 (End of last period presented as per IGAAP) | | |
|---|--|-------------------------------------|---------------|
| | As per IGAAP* | Adjustments on transition to Ind AS | As per Ind AS |
| Net cash inflow (outflow) from operating activities | (2,708,820) | - | (2,708,820) |
| Net cash inflow (outflow) from Investing activities | 3,399,150 | - | 3,399,150 |
| Net cash inflow (outflow) from Financing activities | (161,118) | - | (161,118) |
| Net cash Inflow(Outflow) | 529,212 | - | 529,212 |
| Cash and cash equivalents as at 1st April, 2015 | 625,902 | - | 625,902 |
| Cash and cash equivalents as at 31st March, 2016 | 1,155,114 | - | 1,155,114 |

As per our separate report of even date attached.

For and on behalf of the Board of Directors

For Talati & Talati
Chartered Accountants
(Firm Reg No: 110758W)

sd/-
Dipak N. Patel
Managing Director
(DIN - 02052080)

sd/-
Rajesh Mody
Director
(DIN - 02054117)

Partner
Mem. No. 34834
Place : Ahmedabad
Date : 30/05/2017

Place : INDRAD (Kadi)
Date : 30/05/2017

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2017.

| PARTICULARS | 2016-17 | 2015-16 |
|--|--------------------|--------------------|
| A. CASH FLOW FROM OPERATING ACTIVITIES | | |
| Profit for the year | (1,617,951) | 855,523 |
| Adjustment for : | | |
| Difference of Provision and payment of Expenses | | |
| Interest and Finance Charges | 429,528 | 161,118 |
| Depreciation (Including adjusted to General Reserve) | 1,620 | 1,704 |
| Interest Income | (818,334) | (938,610) |
| Income tax Expense | - | 325,000 |
| | (2,005,137) | 404,735 |
| Working Capital Adjustments : | | |
| (Increase) in trade receivables | (630,575) | (1,127,871) |
| (Increase) / decrease in inventories | (99,081) | 138,037 |
| (Increase) / decrease in other current asset | (165,727) | 4,322 |
| Increase / (decrease) in trade payables | 74,025 | (5,400) |
| Increase / (decrease) in Short term borrowings | 2,474,555 | (182,324) |
| Increase / (decrease) in other current liability | 85,287 | (1,203,388) |
| (Decrease) in provisions | (137,715) | (91,239) |
| Cash Generated from operating activities | (404,368) | (2,063,128) |
| Income tax paid (net) | - | (645,692) |
| Net cash used in operating activities (A) | (404,368) | (2,708,820) |
| B. CASH FLOW FROM INVESTING ACTIVITIES: | | |
| Interest Received | 848,452 | 1,049,150 |
| Advance given for purchase of Fixed Assets | (250,550) | (300,000) |
| Proceeds on maturity of Fixed Deposits | 1,690,626 | 6,759,374 |
| Investment in Fixed Deposits | 4,064,484 | (4,109,374) |
| Net cash from investing activities (B) | 6,353,011 | 3,399,150 |
| C. CASH FLOW FROM FINANCING ACTIVITIES: | | |
| Interest and Finance Charges paid | (429,528) | (161,118) |
| Net cash flow from Financing Activities (C) | (429,528) | (161,118) |
| Net Increase/ (Decrease) In Cash & Cash Equivalents Total (A+B+C) | 5,519,115 | 529,212 |
| Add : Cash and Cash Equivalents balance as at 1st April | 1,155,114 | 625,902 |
| Cash and Cash Equivalents as at 31st March 2017 | 6,674,229 | 1,155,114 |

The accompanying Notes 1 to 31 are integral part of these Financial Statements.

The Company has used profit or loss after tax as the starting point for presenting operating cash flows using the indirect method. In our view, the statement can also be prepared with profit or loss before tax as the starting point.

As per our separate report of even date attached.

For Talati & Talati

Chartered Accountants
(Firm Reg No: 110758W)

Partner

Mem. No. 34834

Place : Ahmedabad

Date : 30/05/2017

For and on behalf of the Board of Directors

sd/-

Dipak N. Patel
Managing Director
(DIN – 02052080)

sd/-

Rajesh Mody
Director
(DIN - 02054117)

Place : INDRAD (Kadi)

Date : 30/05/2017

CRESTCHEM LIMITED

CIN : L24100GJ1991PLC015530

Registered Office : Sr. No. 550/1, Sub Plot Number 12, Village Indrad, Taluka – Kadi, District – Mehsana, Pin Code – 382 715
Tel : (0264) – 278247 E-mail : info@crestchemlimited.in Website : www.crestchemlimited.com

Form No. MGT -11
PROXY FORM

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

Name of the Member(s).....
Registered Address
E-mail ID
No. of Shares held
Folio No./Client ID*.....
DP ID*

* Applicable for holding shares in electronic form

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

- Name _____
Address _____
E-mail ID _____ Signature _____, or failing him
- Name _____
Address _____
E-mail ID _____ Signature _____, or failing him
- Name _____
Address _____
E-mail ID _____ Signature _____, or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 25th Annual General Meeting of the Company, to be held on Thursday, the 10th day of August, 2017 at 05-00 P.M. at Conference Hall, Sankalp Express, Thol Road, Kadi, Taluka: Kadi (NORTH GUJARAT) and at any adjournment thereof in respect of such resolutions as are indicated below :

| Sl. No. | Resolutions | No. of Shares | I/We assent to the resolution (Against) | I/We assent to the resolution (For) |
|----------------------------|--|---------------|---|-------------------------------------|
| Ordinary Resolution | | | | |
| 1 | Adopt the Audited Accounts of the Company for the period (12 months) ended on 31st March 2017, and the Director's and Auditor's Reports thereon. | | | |
| 2 | Smt. Binaben Parasbhai Patel (DIN – 07131005) who retires by rotation | | | |
| 3 | Appointment of Statutory Auditors of the Company Ordinary Business. | | | |

Signed this _____ day of _____ 2017

Signature of Shareholder _____

Signature of Proxy holder(s) _____

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

CRESTCHEM LIMITED

CIN : L24100GJ1991PLC015530

Registered Office : Sr. No. 550/1, Sub Plot Number 12, Village Indrad, Taluka – Kadi, District – Mehsana, Pin Code – 382 715
Tel : (0264) – 278247 E-mail : info@crestchemlimited.in Website : www.crestchemlimited.com

ATTENDANCE SLIP

Name of the Member (in block letters).....

Name of the Proxy (in block letters)

(to be filled if proxy attends instead of the members)

Folio No. DP ID No.

Client ID No. No. of Shares

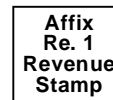
I/We hereby record my/our presence at the 25th Annual General Meeting of the Company, to be held on Thursday, the 10th day of August, 2017 at 05-00 P.M. at Conference Hall, Sankalp Express, Thol Road, Kadi, Taluka: Kadi (NORTH GUJARAT) any adjournment thereof.

Date : _____

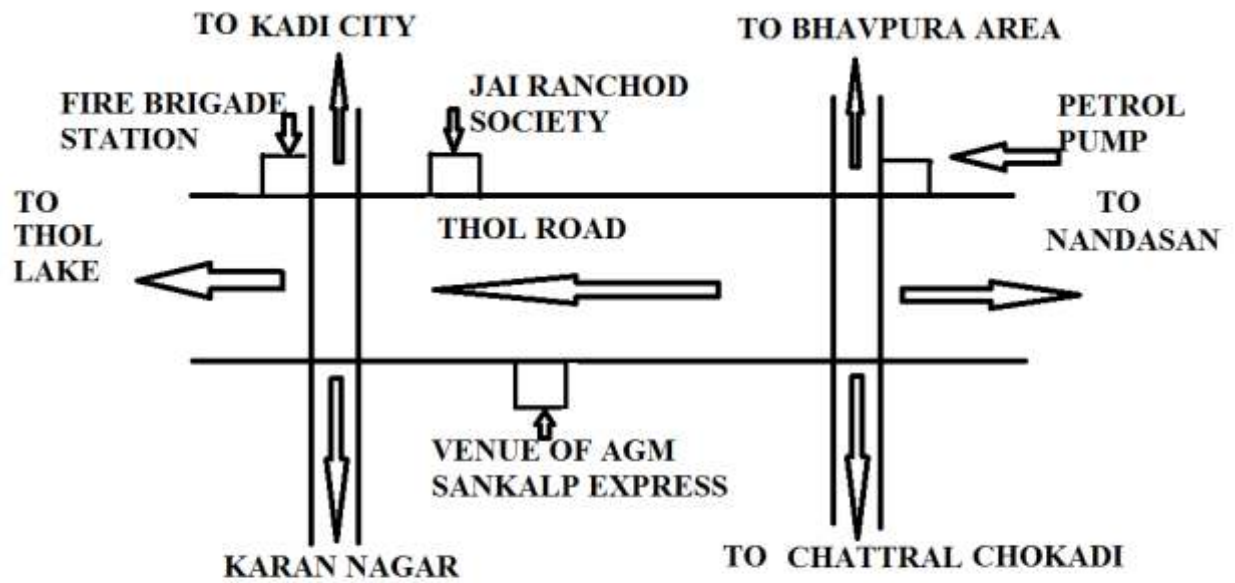
Signature of the Member / Proxy _____

Notes :

- This attendance slip should be signed and handed over at the entrance of the Meeting Hall.
- Member / Proxy holder desiring to attend the meeting should bring his / her copy of the Annual Report for reference at the meeting.



MAP for AGE Venue



CRESTCHEM LIMITED

CIN : L24100GJ1991PLC015530

Registered Office : Sr. No. 550/1, Sub Plot Number 12, Village Indrad, Taluka – Kadi, District – Mehsana, Pin Code – 382 715
Tel : (0264) – 278247 E-mail : info@crestchemlimited.in Website : www.crestchemlimited.com

Form No. MGT -12

POLLING PAPER / BALLOT FORM

(Pursuant to Section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rule, 2014)

Name of the Member(s)..... Registered Address

E-mail ID No. of Shares held

Folio No./Client ID* DP ID*

I/We hereby exercise my/our assent or dissent by way of vote(S) at the time of my/our personal presence/through proxy at the General Meeting in respect of the ordinary & Special Resolutions set out in the Notice of 25th Annual General Meeting (AGM) of the Company held on Thursday, the 10th August, 2017 by placing the tick(mark) at the appropriate box below:

| Sr. No | Particular | No. of Shares | (For) I/We assent to the resolution | (Against) I/We assent to the resolution |
|----------------------------|--|---------------|-------------------------------------|---|
| Ordinary Resolution | | | | |
| 1 | Adopt the Audited Accounts of the Company for the period (12 months) ended on 31 st March 2017, and the Director's and Auditor's Reports thereon. | | | |
| 2 | Smt. Binaben Parasbhai Patel (DIN – 07131005) who retires by rotation | | | |
| 3 | Appointment of Statutory Auditors of the Company Ordinary Business. | | | |

Date : _____

Signature of the Member / Proxy _____

**BOOK-POST
PRINTED MATTER**

To,

If undelivered, please return to :

Crestchem Limited

CIN : L24100GJ1991PLC015530

REGISTERED OFFICE

Sr. No. 550/1, Sub Plot Number 12, Village Indrad, Taluka – Kadi,

District – Mehsana, Pin Code – 382 715

Tel : (0264) – 278247 / 94091 19484 E-mail : info@crestchemlimited.in

Website : www.crestchemlimited.com

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