La Opala RG Limited

LORG:CAL:2018
Date: August 29, 2018

The Secretary
National Stock Exchange of India Ltd
Exchange Plaza
Bandra Kurla Complex, Bandra (East)
Mumbai 400 051

The Secretary
Bombay Stock Exchange Ltd
Phiroze Jeejeebhoy Towers
25th Floor, Dalal Street
Mumbai 400 001

Dear Sir/s,

Sub: Regulation 34(1) of the SEBI (Listing Obligations And Disclosure Requirements) Regulation, 2015- Submission of Annual Report

We wish to inform you that with reference to the Regulation 34(1) of SEBI (Listing Obligations And Disclosure Requirements) Regulation, 2015, we are submitting here with Annual Report for Financial Year 2017-18 which has been approved by shareholders of the company in Annual General Meeting (AGM) of the Company held on August 14,2018 at "Kala Kunj", 48, Shakespeare Sarani, Kolkata – 700 017 at 03:00 P.M. IST.

Kindly take the above on record and oblige.

Thanking you,

Yours faithfully
For **La Opala RG Ltd.**

Alok Pandey
CFO & Company Secretary

LA OPALA RG LIMITED
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230A, A.J.C. Bose Road

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CIN-L26101WB1987PLC042512

3As

Accessibility.
Availability.
Affordability.

LA OPALA RG LIMITED | 31ST ANNUAL REPORT 2017-18

La Opala RG Limited was promoted by the Kolkata-based Jhunjhunwala family. The family of the Kolkata-based promoters was engaged in the manufacture of 100%recycled glass. The family possessed a multi-decade insight of the sector, markets, preferences and trade channels.

The management of La Opala RG Limited comprises Mr. Sushil Jhunjhunwala as Executive Vice Chairman, Mr. Ajit Jhunjhunwala as Managing Director and Ms. Nidhi Jhunjhunwala as Executive Director. The Company's employees comprise technologists, functional experts and shop-floor professionals.

Location	State	Products manufactured
Sitargunj	Uttarakhand	Opalware
Madhupur	Jharkhand	Opalware Crystalware

OUR VISION

Our vision is to be the chosen tableware of every home across the world.

OUR MISSION

Our mission is to continuously satisfy our consumers through our world-class products and services. This, we believe, is the best way to ensure consistent success for our Company, shareholders and employees.

Forward looking statement

In this annual report, we have disclosed forward-looking information to enable investors to comprehend our prospects and take informed investment decisions. This report and other statements - written and oral - that we periodically make contain forward-looking statements that set out anticipated results based on the management's plans and assumptions. We have tried wherever possible to identify such statements by using words such as 'anticipates', 'estimates', 'expects', 'projects', 'intends', 'plans', 'believes', and words of similar substance in connection with any discussion of future performance.

We cannot guarantee that these forward-looking statements will be realised, although we believe we have been prudent in our assumptions.

The achievement of results is subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialise, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected. Readers should bear this in mind.

We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise.

CONTENTS

THE 3As OF OUR EXISTENCE

La Opala RG Limited was faced with two choices after it had commissioned its cutting-edge Sitargunj plant in 2008.

Price its quality products higher.

Or price affordably and enlarge the market.

The Company selected to walk the road less traveled.

It priced products affordably.

It attracted first-time tableware users.

It created a market where none existed. It widened choice to graduate preferences.

It widened penetration deeper.

It ensured products were always available on shelves.

The result is that La Opala's product continues to be priced affordably.

And yet, the company has grown revenues five-fold and profit after tax seventy-fold across the last decade.

Benefiting consumers, company and country.

10

THINGS YOU NEED TO KNOW ABOUT LA OPALA RG LIMITED

1 PRODUCT INTRODUCTION

In 1987, the promoters graduated their business to opal glass tableware. The product was superior to the prevailing alternatives. The product was stronger, whiter and chip resistant. The promoters were also the first to introduce opal glass in India.

2 OPAL GLASS COMMISSIONING

The Company entered into a technical collaboration with Hosan Glass (South Korea). The Company pioneered the manufacture of opal glass technology in India. The Company commissioned the first plant for opal glass in Madhupur, Jharkhand, in 1988-89 (650 TPA). The plant was one of the very few in Asia at the time. The product was branded La Opala.

3 EXTENSION TO CRYSTAL GLASS

The Company extended from opal glass to the pioneering manufacture of crystal glass in India (handcrafted 24% lead crystal glassware under the Solitaire brand). The Company was the first to introduce 24% lead crystal glassware in India in 1995. The product was synergistic with opal glass, accounting for a larger share of trade channel revenues. The technology for this product was sourced from Doosan Glass (South Korea). This diversification was funded through an IPO in 1995 (shares at ₹40 each).

4 INFLECTION POINT

The Company commissioned a greenfield 100% automated state-of-the-art European technology plant at Sitargunj, Uttarakhand. This ₹40 crore investment (Sitargunj) was made at a time when the company's revenues were only ₹50 crore. The investment was directed to address the absence of scale in the business, replace a high manual component and labour intensity with automation and prepare the company for the next round of growth. The investment moderated production cost, enhanced realisations and increased output, transforming the company's fortunes.

5 TRANSFORMING THE COMPANY WITH SPEED

The Company scaled investments in automated manufacturing technology at the Sitargunj unit: 4,000 TPA in FY 2007-08 to 20,000 TPA (FY 2017-18). This rapid growth in capacity translated into a competitive advantage: organised market share of 65% for opal glass, export to over 40 countries, presence in 650+ towns across India (100,000+ population) and presence in more than 12,000 retail outlets.

6 OUR LOCATIONS

La Opala RG Limited is headquartered in Kolkata (West Bengal) and conducts all its manufacturing operations in India. The Company exports products to more than 40 countries.

La Opala RG Limited possesses the largest opal glass tableware capacity in India across its Sitargunj and Madhupur facilities.

7 PRODUCT PORTFOLIO

The Company provides the widest portfolio within the country's tableware segment.

Opal glassware: Plates | Bowls | Dinner Sets | Cup-Saucer Sets | Coffee Mugs | Coffee Cups | Tea Sets | Soup Sets | Pudding | Dessert Sets

Crystalware: Barware | Vases | Bowls | Stemware

8 BRANDS

The Company's prominent brands comprise La Opala, Diva (Classique, Ivory, Quadra and Sovrana) and Solitare.

Diva (opalware) and Solitaire (crystalware) address premium consumer needs.

The La Opala brand addresses the largest end of the market.

9 AWARDS

ET Bengal Awards (nominated five years out of five, awarded in four)

Best Under a Billion – Forbes, 2013

CAPEXIL Award and EPCH Award year-on-year

India's Most Trusted Dinnerware Brand (The Brand Trust Report, India Study – 2016)

FE CFO Awards – 2017 (The Financial Express)

10 MARKET CAPITALISATION

The Company's shares are listed on the Bombay Stock Exchange and National Stock Exchange. The market capitalisation of the Company stood at ₹3183.48 crore as on 31st March 2018. Anyone holding 100 shares from the IPO entailing an investment of ₹4,000 would have seen the investment grow to ₹5,73,600 as on 31st March 2018.

THE LA OPALA BRAND ADDRESSES ALL SEGMENTS OF A GROWING INDIAN MARKET.

LA OPALA'S BRAND PYRAMID

Diva Sovrana
Formal range for formal dining

Diva Quadra
Catering to a young and trending audience

Diva Ivory
Complete round dinnerware; slightly upmarket

Diva Classique
Entry level for the premium collection

La Opala
Entry level brand

HOW WE ENHANCED SHAREHOLDER VALUE OVER THE LAST

10 YEARS

1:1
Bonus issue
2006-07

1 share of ₹26.90
31st March 2008

5 shares after split in 2014-15 (from ₹10 face value to ₹2)

1:1
Bonus issue
2017-18

10 shares of ₹286.60 each
31st March 2018

BSE Sensex growth: 111% in ten years

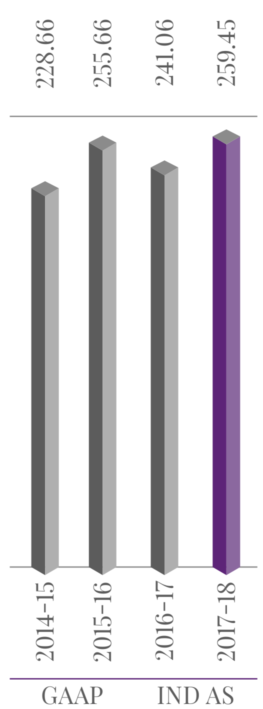
La Opala RG Limited valuation growth: 10662% in ten years

The Company's shares are listed on the Bombay Stock Exchange and National Stock Exchange. The market capitalisation of the Company stood at ₹3183.48 crore as on 31st March 2018. Anyone holding 100 shares from the IPO entailing an investment of ₹4000 would have seen the investment grow to ₹5,73,600 as on 31st March 2018.

THIS IS HOW WE HAVE GROWN OVER THE YEARS

Disclaimer: The financials of the company for FY17-18 and FY 16-17 have been benchmarked as per IND AS while the Company's financials for FY 14-15 and FY 15-16 have been benchmarked as per GAAP. The two blocks of years would not represent a fair comparison due to a difference in accounting treatment: while the first block included the effect of sales before trade discounts etc. corresponded by expenses on the Expenditure side of the Profit and Loss account, the second block reflects the Income side with the trade discounts etc netted off. Hence, it would appear that the company's revenue growth has slowed in recent years whereas the reality is that volume offtake has been higher than ever. For the coming years, the sustained growth and comparison of that performance with a harmonised set of retrospective numbers would provide a fair insight into the company's financial growth.

HIGHER REVENUES
(₹ crore)



Definition

The sales growth without deducting excise duties.

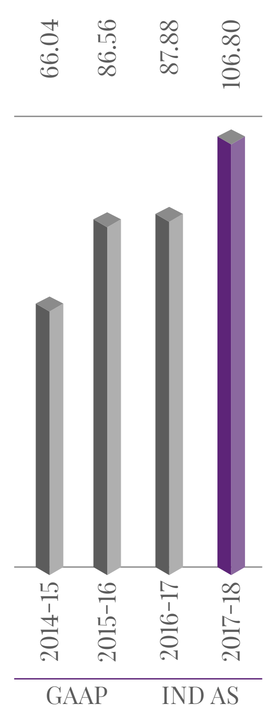
Why we measure

This measure reflects the result of our capacity to understand market needs and service them with corresponding manufacture, relevant brands, dealer engagement and virtually the entire supply chain.

Performance

Our aggregate sales increased 7.94 % to ₹256.55 crore in FY 2017-18, which compared favourably with the growth of the country's economy. However, one must indicate that the recast of the company's accounting system appears to have moderated the company's revenues (without affecting volume offtake).

OPERATING PROFIT GROWTH (₹ crore)



Definition

What the Company earned before the deduction of interest, depreciation, extraordinary items and tax.

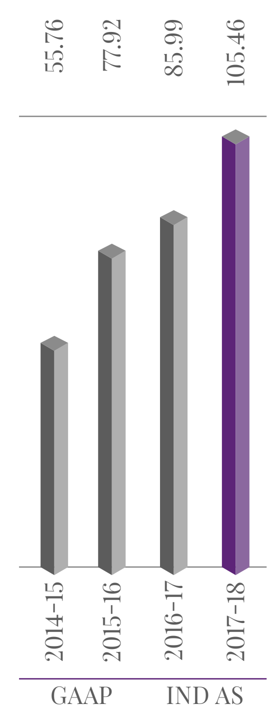
Why we measure

This measure is an index of the Company's operating profitability (as distinct from financial), which can be easily compared with sector peers.

Performance

The Company reported a 23.30% growth in operating profit in FY 2017-18 following a rebound in stocking by trade partners and consumer offtake.

PROFIT BEFORE TAX
(₹ crore)



Definition

What the Company earned after deducting all expenses before tax.

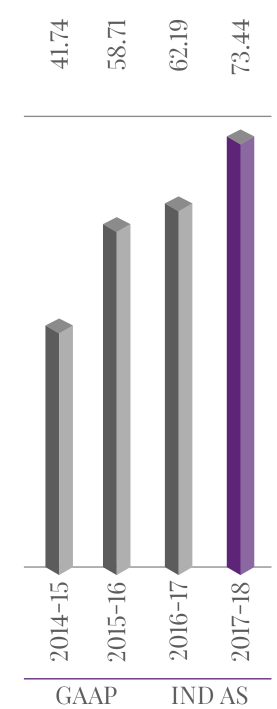
Why we measure

This measure is an index of the Company's surplus before accounting for corporate income tax.

Performance

The Company's profit before tax increased 22.64% in FY2017-18 following increased demand across the last two quarters of FY2017-18.

PROFIT AFTER TAX
(₹ crore)



Definition

What the Company earned after interest, depreciation, extraordinary items and tax.

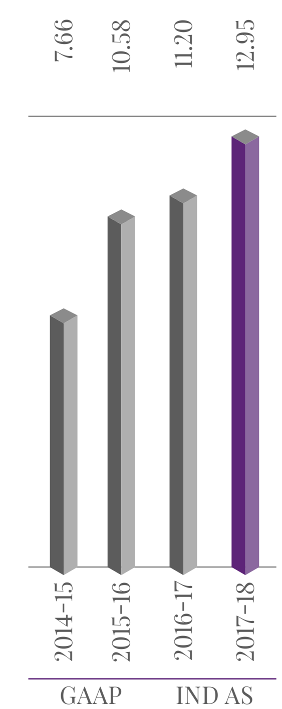
Why we measure

This measure is an index of the Company's net profitability, which can be easily compared with sector peers.

Performance

The Company's net profit increased 18.08% in FY2017-18 following increased demand across the last two quarters of FY2017-18.

EARNINGS PER SHARE (₹)



Definition

The profit after tax divided by the number of weighted equity shares outstanding.

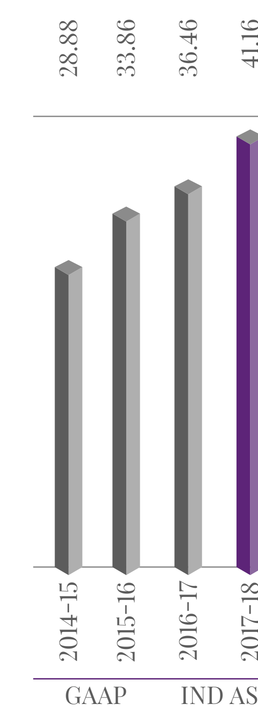
Why we measure

This measure is an index of the Company's earnings capability filtering down to the shareholder level which can be easily compared with sector peers.

Performance

The Company's EPS strengthened from ₹11.20 in FY2016-17 to ₹12.95 in FY2017-18.

OPERATING MARGIN MOVEMENT (%)



Definition

The movement in percentage points in profit before interest, depreciation, exceptional items and tax divided by the Company's revenues and expressed as a margin.

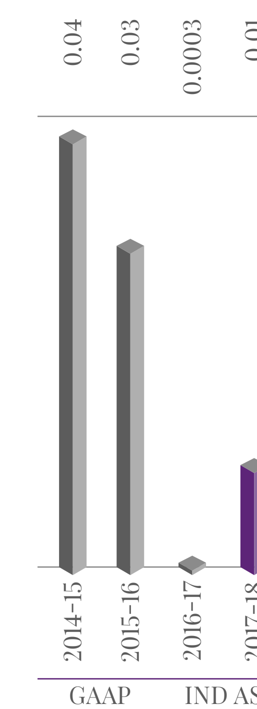
Why we measure

This movement essentially indicates whether the business is becoming more efficient or not.

Performance

The Company's operating profit margin increased by 1811%in the last ten years ending FY2017-18 (the margins cannot be strictly compared following a recast in revenue treatment).

GEARING



Definition

This is derived through the ratio of debt to net worth (less revaluation reserves).

Why we measure

This is one of the defining measures of the company's financial health, indicating the ability of the Company to remunerate shareholders over debt providers (the lower the gearing the better). In turn, it indicates the ability of the Company to sustain growth in profits, margins and shareholder value.

Performance

The Company's gearing strengthened from 0.04 in 2012-13 to 0.01 in FY2017-18.

Availability

AT LA OPALA, AN EMPTY RETAIL SHELF IS A LOST CUSTOMER. OVER THE YEARS, WE HAVE ENSURED THAT OUR PRODUCTS ARE ALWAYS AVAILABLE AND VISIBLE.

'Arre bhai sahib, ghar me naya kitchen ban raha hai. Kuch achche bartan dikhaaiyyega.'

'Madamji, bartan ka zamana gaya.'

'Gaya matlab?'

'Zyaada-tar log aaj-kal La Opala me apna khana khaatay hain.'

'La Opala?'

'Bilkul. Dikhaaoon?'

'Achcha, dikhaiyye.'

'Yeh dekhiye. Plate. Cup. Dinner set. Coffee cup. Dinner set. Soup set. Bowl. Jo sochiye, woh haazir!'

'Baap re. Yeh to kamaal ka range hai. Chaliye 6 piece dinner set se shuru keejiye.'

Accessibility

AT LA OPALA, WE BELIEVE THAT THE FIRST RULE OF BRAND POPULARITY IS TO NEVER BE TOO FAR FROM A CUSTOMER.

'Kal raat ke party ke liye dinner set khareedni hai.'

'Uske liye to bahut door jaana padega – wholesale market ke paas.'

'Door kyun? Chalo paas ke mall me chalte hain.'

'Mall me dinner set milega?'

'Kyun nahin? Anchor store me La Opala ka jitna stock chaahiye milega.'

'Pucca?'

'Ekdum pucca.'

'Chalo. Good idea!'

Affor dability

AT LA OPALA, WE PRIDE ON OUR PRICES – THEY ARE AMONG THE MOST AFFORDABLE ONE CAN FIND FOR ORGANISED TABLEWARE IN INDIA TODAY.

'Babu, zara woh dinner set dikhana!'

'Yeh leejiiye, behenji.'

'Baap re, yeh to bahut mehenga hoga.'

'Yeh brand dikhta hai mehenga – lekin hai nahi.'

'Matlab?'

'Behenji, yahi hai La Opala ka kamaal. Quality me first-class. Daam me ekdum affordable.'

'Yeh kaisey?'

'Yahi to hai La Opala ki khaasiyat. Affordability me champion!'

LA OPALA IS ABOUT PROVIDING THE HIGHEST VALUE TO CUSTOMERS

In 2008, La Opala commissioned a state of the art new manufacturing plant in Sitargunj.

This facility was marked by cutting-edge automated European technologies that enhanced quality on the one hand and moderated costs on the other.

As quality enhanced offtake, the Company enhanced its manufacturing capacity, setting into motion a virtuous cycle.

The Company enhanced its Sitargunj capacity in 3 successive rounds - from 4,000 TPA to 20,000 TPA.

The result is that La Opala's tableware capacity is the largest in India and its quality is comparable with the finest in the world (within its price segment).

The result of this prudent approach has been a sustained growth in the offtake of the Company's brands, creating the base for subsequent low-cost expansions.

Widening the moat. Strengthening competitiveness.

LA OPALA IS ABOUT EXPLORING DARING UNCHARTED SPACES

La Opala introduced two new collections (Quadra and Sovrana) in the last quarter of 2016-17.

The last financial year was the first time that these products enjoyed a full year of operations.

These products were launched to provide aspiring customers a top-end product choice from the same company – a one-stop solution.

The Quadra and Sovrana series were priced higher than the prevailing average of the other La Opala brands.

Even as these products were priced highest within the company's products mix, they generated outstanding traction.

Revenues from these collections increased significantly during the year under review; their contribution to the company's profits increased more than proportionately.

Establishing a foundation for enhanced profitability.

THE CHAIRMAN'S OVERVIEW

I WRITE THIS AT AN EXCITING TIME FOR THE COMPANY. NEVER BEFORE HAS LA OPALA RG LIMITED JUST COMPLETED ONE EXPANSION OF 4000TPA AND IMMEDIATELY ANNOUNCED ANOTHER. NEVER HAS THE COMPANY INVESTED IN AS LARGE A CAPACITY INCREMENT AS IT IS PRESENTLY DOING, WHICH SHOULD BE COMMISSIONED BY THE SECOND HALF OF THE NEXT FINANCIAL YEAR.

The big question then is: what has changed? Why is the company engaged in an aggressive expansion in capacity? Will this expansion compromise the strength of the Balance Sheet?

Permit to answer my own questions in sequence.

The one thing that has changed ever so gradually, but ever so visibly as well, is the lifestyle transformation in India. There was a time when 'lifestyle transformation' largely concerned the rich and famous. Interestingly, these words are now relevant for most Indians, evident in the quality of their smartphone, the colours of their clothes, the films they watch at home, the messages they exchange, the restaurants they visit, the places where they take holidays, the way they book film tickets and the blogs they read.

With such extensive transformative impact, it is not surprising for the change to extend to the way people eat as well. There was a time when people ate off stainless steel plates because they lasted longer and were unbreakable. Gradually people changed; they graduated beyond the 'because it won't break mindset' to 'I want to be seen eating in a plate that enhances my self-esteem and if it breaks I can always go and get a new one.'

There are a number of reasons for this shift in the mindset beyond what I have already stated. However, the one factor that most would not even be aware of is that the cost of tableware has declined substantially in India over the last decade – in real terms. When one factors the reality that incomes have increased significantly in the last decade, the real cost of tableware is now so inconsequential in the overall incomes, that the shift from stainless steel or melamine or bone china to opalware is such a foregone conclusion that it is almost taken for granted.

This is probably the biggest transformation that has taken place within the country's tableware sector across the last decade. From a time when the product was considered higher middle-class to a time when tableware is considered widely democratic is probably the biggest change to have transpired.

I am proud to state that a company like La Opala RG Limited has facilitated – even accelerated – this transition. The Company continuously expanded capacity, addressed the bulge of the market, graduated preferences, grew its presence bottom-up from semi-urban India, advertised relevantly and priced affordably – all the ingredients that helped it grow the market and account for a disproportionate share.

The result is in the numbers. The Company accounts for a 65% share of the organised opalware market in the country. The Company had approximately ₹200 crore of free cash sitting on its books as on 31st March 2018. The Company is debt-free. The Company created a family of brands to address diverse customer preferences. The Company's distribution network was attrition-free. The Company's knowledge capital (people) remained protected.

These realities inspire the optimism that the company addresses a sea of opportunities. As more Indian aspire to a better meal-table experience, La Opala would be best-placed to capitalise.

In view of these realities and reasons, I believe that our story is only starting out. The best is yet to be.

Mr. A C Chakrabortti,
Chairman

The Company had approximately ₹200 crore of free cash sitting on its books as on 31st March 2018.

"THE COMPANY RESPONDED WITH A VOLUME-VALUE POSITION TO STRENGTHEN ITS BUSINESS."

SUSHIL JHUNJHUNWALA,
EXECUTIVE VICE CHAIRMAN,
REVIEWS THE COMPANY'S PERFORMANCE OF 2017-18

Q: Were you pleased with the company's performance in 2017-18?

A: I was pleased with the company's performance for some specific reasons.

One, revenues increased 7.63% to ₹259.45 crore while profit after tax strengthened 18.09% to ₹73.44 crore, another year of profitable growth for the company. This profitable growth validates that the company continues to strengthen its competitive advantage, translating into superior performance.

Q: The one question that could confuse shareholders is about the perceived deceleration in the company's revenues. The Company reported only 7.94% growth in revenues during the current financial year.

A: This is an important point that one needs to communicate. The perceived revenue slowdown is no deceleration at all; the aberration was due the use of different accounting treatments across the last two financial years – Indian GAAP in 2014-15 and 2015-16 and IND AS in 2016-17 and 2017-18. In the first two years (FY 14-15 and FY 15-16), the company's revenues had included the total sales reported before trade discounts, sales promotion and had included the impact of excise (gross turnover); in the second set of years (FY 16-17 and FY 17-18), the sales were reported after trade discounts and sales promotion had been deducted while excise was replaced with GST. The result is that the company's revenues were drawn down from an accounting perspective whereas volumes increased across the two years. However, there was no impact of this accounting treatment on the cash profit and profit after tax of the company. As it turned out, revenues may have increased only ₹19 crore in 2017-18 over the previous financial year but EBIDTA strengthened by ₹20 crore. We believe that a more accurate revenue growth perspective will emerge when the numbers of 2018-19 are presented when it would be possible to present the numbers of the last two financial years using uniform accounting treatment.

Q: What were some of the positives to emerge from the company's performance in 2017-18?

A: There were three specific initiatives that one would like to speak of.

One, the company marketed a larger throughput of products during the year under review (even as this may not be evident following a reduced tax incidence of GST implementation and a voluntary reduction in prices during the course of the year under review.

Two, the company commissioned an in-house decal printing facility for the first time, which will translate into a stronger supply chain management, controls, responsiveness to market needs, superior quality and cost savings.

Three, the company scaled the two collections (Quadra and Sovrana) that had been launched in January 2017, resulting in an extended year of on-ground performance.

The result of these initiatives was that EBIDTA margin strengthened from 36.97% in 2016-17 to 41.63% in 2017-18, validating our competitive advantage.

Q: What could the company have done better during the year under review?

A: We believe we could have done better with our crystalware sales, which accounted for a modest part of our topline. Our exports continued to be sluggish and we could have done better in this area as well.

Q: What have been two principal initiatives taken by the company to strengthen competitiveness?

A: The Company responded with a volume-value position to strengthen its business.

One, the company introduced the Quadra and Sovrana series with the express intention to lift its average realisations and provide consumers higher-priced alternatives. We also believed that the introduction of these collections was important: their launch would re-energise the La Opala brand, provide an upmarket momentum and enhance buyer pride. I am pleased to report that the introduction of these brands not only enhanced their respective offtake but also strengthened the offtake of other collections through a positive rub-off effect. Two, when we recognised the distinctive traction by the end of the first half of 2017-18, we immediately embarked on capacity expansion. The de-bottlenecking initiative made it possible to increase our Sitargunj capacity by 4000 TPA to 20,000 TPA by March 2018; which was financed through accruals, strengthening our competitive advantage.

Q: You indicated the presence of competition.

A: The organised tableware space in the country has seen the entry of two players. We welcome this competition. For years, La Opala was possibly the largest advertiser in the space and engaged in building visibility for the segment. We believe that the presence of other players will enhance promotional spending that will not only enhance national appetite but also widen offtake.

Q: How does the company intend to address demand growth?

A: At La Opala, we believe we are attractively placed to address this sectoral tipping point. One, we possess approximately ₹200 crore of cash on our books to strengthen our competitive advantage by altering terms of trade, prices and capacity. Two, we are investing in line with the national demand curve: we intend to invest in a greenfield manufacturing facility for ₹135 crore. This largest single-time capacity increment will suffice for our needs for three years from the time the capacity goes on stream from the second half of 2019-20.

Q: What provides you with optimism?

A: There are number of reasons behind my optimism.

India's largest markets lie in its non-metro cities marked by 650 towns of a population of 100,000-plus that are passing through a transformation in their lifestyle standards.

There is another lifestyle impact at work which we refer to as the Swiggy Effect. A number of people are selecting to order food from external caterers and entertain guests at home, warranting a complete transformation in residential cutlery: from conventional materials to tableware.

The anti-dumping duty on tableware imports from China was renewed for a period of five years, starting August 2017.

When one considers these realities, the remarkable thing is not the pace at which we have grown in the last decade; it is that even as we are the number one organised tableware brand in India, we have been able to carve out revenues of only around ₹260 crore. The fact that the tableware market is estimated at around ₹10,000 crore only indicates the opportunity for sustainable multi-year growth that lies ahead of us.

HIGHLIGHTS, 2017-18

- Announced 1:1 bonus issue
- Recast accounts as per IND AS
- Enhanced capacity by 4000 TPA, effective March 2018
- Scaled Quadra and Sovrana offtake
- Announced 11,000 TPA expansion, effective H2 2019-20

THE GST IMPACT ON OUR BUSINESS

- The government imposed a 18% tax on our products in July 2017
- The government recognises that opalware represents a natural extension of people's desire to live better
- The product category represents an attractive lifestyle standard

HOW LA OPALA IS ADDRESSING BETTER

INDIAN LIFESTYLE STANDARD

WE ARE NOT JUST ANOTHER TABLEWARE BRAND; WE ARE A PRICE-CREATOR. A DINNER SET FOR A FAMILY OF SIX OF THE LA OPALA BRAND COSTS LESS THAN ₹2000. SIMILAR CONSUMER-FRIENDLY PRICING INITIATIVES RESULTED IN THE CREATION OF UNPRECEDENTED VALUE IN INDIA'S TABLEWARE SECTOR.

La Opala is respected for the best price-value proposition in India's branded tableware category, translating into affordability for diverse consumer segments.

We progressively raised the tableware product standard: our products are tempered, 100% microwave-safe, zero animal bone ash and scratch-resistant.

We provide the same product across a sequence of affordable price points – a modest increase makes it possible for the consumer to upgrade to the next price and product point

We are making aspirational tableware affordable; we priced a dinner set complement for a family of two at an unbeatable price, attracting first-time consumers and widening the market

We leverage the concept of 'sachetisation' within the country's tableware sector: we priced coffee cup set of six, cup-saucer set for a couple, gift set of six and small six-person dinner around an irresistible price-value propositions

We create a sense of desire among consumers to graduate their preference through the introduction of Quadra and Sovrana.

We price affordably and encourage customers to use our tableware not just for special occasions but also everyday use

We selected to deepen our focus in non-metro locations – towns with around 100,000 populations (of which there are more than 650 in India) – a bottom-up way of addressing the country's vast potential

We are deepening our distribution footprint – distributors have increased and 9,500 retailers have increased to 12,000

THE STRENGTH OF OUR BUSINESS MODEL

THE SECTORAL CONTEXT

INDIANS EARNING MORE
Per capita incomes are rising in India. Per capita income strengthened from ₹1,03,219 in 2016-17 to ₹1,11,782 in 2017-18.

INDIANS ASPIRING MORE
Indians are also aspiring more, translating into a progressive transformation in habits and consumption preferences.

SEMI URBAN ASPIRATIONS RISING
There are two Indias – the relatively saturated urban and the under-consumed semi-urban/ rural, the latter being increasingly targeted by marketing brands.

COUNTRY GETTING YOUNGER
Much of India's aspirations are being drawn from its youth – those under 35 accounted for 65% of the population.

SOCIAL MEDIA
The trigger of lifestyle changes is social media, riding India's extensive ownership of smart phones (second largest in the world)

(Source –Business Line; indianexpress)

OUR COMPETITIVE ADVANTAGE

LARGEST BY FAR
The Company is India's largest organised tableware brand by far

ONE OF THE FEW LISTED PROXIES
The Company is the one of the few listed proxies of the tableware sector in India, enhancing visibility, respect and funds.

MULTI-CYCLE EXPERIENCE
The Company possesses more than 30 years of unmatched multi-cycle experience in the tableware sector in India

PEOPLE RETENTION
The Company enjoyed 100% retention of senior management talent in 2017-18, protecting knowledge capital

DISTINCTIVE LA OPALA PERSONALITY

Strategic

FOCUSED TABLEWARE COMPANY
The Company has selected to focus on the tableware, convinced that it will outperform the rest of the sectoral segments

GRADUATING PREFERENCES
The Company is not just engaged in selling; it is engaged at transforming habits and created first-time tableware users

ETHICAL
The Company complies completely with the laws of the land and engages in ethical practices with partners, enhancing stakeholder trust

HIGH PROMOTER OWNERSHIP
The Company enjoyed a high promoter's stake (65%), enhancing stakeholder confidence

Products

RANGE OF BRAND CHOICE
The Company customises product options, reflected in incremental price points, low-priced entry point and widening range

VALUE PYRAMID
The Company provides a range of products – value-added to popular, providing an aspirational ladder to consumers

Manufacturing

AHEAD OF THE CURVE
The Company is not merely addressing market demands; it is still in the phase where it is seeding demand through proactive capacity creation coupled with promotions (primary consumption phase)

CUTTING-EDGE TECHNOLOGY
The Company invested in cutting-edge manufacturing technology from 2008 onwards, translating into superior quality/ lower costs

Distribution

BOTTOM-UP DISTRIBUTION
The Company invested in semi-urban India, addressing more than 650 towns with a population of 100,000+, broadening its market risk

BROAD-BASED EXPORTS
The Company broadened its global risk by exporting to more than 40 countries

MONETISABLE INVENTORY
The Company's inventory is treated as a 'cash equivalent' by trade channels, reflected in an anytime ability to sell and convert to cash, strengthening working capital efficiency

CHANNEL PARTNER SELECTION
The Company works with credible and liquid channel partners; channel partner attrition has been negligible in years

NO 'SECONDS' APPROACH
The Company does not sell 'seconds'; it recycles to prevent brand confusion

Financial

RECEIVABLES CYCLE
The Company uses the credit that it provides trade partners as a competitive moat

DEBT STRATEGY
The Company is not averse to debt and is virtually debt-free today

GROWTH CAPITAL PIPELINE
The Company possessed approximately ₹200 crore of free cash on its books, a pipeline of the lowest cost resource on its books

MANAGEMENT DISCUSSION AND ANALYSIS

Global economic overview

In 2017, a decade after the global economy collapsed, a revival manifested: ongoing eurozone growth, modest growth in Japan, late revival in China and improving realities in Russia and Brazil. The result was an estimated 3.7% global economic growth in 2017, some 60 bps higher than the previous year. Global growth forecasts for 2018 and 2019 were revised upward by 20 bps to 3.9%. (Source: WEO, IMF)

Indian economic overview

The Indian economy reported 6.7% growth in 2017-18, rising to 7.7% in the last quarter. The year under review was marked by structural reforms by the Government. After remaining in negative territory for a couple of years, export growth rebounded in 2016-17 and strengthened in 2017-18; foreign exchange reserves rose to US$ 426 billion as in April 2018. World Bank projects India's economic growth to accelerate to 7.3% in 2018-19 and 7.5% in 2019-20. (Source: CSO, economic survey 2017-18, IMF, World Bank)

Opalware industry overview

The size of India's organised opalware market is approximately ₹5 billion and growing at a rate of ~20% per annum by volume. This growth is being catalysed by more consumers switching from stainless steel, plastic and melamine in favour of opalware products. This transition was catalysed by entry-level pricing for dinner sets declining to a multi-year low with tax cuts being passed on to customers. Consequently, there has been a significant spurt in demand for opalware gift sets, coffee mugs, cups and saucers. Opalware distributors and customers consider opalware to be the most economically-priced crockery available, given the affordable price points. The huge under-penetration, high quality orientation and value-for-money association associated with opalware bodes well for Indian manufacturers.

Opportunities

- Opalware is the most affordable crockery available.
- The country's lower-middle class transition to upper-middle class would amount to a market of ~350 million people
- Safety concerns are making people opt for glass over plastics
- India is gradually becoming a strong market for hotels
- Lifestyle transformation is creating a demand pull for consumer items

THREATS

- With the reduction in anti-dumping duties for China and the UAE, the competitiveness of Indian players might be affected.
- Growing competition from existing players.
- The count of global competitors is rising steadily

OUTLOOK

~65% of India's population falls <35 years and this section of the population is helping drive spending and consumption levels. Not only are people preferring to eat out in hotels and restaurants but also opting for online food delivery services. These trends are positively impacting the demand for tableware.

Risk management

Industry risk: The Company faces competition from the unorganised sector

Mitigation: In order to effectively counter challenges posed by unorganised players, the Company routinely offers innovative products that epitomise unmatched quality and design.

Brand risk: Loss of brand recall can be detrimental to the Company

Mitigation: In order to maintain a favourable brand image, the Company spends a significant portion of its revenues on product promotion.

Liquidity risk: Dearth of cash can affect operational smoothness

Mitigation: The Company is a cash-rich organisation with free cash reserves amounting to approximately ₹200 crore as on 31st March 2018

Competition risk: The sector is marked by not only domestic brands but international competitors as well

Mitigation: The Company's unique designs, cutting-edge technology access, attractive pricing, strong relationships with distributors and retailers as well sectoral experience have translated into a competitive advantage.

Financial highlights

The financial statements of La Opala RG Limited are prepared in compliance with the requirements of the Companies Act and the applicable Accounting Standards issued by the Institute of Chartered Accountants of India. During FY 2017-2018, income from operations amounted to ₹259.45 crore compared to ₹241.05 crore in FY 2016-17. Profit before tax for the FY 2017-18 amounted to ₹105.46 crore as compared to ₹85.99 crore in FY 2016-17.

Industrial relations

Overall, industrial relations of the Company during FY2017-18 remained cordial apart from a temporary period when operations at the Madhupur facility were suspended due to some disputes with the worker's union, which were ultimately resolved to the satisfaction of both sides. The Company's Directors wish to place their sincere appreciation of the devoted service put up by the employees and workers of the Company.

Internal control systems and their adequacy

The internal control system is a set of rules, procedures and organisational structures that, identify, measure, manage and monitor the main risks, allowing sound and fair operation of the Company in line with pre-established objectives. As such this process is aimed at pursuing the values of both procedural and substantial fairness, transparency and accountability, key factors for managing La Opala's business.

Cautionary statement

Statements in the Management's Discussion and Analysis Report describing the Company's projection, estimates, expectations or predictions may be 'forward-looking statements' within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that would make a difference to the Company's operations include demand-supply conditions, raw material prices, change in governmental regulations, tax regimes, economic developments within the country and other factors such as litigation and labour negotiations.

INDIA'S MEGA-EARNERS: THE BASIS OF OUR OPTIMISM

- India's top-15 crore population
- Equivalent to the ninth largest country in the world by size
- Per capita earnings of US$6000
- Family of five (annual earnings of US$30,000)
- Growing 7% per annum
- Likely to double incomes over the next decade
- US$60,000 family income considered sizeable in India

INDIA'S MEGA-EARNERS PHENOMENON

- Growing consumption (buying more)
- Influencing consumption (influencing peers)
- Widening consumption appetite (buying adjacent products)
- LA Opala focusing on mega-earners as primary customers

TRANSFORMING MEGA-EARNER HABITS

- More globally exposed
- Brought up in better and larger gated communities
- First generation to graduate to tableware
- Preference for consumption over savings
- Offtake catalysed by electronic media
- Tableware extending from showcases to kitchens
- Nominal cost
- Enhanced home-pride

CORPORATE INFORMATION

Board of Directors

Chairman
Mr. A. C. Chakrabortti

Executive Vice Chairman
Mr. Sushil Jhunjhunwala

Managing Director
Mr. Ajit Jhunjhunwala

Executive Director
Mrs. Nidhi Jhunjhunwala

Directors
Mr. Rajiv Gujral
Mr. Arun Churiwal
Mr. Subir Bose
Prof. Santanu Ray

CFO & Company Secretary

Mr. Alok Pandey

Auditors

Singhi & Co.

Bankers

HDFC Bank Ltd.

Registrar & Share Transfer Agent

Maheshwari Datamatics Pvt. Ltd.
23, R.N. Mukherjee Road, 5th Floor, Kolkata - 700 001.

Telephone nos: 033-2248 2248, 2243 5029
Facsimile nos: 033-2248 4787
Email id: mdpldc@yahoo.com

Registered Office

'Chitrakoot',
10th floor 230A, A.J.C. Bose Road, Kolkata - 700 020.

Telephone nos: 7604088814/5/6/7
Facsimile nos: 033-2287 0284
E-mail: info@laopala.in
Website: www.laopala.in
CIN: L26101WB1987PLC042512

Works

B-108, ELDECO SIDCUL Industrial Park, Sitargunj,
Udham Singh Nagar, Uttarakhand - 262405.

Post Madhupur, District Deoghar, Jharkhand.

NOTICE

NOTICE is hereby given that the 31st Annual General Meeting of the Company will be held at "Kala Kunj", 48, Shakespeare Sarani, Kolkata 700 017 on Tuesday, the 14th August, 2018 at 03.00 P.M. to transact the following business:

As ordinary business

1. To receive, consider and adopt Directors' Report and Auditors' Report and audited statement of accounts for the year ended 31st March, 2018;

2. To declare dividend for the year ended 31st March, 2018;

3. To appoint a Director in place of Mr. Sushil Jhunjhunwala (DIN 00082461) who retires by rotation and, being eligible, offers himself for reappointment;

4. To appoint a Director in place of Mr. Arun Churiwal (DIN 00001718) who retires by rotation and, being eligible, offers himself for reappointment

As special business

5. As Ordinary Resolution:

To consider and if thought fit, to pass with or without modification, the following resolution if any, as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of section 149,152, read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any Statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements),2015, Prof. Santanu Ray (DIN 00642736), who was appointed as a Additional Director (Non-Executive & Independent) by the Board at the meeting held on 5th February, 2018 and whose term expires at this Annual General Meeting be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation to hold office for 5 (Five) consecutive years for a term upto the conclusion of 36th Annual general Meeting of the Company in the calendar year 2023".

By Order of the Board

Place: Kolkata
Date: 30th May, 2018

Alok Pandey
CFO &
Company Secretary

Notes:

1. MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.

2. Proxies in order to be effective must be lodged at the Company's Registered Office not less than 48 hours before the commencement of the Meeting.

3. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 4th August, 2018 to Tuesday, 14th August, 2018 (both days inclusive).

4. Members are requested to bring their copy of Annual Report to the Meeting.

5. Shareholders requiring any information regarding accounts are requested to write to the Company in advance so that the relevant information can be furnished by the Company.

6. Members of the Company are requested to intimate immediately to the Registered Office of the Company about the change of address, if any.

7. Members/Proxies are requested to bring the Attendance Slip duly filled in and hand it over at the entrance of the Meeting hall.

8. Reappointment of Directors
   Mr Sushil Jhunjhunwala (DIN 00082461)aged about 67 Years was appointed as Managing Director of the Company on 30th September, 1994 and at present he is Executive Vice Chairman of the Company. He has over 46 years of specialisation in the Glass Industry. He has held important honorary positions in many organisations such as President of All India Glass Manufacturers Federation, President of Society of Glass Technology (Indian Section) and President of Calcutta Chamber of Commerce. He is also a Director

in BSL Limited, Genesis Exports Limited, SKJ Investments Private Limited (Formerly known as Anuradha Designers Private Limited), Ishita Housing Private Limited, SKJ Estate Private Limited and GDJ Housing Private Limited.

Mr Arun Churiwal (DIN 00001718) aged about 67 Years was appointed as Non-Executive Director of the Company on 26th June, 2004. He has over 46 years of experience in the segments of textiles and agro products. He has held important honorary position in many organisations, such as President of Merchants' Chamber of Commerce and Industry, Kolkata, Mewar Chamber of Commerce & Industry Bhilwara, Rajasthan, Chairman of Indian Woolen Mills Federations, Mumbai. He is currently the Chairman and Managing Director of BSL Limited and Director in LNJ Financial Services Limited, Churiwala Properties & Investment Private Limited, PRC Niyojan Private Limited, LNJ Bhilwara Textile Anusandhan Vikas Kendra, Mandapam Vikas Private Limited, Mandawa Niyojan Private Limited, Prapti Apparels Co. Private Limited.

The Company has entered into an agreement with National Securities Depository Limited for availing Electronics Voting facilities which is mandatory as per Companies (Management & Administration) Rule, 2015.

The facility of voting has been made available at the Annual General Meeting and the members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right and that the members who have cast their vote by remote e-voting prior to the date of meeting may also attend the meeting but shall not be entitled to cast their vote again.

Electronic Voting Instructions, User Id and Password are being informed by National Securities Depository Limited separately.

By Order of the Board

Place: Kolkata
Date: 30th May, 2018

Alok Pandey
CFO &
Company Secretary

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT 2013

Item No. (5)

Prof. Santanu Ray (DIN No 00642736) was appointed as Additional Director (Non Executive and Independent), on the recommendation of Nomination and Remuneration Committee at the Board Meeting held on 5th February,2018. Pursuant to section 161 of the Companies Act,2013 he holds office till the conclusion of next AGM and he is eligible for being appointed as an Independent Director. Prof. Santanu Ray is not disqualified from being appointed a Director in terms of section 164 of Act and has given his consent to act as Director of the Company.

He is a fellow member of Institute of Chartered Accountant of India having a very long experience in finance since 1972. He has conducted large number of Management Development Programmes with leading Corporates and Published Several Books, research papers and articles which have received acclamation across the country. He was associated with various companies like Tata Steel, Pasteur Merieux (France), Zydus Cadila Healthcare, B. K. Birla Group of companies and held position of director in B. P. Poddar Hospital & Medical Research Limited and Project advisor in Emami Limited. At present he is an advisor in Exellence Tech Limited and Independent Director in various companies such as Century Ply Boards India Limited, Star Cement Limited, Meghalaya Cement Limited, Shyam Centuary Ferro Limited and Kariwala Industries Limited. He is also a Director in Saraswati Press Limited, West Bengal Text Book Corporation Limited, Westinghouse Saxby Farmer Limited, and Gluconate Pharma Limited.

In the opinion of the Board, Prof. Santanu Ray fulfils the conditions for his appointment as an Independent Director as specified in the Act, the Rules made thereunder and the Listing Agreement and he is independent of the management.

None of the Directors, key managerial personnel and their relatives are, in any way, concerned or interested in the said resolution.

Place: Kolkata
Date: 30th May, 2018

Alok Pandey
CFO &
Company Secretary

DIRECTORS' REPORT

Dear friends

Your Directors have pleasure in presenting the 31st Annual Report together with the Audited Accounts of the Company for the financial year ended 31st March 2018.

Performance Review

Your Directors are pleased to inform you that during the year under review, there has been an improvement in overall performance of the Company. The revenue from operations increased from ₹241.06 crores to ₹259.45 crores, profit before tax from ₹85.99 crores to ₹105.46 crores and profit after tax from ₹62.19 crores to ₹73.44 crores.

The Company continued to perform consistently well inspite of difficulties faced in the domestic market on account of implementation of GST (Goods and Services Tax) and fallout of demonetisation. During the period under review, the capacity of Sitarganj Plant and decal manufacturing plant was increased. Cost reduction efforts, better utilisation of existing capacity, expansion of distribution network, improved packaging and product mix contributed to overall better performance of the Company.

Increase in overall consumption of Opal Glass Tableware and visualising the growth potential of the opal ware market, the Company has decided to expand the production of Opal Glass Tableware by setting up a new unit at Sitarganj with the estimated project cost of ₹135 Crore.

The Company has adopted Indian Accounting Standard (Ind AS), prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules issued thereunder, w.e.f. 1st April, 2017. Accordingly Balance Sheet, Statement of Profit and Loss along with Cash Flow Statement and Notes to the Financial Statement have been prepared in accordance with Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) (amendment) Rules, 2016.

The summarised results of the current year's performance are given hereunder:

₹ In Lakh

Sl. No.	Particulars	Year ended 31st March'2018	Year ended 31st March'2017
1	Revenue from operations	25,945.28	24,105.62
2	Other Income	1,327.67	1,188.82
3	Total expenses before interest and depreciation	15,265.29	15,317.27
4	Finance Cost	83.52	133.80
5	Profit after Interest but before Depreciation	11,924.14	9,843.37
6	Depreciation	1,378.05	1,244.30
7	Profit before Taxation	10,546.09	8,599.07
8	Tax Expenses	3,202.31	2,380.46
9	Net Profit	7,343.78	6,218.61
10	Surplus Available	7,343.78	6,218.61
11	Total Comprehensive Income	8,216.28	4,937.17
12	Dividend and Others	1,110.00	1,015.00
13	Tax on Dividend	225.97	203.38
14	Transferred to General Reserve	-	1,000.00
15	Balance as per last year	18,382.84	14,382.61
16	Balance carried to Balance Sheet	24,390.65	18,382.84

Changes in Share Capital

During the year, the following changes were effected in the Share Capital of your Company:-

a) Increase in Authorised Share Capital

The Authorised Share Capital of your Company was increased from Company 1500 lakhs to Company 2220 lakhs divided in to 11,10,00,000 Equity Share of ₹2/- each, with effect from 13th March, 2018.

b) Issue of Bonus Shares

11,10,00,000 Equity Shares of ₹2 each, fully paid-up, were issued as Bonus Shares, in the proportion of 1(One) Bonus Shares of ₹2/- each for every 1 (One) full paid –up Equity Shares of ₹2/- each held on 23rd March, 2018 , being the Record Date determined by the Board for the purpose. The bonus share were allotted on 24th March, 2018.

Dividend

Your Directors are pleased to recommend, for consideration of shareholders at the 31st Annual General Meeting, payment of dividend of 55% i.e. ₹1.10 per share on equity shares of the face value of ₹2 each (Previous year 100% i.e. ₹2 per share on equity shares of the face value of ₹2 each) for the year ended 31st March 2018. The Company has adopted a Dividend Distribution Policy in accordance with the requirements of Regulation 43A of the SEBI (LODR) Regulations, 2015. The same is available on the website of the Company i.e. www.laopala.in

Transfer to reserves

Your Directors are proposing to transfer ₹1,000 lakhs to General Reserves.

Internal control systems and their adequacy

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The Company has appointed a firm of Chartered Accountant as Internal Auditor to ensure compliance and effectiveness of the Internal Control Systems in place. The Audit Committee is regularly reviewing the Internal Audit Reports for the audits carried out in all the key areas of the operations.

Deposits

The Company has neither accepted nor renewed any deposits during the year under review.

Auditors

In accordance with the provisions Section 139 and other applicable provisions, if any, of the Companies Act, 2013 as amended and the Rules made thereunder, M/s Singhi & Co., Chartered Accountants, Kolkata (Firm Registration No. 202049E) were appointed as Statutory Auditors, for a term of five years in the 30th Annual General Meeting of the Company .

Explanation or comments on qualifications, reservations or adverse remarks or disclaimers made by the auditor

There were no qualifications, reservations or adverse remarks made by the Statutory Auditors.

Extract of Annual Return

The extracts of Annual Return pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and Administration) Rules, 2014 in Form No MGT 9 is furnished in "Annexure A' and is attached to this Report.

Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo

The information pertaining to conservation of Energy, Technology absorption, Foreign exchange Earnings and outgo as required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is furnished in 'Annexure B' and is attached to this report.

Details of policy developed and implemented by the Company on its corporate social responsibility initiatives

The Company has developed and implemented the Corporate Social Responsibility initiatives as per the provision of section 135 of Companies Act 2013 and the Rules made thereunder. The Annual Report on Company's CSR activities of the Company is furnished in 'Annexure C' and attached to this report.

Directors

Mr. Sushil Jhunjhunwala ((DIN: 00082461) and Mr. Arun Kumar Churiwal (DIN: 00001718) retire by rotation and being eligible offer themselves for re-appointment. The details in respect to this are being covered under the Corporate Governance report under the heading Disclosures.

Prof. Santanu Ray (DIN 00642736) aged about 69 Years has been appointed as an Additional Director (Non Executive and Independent) by the Board with effect from February 05, 2018. In terms of the provision of Section 161(1) of the Companies Act, 2013, Prof. Santanu Ray would hold office up to the date of ensuing Annual General Meeting. Brief resume of the Additional Director is included in the Notice convening the Annual General Meeting

Mr. G Narayana (DIN 00020575) resigned due to health issues as Director w.e.f 26th August, 2017 during the financial year 2017-18. Mr. G Narayana has been associated with the Company for more than 20 years. He will be remembered for valuable services rendered over the years by providing necessary advice, guidance and motivation to the management of the Company. The Company has been greatly benefitted on these accounts.

Mr. Sushil Jhunjhunwala (DIN: 00082461), Vice Chairman & Managing Director of the Company, has been designated as Executive Vice Chairman of the Company with effect from 1st April 2018.

Mr. Ajit Jhunjhunwala (DIN: 00111872), Jt. Managing Director of the Company, has been designated as Managing Director of the Company with effect from 1st April 2018.

Key Managerial Personnel (KMP)

The following managerial personnel are Key Managerial Personnel (KMP):

Mr. Sushil Jhunjhunwala (DIN: 00082461), Executive Vice Chairman

Mr. Ajit Jhunjhunwala (DIN: 00111872), Managing Director

Mrs. Nidhi Jhunjhunwala (DIN: 01144803), Executive Director

Mr. Alok Pandey, Chief Financial Officer (CFO) and Company Secretary

Declaration of Independent Directors

The provisions of Section 149 pertaining to the appointment of Independent Directors apply to our Company. The Independent Directors have submitted their disclosures to the Board that they fulfill all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules.

Formal Evaluation

In compliance with the Companies Act, 2013 and Regulation 17(10) of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015, the Board has carried out an annual performance evaluation of its own performance, executive and non-executive Directors individually. The detail on the same is given in the Corporate Governance Report.

Number of board meeting

During the financial year under review seven Board meetings and One independent directors meeting were convened.

Audit Committee

Pursuant to section 134(3) and section 177(8) of The Companies Act, 2013 the Audit Committee comprises of total 3 members. Due to resignation of Mr. G Narayana during the year, the Audit Committee was re-constituted as under :

1) Mr. Rajiv Gujral, Chairman
2) Mr. A.C. Chakrabortti
3) Mr Arun Churiwal

During the reporting period under review four committee meetings have been convened. The Board of Directors accepted all recommendations of the Audit Committee in the reporting period.

Managerial Remuneration Committee

Pursuant to section 178(1) of The Companies Act, 2013 the Nomination and Remuneration Committee comprises of total 3 Non-Executive Directors out of which two are Independent Directors. The names are as follows:-

1) Mr. A C Chakrabortti, Chairman
2) Mr. Arun Churiwal
3) Mr. Subir Bose

Details of the ratio of the remuneration of each director to the median employee's remuneration and other details as required pursuant to Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is furnished in Annexure D and is attached to this Report.

Details of every employee of the Company as required pursuant to 5(2) of the Companies

(Appointment and Remuneration of Managerial Personnel) Rules, 2014 is furnished in Annexure E and is attached to this Report.

Remuneration Policy

The Board has, on recommendation of the Nomination & Remuneration Committee, framed a policy for selection and appointment of Directors, Senior Management and their remuneration including criteria for determining qualifications, positive attributes, independence of Directors and other matters as per section 178 of Companies Act 2013 and Regulation 19 of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015. The Nomination & Remuneration Policy is available on website of the Company i.e. www.laopala.in.

Vigil Mechanism

In pursuant to section 177(9) and (10) of The Companies Act, 2013, a vigil mechanism for directors and employees to report genuine concerns has been formulated under the name "Whistle Blower Policy". The details of the policy have been posted on the website of the Company i.e. www.laopala.in.

Particulars of loans, guarantees or investments made under section 186 of the Companies Act, 2013

There were no loans, guarantees or investments made by the Company under Section 186 of the Companies Act, 2013 during the year under review and hence the said provision is not applicable.

Related party transactions

The particular of Contracts or Arrangement made with the related parties pursuant to section 188 are furnished in Annexure F (Form No AOC-2) and is attached to this report. The same have also been disclosed under Note No 42 of the Notes to the Financial Statements.

Investors Education and Protection Fund (IEPF)

Pursuant to Investor Education and Protection Fund (Uploading of Information regarding unpaid and unclaimed amount lying with Companies) Rules, 2012, the Company has provided / hosted the required details of unclaimed amounts referred to under Section 124 of the Companies Act, 2013 on its website and also in the website of the Ministry of Corporate Affairs (MCA) in the relevant from every year.

The members who have not claimed their dividends, may approach the Company's share transfer agents and claim the same. Members may note that dividends which remain unclaimed for a period of seven years from the date of transfer to the Company's unpaid dividend account, will, as per Section 124 of the Companies Act, 2013, be transferred to the Investor Education and Protection Fund.

Disclosure on Sexual Harassment of Women at workplace

In order to prevent sexual harassment of women at work place a new Act, The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 has been notified on 9th December, 2013. Under the said Act, every Company has to set up an Internal Complaints Committee to look into complaints relating to sexual harassment at work place of any women employee.

Your Company has adopted a policy for prevention of Sexual Harassment of Women at Workplace and has constituted a Committee for implementation of the said policy. During the year 2017-18, there were no complaints.

Human Resource

For La Opala RG Ltd , its people are its strongest asset. The Company invests in building the best-in-class team led by exceptional professionals. Over the years, the Company has been nurturing a meritocratic, empowering and caring culture that encourages excellence. Company nurtures talents by providing its people opportunities to sharpen their capabilities. Company encourages innovation, lateral thinking, and multi-skilling and prepares its people for future leadership roles.

Secretarial Audit

Pursuant to the provisions of section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the Company has appointed M/S Drolia and Company, Company Secretaries, Kolkata, to undertake the Secretarial Audit of the Company. The details forming part of Secretarial Audit report in FORM MR-3 is enclosed herewith as Annexure G for financial year 2017-18. There are no reservations, qualification, adverse remark or disclaimer contained in the Secretarial Audit Report.

Business Reponsibility Report

Your Company forms part of the Top 500 listed companies of India and is mandatorily required to provide a Business Responsibility Report as part of the Annual Report in accordance with the Regulation 34(2)(f) of SEBI (LODR) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/10/2015 dated 4 November 2015. The "Business Responsibility Report" (BRR) of the Company for FY 2017-18 is forming part of the Annual Report.

Corporate Governance

Report on Corporate Governance along with the Certificate of Auditors M/s Singhi & Co. Chartered Accountants, Kolkata confirming the compliances to conditions of Corporate Governance as stipulated in SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, form part of the Annual Report.

Business Risk Management

Like all businesses, we are affected by a number of risks and uncertainties. These may be impacted by internal and external factors. The Company has framed a policy and process to help identify, assess and manage risks, pursuant to section 134(3) (n) of The Companies Act, 2013 and Regulation 21 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. The policy and process has been in place throughout the reporting period. The Risk Management Process passed through a rigorous discussion to assess the relative profile of each risk and also designated management person to supervise and monitor risk in respective areas. The suggestions of the Internal Auditors are also taken into consideration while evaluating the risk and its mitigation process.

Directors Responsibility Statement

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 the Board hereby submits its responsibility Statement:—

(a) in the preparation of the annual accounts for the year ended 31st March 2018, the applicable IND Accounting Standards had been followed and there are no material departures from the same;

(b) the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2018 at the end of the financial year and of the profit and loss of the Company for that period;

(c) the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(d) the Directors had prepared the annual accounts on a going concern basis; and

(e) the Directors, had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and

(f) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Acknowledgement

The Directors express their grateful appreciation of the assistance and cooperation extended by Banks, various Governments and other agencies, shareholders and the suppliers and solicits their continued support. Your Directors also wish to place on record their deep sense of appreciation of the devoted services of the Executives, staff and workers of the Company for another year of successful operation.

By Order of the Board

A.C. Chakrabortti
DIN:00015622
Chairman

Place: Kolkata
Date: 30th May 2018

ANNEXURE A

FORM NO. MGT-9

EXTRACT OF ANNUAL RETURN

as on financial year ended on 31st March, 2018

I. REGISTRATION AND OTHER DETAILS

(I)	CIN	L26101WB1987PLC042512
(II)	Registration Date	11-06-1987
(iii)	Name of the Company	La Opala RG Limited
(iv)	Category/ Subcategory of the Company	Public Company/Limited by Shares
(v)	Address of the Registered Office and Contact Details	'Chitrakoot', 10th Floor, 230A, AJC Bose Road, Kolkata 700 020. India. Telephone No. 7604088814/5/6/7 Fax No. 033-2287 0284, E-mail id: info@laopala.in Website:- www.laopala.in CIN : L26101WB1987PLC042512
(vi)	Whether listed Company	Yes
(vii)	Name, Address and Contact Details of Registrar and Transfer Agent, if Any	Maheshwari Datamatics Pvt Ltd. CIN: U20221WB1982PTC034886 23, R N Mukherjee Road , 5th Floor Kolkata- 700 001 Telephone-033-22482248, 22435029 Fax:- 033-22484787 Email id:- mdpldc@yahoo.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPNAY

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	Manufacture of Table or Kitchen Glassware	23105	99.93%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

There is no Holding, Subsidiary and Associates Companies

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

(i) Category-wise Share Holding

Category of Shareholder	No. of Shares held at the beginning of the year As on 01-04-2017				No. of Shares held at the end of the Year As on 31-03-2018				% Change during the Year
	Demat	Physical	Total	% of Total Shares	Demat	Physi-cal	Total	% of Total Shares	
A. Promoters									
(1) Indian									
(a) Individuals/ HUF	10,733,000	-	10,733,000	19.34%	2,14,66,000	-	2,14,66,000	19.34%	-
(b) Central Government	-	-	-	-	-	-	-	-	-
(c) State Government(s)	-	-	-	-	-	-	-	-	-
(d) Bodies Corporate	25,354,500	-	25,354,500	45.68%	5,07,09,000	-	5,07,09,000	45.68%	-

Category of Shareholder	No. of Shares held at the beginning of the year As on 01-04-2017				No. of Shares held at the end of the Year As on 31-03-2018				% Change during the Year
	Demat	Physical	Total	% of Total Shares	Demat	Physi-cal	Total	% of Total Shares	
(e) Financial Institutions/ Banks	-	-	-	-	-	-	-	-	-
(f) Any Others(Specify)	-	-	-	-	-	-	-	-	-
Sub Total(A)(1)	36,087,500	-	36,087,500	65.02%	7,21,75,000	-	7,21,75,000	65.02%	-
(2) Foreign				-				-	-
(a) NRIs- Individuals	-	-	-	-	-	-	-	-	-
(b) Other - Individuals	-	-	-	-	-	-	-	-	-
(c) Bodies Corporate	-	-	-	-	-	-	-	-	-
(d) Banks/FI	-	-	-	-	-	-	-	-	-
(e) Any Others(Specify)	-	-	-	-	-	-	-	-	-
Sub Total(A)(2)	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)	36,087,500	-	36,087,500	65.02%	7,21,75,000	-	7,21,75,000	65.02%	-
B. Public shareholding									
1.Institutions									
(a) Mutual Funds	7,31,107	-	7,31,107	1.31%	14,57,789	-	14,57,789	1.31%	-0.00%
(b) Banks/FI	3,168	-	3,168	0.01%	12,506	-	12,506	0.01%	0.00%
(c) Central Government	-	-	-	-	-	-	-	-	-
(d) State Government(s)	-	-	-	-	-	-	-	-	-
(e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
(f) Insurance Companies	-	-	-	-	-	-	-	-	-
(g) FIIs	46,823	-	46,823	0.08%	-	-	-	-	-0.08%
(h) Foreign Venture Capital Investors	-	-	-	-	-	-	-	-	-
(i) Any Other (specify)	-	-	-	-	-	-	-	-	-
-Alternate Investment Fund	90,000	-	90,000	0.16%	6,02,808	-	6,02,808	0.54%	0.38%
-Foreign Portfolio Investors	1,08,03,552	-	1,08,03,552	19.47%	2,15,52,999	-	2,15,52,999	19.42%	-0.05%
Sub-Total (B)(1)	1,16,74,650	-	1,16,74,650	21.04%	2,36,26,102	-	2,36,26,102	21.28%	0.24%
2.Non-institutions									
(a) Bodies Corporate									
(i) Indian	5,88,659	18,510	6,07,169	1.09%	15,33,580	17,020	15,50,600	1.40%	0.31%
(ii) Overseas	2,512,340	5,000	2,517,340	4.54%	50,24,680	10,000	50,34,680	4.54%	-
(b) Individuals									

Category of Shareholder	No. of Shares held at the beginning of the year As on 01-04-2017				No. of Shares held at the end of the Year As on 31-03-2018				% Change during the Year
	Demat	Physical	Total	% of Total Shares	Demat	Physi-cal	Total	% of Total Shares	
(i) Individual shareholders holding nominal share capital up to ₹1 lakh	23,84,874	4,27,908	28,12,782	5.07%	45,59,874	5,77,378	51,37,252	4.63%	-0.44%
(ii) Individual shareholders holding nominal share capital in excess of ₹1 lakh.	7,00,865	-	7,00,865	1.26%	17,41,228	-	17,41,228	1.57%	-0.31%
(c) Other (specify)									
(i)Trusts	402,348	-	402,348	0.73%	7,390	-	7,390	0.01%	-0.72%
(ii) Clearing Member	30,566	-	30,566	0.06%	2,44,482	-	2,44,482	0.22%	0.16%
(iii) Non Resident Individual	5,39,889	124,500	6,64,389	1.20%	10,89,806	163,000	12,52,806	1.13%	-0.07%
(iv) NBFCs registered with RBI	2,391	-	2,391	0.00%	3410	-	3410	0.00%	-0.00%
Sub-Total (B)(2)	71,61,932	5,75,918	77,37,850	13.94%	1,44,31,500	7,67,398	1,51,98,898	13.69%	-0.25%
Total Public Shareholding (B)= (B)(1)+(B)(2)	18,836,582	5,75,918	19,412,500	34.98%	3,80,57,602	7,67,398	3,88,25,000	34.98%	0.00%
TOTAL (A)+(B)	54,924,082	5,75,918	55,500,000	100.00%	11,02,32,602	7,67,398	11,10,00,000	100.00%	0.00%
C. Shares held by Custodians for GDRs & ADRs	-	-	-	-	-	-	-	-	-
GRAND TOTAL (A)+(B)+(C)	54,924,082	5,75,918	55,500,000	100.00%	11,02,32,602	7,67,398	11,10,00,000	100.00%	0.00%

(ii) Shareholding of Promoters

Sl. No	Shareholder's Name	Shareholding at the beginning of the Year as on 01-04-2017			Shareholding at the end of the Year as on 31-03-2018			% change in sharehold-ing during the year
		No. of Shares	% of total Shares of the Com-pany	% of Shares Pledged/en-cumbered to total shares	No. of Shares	% of total Shares of the Com-pany	% of Shares Pledged/en-cumbered to total shares	
1	Genesis Exports Limited	2,53,54,500	45.68 %	-	5,07,09,000	45.68%	-	-
2	Ajit Jhunjhunwala	49,46,500	8.91 %	-	98,93,000	8.91 %	-	-
3	Sushil Jhunjhunwala	24,75,000	4.46 %	-	50,50,000	4.55 %	-	0.09 %
4	Gyaneshwari Devi Jhunjhunwala	24,71,500	4.46 %	-	49,73,000	4.48 %	-	0.03 %
5	Shruti Kishorepuria	8,40,000	1.51 %	-	15,50,000	1.40 %	-	-0.12 %
	Total	**3,60,87,500**	**65.02 %**	-	**7,21,75,000**	**65.02%**	-	-

(iii) Change in Promoters' Shareholding

Sl. No.		Shareholding at the beginning of the year		Date	Increase/ (Decrease) in shareholding	Reason	Cumulative Shareholding during the year	
1	**Ajit Jhunjhunwala**	No. of Shares	% of total Shares of the Company				No. of Shares	% of total Shares of the Company
	At the beginning of the Year	49,46,500	8.91%	01/04/2017			49,46,500	8.91%
	At the end of the Year	-	-	31/03/2018	49,46,500	Bonus Issue	98,93,000	8.91%

Sl. No.		Shareholding at the beginning of the year		Date	Increase/ (Decrease) in shareholding	Reason	Cumulative Shareholding during the year	
2	**Sushil Jhunjhunwala**	No. of Shares	% of total Shares of the Company				No. of Shares	% of total Shares of the Company
	At the beginning of the Year	24,75,000	4.46%	01/04/2017			24,75,000	4.46%
				15/09/2017	50,000	Inter-se Transfer	25,25,000	4.55%
	At the end of the Year	-	-	31/03/2018	25,25,000	Bonus Issue	50,50,000	4.55%

Sl. No.		Shareholding at the beginning of the year		Date	Increase/ (Decrease) in shareholding	Reason	Cumulative Shareholding during the year	
3	**Gyaneshwari Devi Jhunjhunwalal**	No. of Shares	% of total Shares of the Company				No. of Shares	% of total Shares of the Company
	At the beginning of the Year	2,471,500	4.45%	01/04/2017			2,471,500	4.45%
				15/09/2017	15,000	Inter-se Transfer	24,86,500	4.48%
	At the end of the Year	-	-	31/03/2018	24,86,500	Bonus Issue	49,73,000	4.48%

Sl. No.		Shareholding at the beginning of the year		Date	Increase/ (Decrease) in shareholding	Reason	Cumulative Shareholding during the year	
4	**Genesis Exports Limited**	No. of Shares	% of total Shares of the Company				No. of Shares	% of total Shares of the Company
	At the beginning of the Year	2,53,54,500	45.68%	01/04/2017			2,53,54,500	45.68%
	At the end of the Year	-	-	31/03/2018	2,53,54,500	Bonus Issue	5,07,09,000	45.68%

Sl. No.		Shareholding at the beginning of the year		Date	Increase/ (Decrease) in shareholding	Reason	Cumulative Shareholding during the year	
5	Shruti Kishore Puria	No. of Shares	% of total Shares of the Company				No. of Shares	% of total Shares of the Company
	At the beginning of the Year	8,40,000	1.51%	01/04/2017			8,40,000	1.51%
				08/09/2017	(65,000)	Inter-se Transfer	7,75,000	1.40%
	At the end of the Year	-	-	31/03/2018	7,75,000	Bonus Issue	15,50,000	1.40%

(iv) Shareholding Pattern of top ten shareholders

(Other than Directors, Promoters and Holders of GDRs and ADRs):

Sl No		Shareholding at the beginning of the Year		Date	Increase/ (Decrease) in shareholding	Reason	Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company				No. of shares	% of total shares of the Company
1	WESTBRIDGE CROSSOVER FUND, LLC							
	At the beginning of the year	25,12,340	4.53%	01/04/17				
	At the end of the year			31/03/18	25,12,340	Bonus Issue	50,24,680	4.53%
2	MALABAR INDIA FUND LIMITED							
	At the beginning of the year	17,20,378	3.10%	01/04/17				
				16/06/17	4,00,000	Transfer	21,20,378	3.82%
				23/06/17	2,91,104	Transfer	24,11,482	4.34%
				21/07/17	91,179	Transfer	25,02,661	4.51%
				11/08/17	20,000	Transfer	25,22,661	4.55%
				18/08/17	50,000	Transfer	25,72,661	4.64%
				24/11/17	953	Transfer	25,73,614	4.64%
				08/12/17	(64,589)	Transfer	25,09,025	4.52%
				05/01/18	(23,556)	Transfer	24,85,469	4.48%
				12/01/18	(431)	Transfer	24,85,038	4.48%
				19/01/18	(60,816)	Transfer	24,24,222	4.37%
	At the end of the year			31/03/18	24,24,222	Bonus Issue	48,48,444	4.37%
3	STEADVIEW CAPITAL MAURITIUS LIMITED							
	At the beginning of the year	23,92,036	4.31%	01/04/17				
				16/06/17	(2,57,645)	Transfer	21,34,391	3.85%
				23/06/17	(1,39,897)	Transfer	19,94,494	3.59%
	At the end of the year			31/03/18	19,94,494	Bonus Issue	39,88,988	3.59%
4	MATTHEWS INDIA FUND							
	At the beginning of the year	14,81,323	2.67%	01/04/17				
				26/01/18	(6,448)	Transfer	14,74,875	2.66%
				02/03/18	(25)	Transfer	14,74,850	2.66%
				23/03/18	(5,950)	Transfer	14,68,900	2.65%
	At the end of the year			31/03/18	14,68,900	Bonus Issue	29,37,800	2.65%
5	JWALAMUKHI INVESTMENT HOLDINGS							
	At the beginning of the year	14,23,417	2.56%	01/04/17				
	At the end of the year			31/03/18	14,23,417	Bonus Issue	28,46,834	2.56%
6	ABG CAPITAL							
	At the beginning of the year	12,14,763	2.19%	01/04/17				
				16/06/17	(1,56,144)	Transfer	10,58,619	1.91%
				23/06/17	(84,783)	Transfer	9,73,836	1.75%
	At the end of the year			31/03/18	9,73,836	Bonus Issue	19,47,672	1.75%
7	UTI-MID CAP FUND							
	At the beginning of the year	7,07,502	1.27%	01/04/17				
				23/06/17	(10,721)	Transfer	6,96,781	1.26%
				26/01/18	(1,796)	Transfer	6,94,985	1.25%
				02/02/18	(10,745)	Transfer	6,84,240	1.23%
	At the end of the year			31/03/18	6,84,240	Bonus Issue	13,68,480	1.23%
8	LTR FOCUS FUND							
	At the beginning of the year	1216241	2.19%	01/04/17				
				16/06/17	(2,11,211)	Transfer	10,05,030	1.81%
				23/06/17	(1,14,683)	Transfer	8,90,347	1.60%
				16/02/18	(670)	Transfer	8,89,677	1.60%
				02/03/18	(41,108)	Transfer	8,48,569	1.53%
				09/03/18	(10,949)	Transfer	8,37,620	1.51%
				16/03/18	(43,288)	Transfer	7,94,332	1.43%
				23/03/18	(1,22,510)	Transfer	6,71,822	1.21%
	At the end of the year			31/03/18	6,71,822	Bonus Issue	13,43,644	1.21%
9	WASATCH EMERGING INDIA FUND							
	At the beginning of the year	140077	0.25%	01/04/17				
				07/04/17	5,595	Transfer	1,45,672	0.26%
				28/04/17	5,041	Transfer	1,50,713	0.27%
				05/05/17	13,774	Transfer	1,64,487	0.30%
				12/05/17	33,941	Transfer	1,98,428	35.75%
				19/05/17	19,530	Transfer	2,17,958	0.39%
				26/05/17	45,530	Transfer	2,63,488	0.47%
				02/06/17	59,012	Transfer	3,22,500	0.58%
				09/06/17	29,304	Transfer	3,51,804	0.63%
				16/06/17	1,35,465	Transfer	4,87,269	0.88%
				17/11/17	22,148	Transfer	5,09,417	0.92%
				24/11/17	4,217	Transfer	5,13,634	0.93%
				01/12/17	14,823	Transfer	5,28,457	0.95%
				05/01/18	16,060	Transfer	5,44,517	0.98%
				12/01/18	31,907	Transfer	5,76,424	1.04%
				19/01/18	14,827	Transfer	5,91,251	1.07%
	At the end of the year			31/03/18	5,91,251	Bonus Issue	1,182,502	1.07%
10	KAUSHIK PODDAR							
	At the beginning of the year	4,84,895	0.87%	01/04/17				
	At the end of the year			31/03/18	4,84,895	Bonus Issue	9,69,790	0.87%

(v) Shareholding of Directors and Key Managerial Personnel

Sl. No.		Shareholding at the beginning of the year		Date	Increase/ (Decrease) in shareholding	Reason	Cumulative Shareholding during the year	
1	**Ajit Jhunjhunwala**	**No. of Shares**	**% of total Shares of the Company**				**No. of Shares**	**% of total Shares of the Company**
	At the beginning of the Year	49,46,500	8.91%	01-04-17			49,46,500	8.91%
	At the end of the Year			31-03-18	49,46,500	Bonus Issue	98,93,000	8.91%

Sl. No.		Shareholding at the beginning of the year		Date	Increase/ (Decrease) in shareholding	Reason	Cumulative Shareholding during the year	
2	**Sushil Jhunjhunwala**	**No. of Shares**	**% of total Shares of the Company**				**No. of Shares**	**% of total Shares of the Company**
	At the beginning of the Year	24,75,000	4.46%	01-04-17			24,75,000	4.46%
				15-09-17	50,000	Inter-se Transfer	25,25,000	4.55%
	At the end of the Year			31-03-18	25,25,000	Bonus Issue	50,50,000	4.55%

Sl. No.		Shareholding at the beginning of the year		Date	Increase/ (Decrease) in shareholding	Reason	Cumulative Shareholding during the year	
3	**A C Chakrabortti**	**No. of Shares**	**% of total Shares of the Company**				**No. of Shares**	**% of total Shares of the Company**
	At the beginning of the Year	7,000	0.01%	01-04-17			7,000	0.01%
				01-12-17	(1,000)	Transfer	6,000	0.01%
	At the end of the Year	_	_	31-03-18	6000	Bonus Issue	12,000	0.01%

Sl. No.		Shareholding at the beginning of the year		Date	Increase/ (Decrease) in shareholding	Reason	Cumulative Shareholding during the year	
4	**Arun Kumar Churiwal**	**No. of Shares**	**% of total Shares of the Company**				**No. of Shares**	**% of total Shares of the Company**
	At the beginning of the Year	6,700	0.01%	01-04-17			6,700	0.01%
	At the end of the Year	_	_	31-03-18	6,700	Bonus Issue	13,400	0.01%

Note: - No other Director or Key Management Personnel hold any shares of the Company.

V. INDEBTEDNESS

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

(₹ in Lakh)

	Secured Loan excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
(i) Principal Amount	12.98	-	-	12.98
(ii) Interest due but not paid	-	-	-	-
(iii) Interest accrued but not due	-	-	-	-
Total (i)+(ii)+(iii)	12.98	-	-	12.98
Change in Indebtedness during the financial year				
*Addition	372.61	-	-	372.61
*Reduction	-	-	-	-
Net Change	372.61	-	-	372.61
Indebtedness at the end of the financial year				
(i) Principal Amount	385.59	-	-	385.59
(ii) Interest due but not paid	-	-	-	-
(iii) Interest accrued but not due	-	-	-	-
Total (i)+(ii)+(iii)	385.59	-	-	385.59

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERONNEL

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

(₹ in Lakh)

Sl. No.	Particulars of Remuneration	Name of MD/WTD/Manager			Total Amount
		Sushil Jhunjhunwala- ViceChairman & Managing Director	**Ajit Jhunjhunwala- Joint Managing Director**	**Nidhi Jhunjhunwala- Executive Director**	
1	Gross Salary				
	(a) Salary as per Provisions contained in section 17(1) of the Income Tax Act,1961	210.78	142.27	55.75	408.80
	(b) Value of perquisities 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	168.15	168.15	84.08	420.38
	- others, specify	-	-	-	-
5	Others, please specify				
	Total (A)	378.93	310.42	139.83	829.18
	Ceiling as per the Act	Being 10% of the net profits of the Company calculated as per section 198 of the Companies Act, 2013			1,172.39

B. Remuneration to other directors:

(₹ in Lakh)

Sl. No.	Particulars of Remuneration	Name of Directors						Total Amount
		AC Chakrabortti-Chairman	Rajiv Gujral	Subir Bose	Santanu Ray	G Narayana	Arun Churiwal	
1	Independent Directors							
	• Fee for attending board committee meetings	3.50	2.80	1.60	0.60	0.40	-	8.90
	• Commission	6.00	4.00	4.00	-	-	-	14.00
	• Others, please specify	-	-	-	-	-	-	-
	Total (1)	9.50	6.80	5.60	0.60	0.40	-	22.90
2	Other Non- Executive Directors							
	• Fee for attending board committee meetings	-	-	-	-	-	1.90	1.90
	• Commission	-	-	-	-	-	4.00	4.00
	• Others, please specify	-	-	-	-	-	-	-
	Total (2)	-	-	-	-	-	5.90	5.90
	Total (B)= (1+2)	9.50	6.80	5.60	0.60	0.40	5.90	28.80
	Total Managerial Remuneration*							857.99
	Overall Ceiling as per the Act							1,289.63

*Total remuneration to Vice Chairman & Managing Director; Joint Managing Director; Wholetime Director and other Non-Executive and Non-Executive Independent Directors being total of A and B.

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

(₹ in Lakh)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel
		Chief Financial Officer & Company Secretary Alok Pandey
1	Gross Salary	
	(a) Salary as per Provisions contained in section 17(1) of the Income Tax Act,1961	33.16
	(b) Value of perquisities 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	33.16

VII. 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	NIL				
Punishment	NIL				
Compounding	NIL				
B. DIRECTORS					
Penalty	NIL				
Punishment	NIL				
Compounding	NIL				
A. OTHER OFFICERS IN DEFAULT					
Penalty	NIL				
Punishment	NIL				
Compounding	NIL				

By Order of the Board

Place Kolkata
Date:- 30th May 2018

A.C. Chakrabortti
Chairman

ANNEXURE B

STATEMENT OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGES AND OUTGO

A. Conservation of Energy

The Company has well-structured energy management system in place. Regular efforts are made to optimise process parameters, modernise Plant and Machinery and upgrade Technology and Equipment. The Company also took the necessary steps to reduce Fuel consumption, Electricity and Gas.

B. Technology absorborption, adaption & innovation

Your Company has always endeavored to maintain its technology leadership, through up gradation of technology, absorption of knowledge and thus offering market new, efficient and sustainable products. We constantly evaluate opportunities for reducing the weight of materials. The Company regularly review the production processes so that the generation of waste products can be kept minimum.

C. Foreign Exchange Earnings & Outgo

Particulars with regard to Foreign Exchange Earnings and Outgo are given bellow:

₹ In Lakh

Actual Inflows:	Foreign Exchange Earnings	2017-18	2016-17
	Export at FOB	4,395.64	4,277.84
	Other	-	0.70
	Total	**4,395.64**	**4,278.54**
Actual Ouflows:	**Foreign Exchnage Outgo**		
	Import		
	- Raw Material	395.39	798.80
	- Traded Goods	74.08	53.49
	- Component and Spare Parts	336.25	836.94
	- Capital Goods	1,140.49	421.71
	Travelling	25.19	33.19
	Technical Fees	27.14	1.99
	Others	14.59	31.51
	Total	**2,013.13**	**2,177.63**

By Order of the Board

Place Kolkata
Date:- 30th May 2018

A.C. Chakrabortti
DIN:00015622
Chairman

ANNEXURE C

CORPORATE SOCIAL RESPONSIBILITY

1. **A brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs**

   The Board of Directors at the meeting held on 13th May, 2014 constituted "Corporate Social Responsibility Committee" as required under section 135 of The Companies Act, 2013. The Company also adopted the policy on the Corporate Social Responsibility which basically has all objectives as specified in the Schedule VII of The Companies Act, 2013. Few of them illustrated here such as Rural Development project, Eradicating hunger, Poverty and Malnutrition, Healthcare and Sanitation, Education, Animal welfare, etc as specified in above mentioned schedule of The Companies Act.

   The web link of the policy is as below;-

   http://www.laopala.in/pdf/corporate-social-responsibility-policy.pdf

2. **The Composition of the CSR Committee**

   The Corporate Social Responsibility Committee is comprises of total 5 Members. The names are as follows:

   1) Mr. Arun Churiwal, Chairman
   2) Mr. A C Chakrabortti
   3) Mr. Sushil Jhunjhunwala
   4) Mr. Ajit Jhunjhunwala
   5) Mrs. Nidhi Jhunjhunwala

3. **Average Net Profit of the Company for last three financial years**
   Average Net Profit is ₹7,371.22 Lakh

4. **Prescribed CSR Expenditure (two percent of the amount as in item 3 above)**
   The Company is required to spend ₹147.42 Lakh

5. Details of CSR spent for the financial year;
   (a) Total Amount Spent for the financial year :- ₹ 97.49 Lakh
   (b) Amount Unspent:- ₹49.93 Lakh
   (c) Manner in which the amount spent during the financial year is detailed below;

(₹ in Lakh)

Sl. No.	CSR project or activity identified	Sector in which project is covered	Location Area/ District (States)	Amount spent on the project	Cumulative Expenditure up to the reporting period	Amount spent: through implementing agency
1	Construction of School Building	Promoting Education Under SL. (II)	Ganpatinagar, Paschim Medinipore, West Bengal	20.00	20.00	Vivekananda Vidyavikash Parishad
2	OneTeacher's School for 75 Villages	Promoting Education Under SL. (II)	Jharkhand, India	15.00	15.00	Friends Tribal Society
3	Promoting Education Activities	Promoting Education Under SL. (II)	East Sikkim District and Jammu and Kashmir	10.00	10.00	Shri Aurobindo Society
4	Welfare of women	Empowering Woman under Sl. (III)	Kolkata, West Bengal	10.00	10.00	Apne Aap Woman Worldwide India Trust

(₹ in Lakh)

Sl. No.	CSR project or activity identified	Sector in which project is covered	Location Area/ District (States)	Amount spent on the project	Cumulative Expenditure up to the reporting period	Amount spent: through implementing agency
5	Welfare of women	Empowering Woman under Sl. (III)	Kolkata, West Bengal	7.55	7.55	Ramkrishna Sarada Mission Matri Bhavan
6	Education and Medical Care	Promoting Education Under SL. (II) & Healthcare Under Sl. (I)	Karimnagar, Telangana	5.00	5.00	Sri Seetharama Seva Sadan
7	Smooth running & Maintenance of Gaushala	Animal Welfare Under Sl.(IV)	Kolkata, West Bengal	5.00	5.00	Shree Lachhmangarh, Pinjrapole
8	R&D	Healthcare Under Sl. (I)	Kolkata, West Bengal	5.00	5.00	Institute of Neurosciences Kolkata
9	Food for underprivileged children	Eradicating Hunger Under Sl.(I)	Barrackpore, Kolkata	3.80	3.80	Barrackpore Avenue Women's Cultural & Social Welfare Society
10	Construction of Sulabh Sauchalaya	Sanitation Under Sl. (I)	Rural Areas, West Bengal	3.70	3.70	Jan Mangal Nyas
11	Construction of School Building	Promoting Education Under SL. (II)	Sathod,Dist: Vadodara, Gujrat	3.00	3.00	Hatkeshwar Kelvani Mandal
12	Education for Girls Student	Promoting Education Under SL. (II) & Empowering Woman under Sl. (III)	Sitarganj, Uttarakhand	2.50	2.50	Kumayun Seva Samity
13	Purchase of Equipment	Healthcare Under Sl. (I)	Sitarganj, Uttarakhand	1.85	1.85	Direct
14	Education for Girls Student	Promoting Education Under SL. (II) & Empowering Woman under Sl. (III)	Sikar, Rajasthan	1.00	1.00	Shree Raghunath Balika Vidyalaya
15	Promoting Education Activities	Promoting Education Under SL. (II)	Kolkata, West Bengal	1.00	1.00	Shibmandir Seba Pratisthan
17	Supply of Drinking water in Girls School	Making available safe drinking water Under Sl.(I)	Madhupur, Jharkhand	0.64	0.64	Direct
18	Construction of hall of Hospital Building	Healthcare Under Sl. (I)	Kolkata, West Bengal	0.50	0.50	All India Marwari Mahila Samity

(₹ in Lakh)

Sl. No.	CSR project or activity identified	Sector in which project is covered	Location Area/ District (States)	Amount spent on the project	Cumulative Expenditure up to the reporting period	Amount spent: through implementing agency
19	Promoting Education Activities	Promoting Education Under SL. (II)	Pondicherry	0.50	0.50	Vraja Trust
20	Promoting Education Activities and Eye Check up camp	Promoting Education Under SL. (II) & Healthcare under SL. (I)	Kolkata, West Bengal	0.50	0.50	Rotary Club of Calcutta Welfare Trust
21	Construction of Sulabh Sauchalaya	Healthcare & Sanitation Under Sl. (I)	Sitarganj, Uttarakhand	0.35	0.35	Direct
22	Installation of Equipment	Protection of art and culture SL. (v)	Madhupur, Jharkhand	0.29	0.29	Direct
23	Cultural Programme	Protection of art and culture SL. (v)	Shukrtall Dham, Uttar Pradesh	0.21	0.21	Lachhmangarh Nagrik Parishad
24	Food for underprivileged children	Eradicating Hunger Under Sl.(I)	Kolkata, West Bengal	0.10	0.10	Saastha Samooham Welfare Trust
				97.49	97.49	

6. **The reasons for not spending the amount:-**
   Your Company is committed to spend on CSR Activities but during the period under review, the Company has not came across a suitable project for spending as per the Company's CSR Policies.

7. **In accordance with the provisions of Companies (Corporate Social Responsibility Policy) Rules 2014 the members of the Corporate Social Responsibility hereby submits the responsibility Statement:—**

   That the implementation and monitoring of Corporate Social Policy, are in compliance with Corporate Social Responsibility objectives and Policy of the Company

Ajit Jhunjhunwala
DIN: 00111872
Managing Director

Arun Churiwal
DIN: 00001718
(Chairman of CSR Committee)

ANNEXURE D

[Remuneration pursuant to Section 197 (12) of The Companies Act, 2013 read with Rule 5(1) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

1) The ratio of remuneration of each Director to the median remuneration of the Employees of the Company for the Financial Year 2017-18 and the percentage increase in the remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager are as under:-

Sl No.	Name	Designation	Ratio to Median	Percentage increase/ (decrease) in Remuneration
1	Mr. A.C. Chakrabortti	Chairman & Non Executive Independent Director	5.88	71.43
2	Mr. Sushil Jhunjhunwala	Vice Chairman & Managing Director	390.52	18.93
3	Mr Ajit Jhunjhunwala	Jt Managing Director	315.32	17.47
4	Mrs Nidhi Jhunjhunwala	Executive Director	141.69	11.36
5	Mr. Subir Bose	Non-Executive & Independent Director	3.92	NA
6	Mr. Rajiv Gujral	Non-Executive & Independent Director	3.92	14.29
7	Mr Arun Churiwal	Non-Executive Director	3.92	14.29
8	Mr. Alok Pandey	Chief Financial Officer and Company Secretary	Not Applicable	11.02

2) The percentage increase in the median remuneration of employees in the financial year is 2.18%.

3) The permanent number of employees on the rolls of the Company is 1123.

4) Relationship between average increase in remuneration and Company performance: - The profit before tax for the financial year ended 31st March 2018 increased by 22.64 % whereas increase in median remuneration was 2.18%.

5) Comparison of Remuneration of the Key Managerial Personnel against then performance of the Company:- The total remuneration of Key Managerial Personnel increased by 16.80% from ₹783.87 lakhs in FY 2016-17 to ₹915.56 lakhs in FY 2017-18 whereas Profit before tax increased by 22.64 % from ₹8599.07 lakhs in FY 2016-17 to ₹10546.09 lakhs in FY 2017-18. The key Managerial Personnel were paid around 12.47 % of the Profit after Tax in the FY 2017-18 and 12.61% in the FY 2016-17.

6) Variations in the Market capitalisation of the Company, price earnings ratio as at closing date of the current financial year and previous financial year and percentage increase or decrease in the market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last public offer:

Particulars	31-03-18	31-03-17
Market Capitalisation (₹ In crores)	3183.48	2986.73
Price Earnings Ratio	43.32	48.05
Increase in the market quotations of the equity shares in comparisons to the rate at which the last public offer made in Feb 1995	12877%	12075%

7) The average percentage increase in the salaries of employees other than the managerial personnel in the last financial year is 5.32% as against an increase of 14.70% in the salary of managerial personnel. The increment given to each individual employee is based on the employee's potential, experience as also their performance and contribution to the Company's progress over a period of time and also benchmarked against comparable in the industry.

8) Comparison of remuneration of each Key Managerial Personnel against the performance of the Company:- The increase in Profit before tax is 22.64 % whereas increase/(decrease) in remuneration to each KMP and ratio of the remuneration to the PAT.

Name	Percentage of increase	Ratio to the PAT
Mr Sushil Jhunjhunwala	18.93%	5.54%
Mr Ajit Jhunjhunwala	17.47%	4.41%
Mrs Nidhi Jhunjhunwala	11.36%	1.96%
Mr Alok Pandey	11.02%	0.55%

9) Key Parameters for any variable component of remuneration availed by the Directors: - The Company pays remuneration by way of commission as variable component to the Managing Directors and Executive Director. Commission is calculated with reference to the net profits of the Company in a particular financial year, based on the Recommendations of the Nomination and remuneration Committee, subject to the overall ceilings stipulated in the Companies Act, 2013.

The variable component of Non-Executive Director's remuneration consists of commission. In terms of the shareholder's approval obtained at the Annual General Meeting. Commission is paid at a rate not exceeding 1% per annum of the profits of the Company, computed in accordance with the Companies Act.

10) The ratio of the remuneration of the highest paid director to that of the employee who are not directors but receive remuneration in excess of the highest paid Director during the year: - The highest paid Director is the Managing Director. No employee has received remuneration in excess of the Managing Director during the year.

11) Affirmation that the remuneration is as per the Remuneration Policy of the Company:- It is affirmed that the remuneration paid is as per the remuneration Policy for directors, Key Managerial Personnel and other employees, adopted by the Company

By Order of the Board

A.C. Chakrabortti
DIN:00015622
Chairman

Place Kolkata
Date:- 30th May 2018

ANNEXURE E

Statement of Particulars of employees pursuant to Rule 5(2) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 of the Companies Act, 2013

(A) Persons employed throughout the financial year

Name of Employees	Designa-tion	Remu-neration (INR in Lakh)	Qualification	Expe-rience (Years)	Commence-ment of Employment	Age (Years)	Last Employed	
							Organisation	Post Held
Mr. Sushil Jhunjhunwala	Vice Chairman & Managing Director	398.19	Graduate in Commerce	50	01.10.1994	68	Radha Glass & Industries Ltd.	Director
Mr. Ajit Jhunjhunwala	Jt. Managing Director	321.51	Graduate in Commerce	29	01.10.1997	47		
Mrs. Nidhi Jhunjhunwala	Executive Director	144.47	Graduate in Arts	16	01.07.2002	44		

Note 1. All appointments are contractual.

On behalf of the Board

A.C. Chakrabortti
DIN:00015622
Chairman

Place Kolkata
Date:- 30th May 2018

ANNEXURE F

FORM NO AOC-2

Form for disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto

[Pursuant to clause (h) of subsection(3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014]

1	**Details of contracts or arrangements or transactions not at arm's length basis**	
(a)	Name(s) of the related party and nature of relationship	: N.A.
(b)	Nature of contracts/arrangements/transactions	: N.A.
(c)	Duration of the contracts / arrangements/transactions	: N.A.
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	: N.A.
(e)	Justification for entering into such contracts or arrangements or transactions	: N.A.
(f)	date(s) of approval by the Board	: N.A.
(g)	Amount paid as advances, if any:	: N.A.
(h)	Date on which the special resolution was passed in general meeting as required under first proviso to section 188	: N.A.

2	**Details of material contracts or arrangement or transactions at arm's length basis**				
(a)	Name(s) of the related party and nature of relationship	Genesis Exports Ltd. (Enterprise having significant influence over the Company)	Mr Sushil Jhunjhunwala (KMP)	Mr Ajit Jhunjhunwala (KMP)	Mrs Nidhi Jhunjhunwala (KMP)
(b)	Nature of contracts/ arrangements/ transactions	Leasing of Real Estate and Contract for purchase of office space	Appointment as Vice Chairman & Managing Director	Appointment as Joint Managing Director	Appointment as Executive Director
(c)	Duration of the contracts / arrangements/ transactions	Every year for Leasing of Real Estate	5 years	5years	5 years
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	The Company has taken on lease the office and car parking space at Kolkata and New Delhi. The rent paid by Company is ₹40 Lakh P.A. and purchase of office space in Kolkata for a consideration not exceeding ₹5.50 Croes	Remunera-tion	Remunera-tion	Remunera-tion
(e)	Date(s) of approval by the Board, if any:	09-05-2017 & 08-11-2017	13-05-2014	09-05-2017	12-05-2015
(f)	Amount paid as advances, if any:	Rs. 40 Lakh	Not Applicable	Not Applicable	Not Applicable

By Order of the Board

A.C. Chakrabortti
DIN:00015622
Chairman

Place Kolkata
Date:- 30th May 2018

ANNEXURE G

Form No. MR-3

SECRETARIAL AUDIT REPORT

For the Financial Year ended 31st Day of March, 2018
[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,
La Opala RG Ltd.
(L26101WB1987PLC042512)
Chitrakoot, 10th Floor
230A, AJC Bose Road,
Kolkata-700 020

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/S La Opala RG Limited (L26101WB1987PLC042512) (hereinafter called "the Company"). The Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of books, papers, minute books, forms and returns filed and other records maintained by the M/S La Opala RG Limited (L26101WB1987PLC042512) and also the information provided by the Company, its officers and authorised representatives during the conduct of Secretarial Audit, we hereby report that in our opinion the Company has, during the audit period covering the financial year ended 31st March, 2018 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 the Company for the financial year ended 31st March, 2018 according to the provisions of:

I. The Companies Act, 2013(the Act) and the rules made thereunder;
II. The Securities Contracts (Regulation) Act, 1956 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 Borrowing;
V. The following Regulations (as amended from time to time) and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
   (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
   (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
   (c) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
   (d) The SEBI Listing (Listing obligation and disclosure requirements) Regulations 2015

[The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') are not applicable to the Company for the financial year ended 31-03-2018:-
   (a) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
   (b) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
   (c) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
   (d) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

VI. The following Industry Specific laws:
   a. Factories Act, 1948
   b. Industrial Disputes Act, 1947
   c. The Payment of Wages Act, 1936
   d. The Minimum Wages Act, 1948
   e. Employee State Insurance Act, 1948
   f. The Employees Provident Fund and Miscellaneous Provisions Act, 1952
   g. The Payment of Bonus Act, 1965
   h. The Payment of Gratuity Act, 1972
   i. The contract Labour (regulations and Abolition) Act, 1970
   j. The Maternity Benefit Act, 1961
   k. Environment protection Act and rules

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

(i) The Listing Agreement and LODR entered into by the Company with The BSE & NSE.

(ii) Secretarial Standards issued by the Institute of Company Secretaries of India in respect of holding of Board meeting and Stakeholder's meeting.

During the period under review the Company has complied with the provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that:
The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors and a Woman Director. 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 and Listing Agreement.

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.

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 as also represented by the management. All decisions of the Board were unanimous and the same was captured and recoded as part of the Minutes.

We further report that during the audit period, the Company has not made any :
(i) Public/Right/ Preferential issue of Shares/ Debentures/Sweat Equity or any other Security.
(ii) Redemption / buy-back of securities.
(iii) Major decisions taken by the Members in pursuance to section 180 of the Companies Act, 2013.
(iv) Merger/Amalgamation/Reconstruction etc
(v) Foreign technical collaborations.

FOR DROLIA & COMPANY
Company Secretaries

Place: Kolkata
Date: 06-05-2018

Pravin Kumar Drolia
Proprietor
FCS: 2366
C.P. No.: 1362

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

ANNEXURE A

DROLIA & COMPANY

3rd FLOOR, ROOM NO.19, 9, CROOKED LANE, KOLKATA-700069
MOBILE NO.- 9831196869,EMAIL ID: droliapravin@yahoo.co.in

To,
The Members,
La Opala RG Limited
(L26101WB1987PLC042512)
Chitrakoot, 10th Floor
230A, A J C Bose Road,
Kolkata-700 020

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express as opinion on these secretarial records based on our audit.
2. We 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. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to verification of procedures on test basis.
6. The secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

FOR DROLIA& COMPANY
(Company Secretaries)

Pravin Kumar Drolia
(Proprietor)
FCS: 2366
C P No.: 1362

Place: Kolkata
Date: 06-05-2018

BUSINESS RESPONSIBILITY REPORT

Pursuant to Regulation 34(2)(f) of SEBI (LODR) Regulations, 2015, the Directors present the "Business Responsibility Report" (BRR) of the Company for FY 2017-18.

SECTION A: GENERAL INFORMATION ABOUT THE COMPANY

1. **Corporate Identity Number (CIN) of the Company:** L26101WB1987PLC042512
2. **Name of the Company:** La Opala RG Ltd.
3. **Registered Office Address:** 'Chitrakoot', 10th Floor, 230A AJC Bose Road, Kolkata 700 020. India.
4. **Website :** www.laopala.in
5. **E-mail Id :** info@laopala.in
6. **Financial Year reported :** 2017-18
7. **Sector(s) that the Company is engaged :** Glass and Glass Products
8. **List three key products/services that the Company manufactures/provides (as in balance sheet):** Opalware & Crystalware
9. Total number of locations where business activity is undertaken by the Company
   a. **Number of International Locations:** 0
   b. **Number of National Locations:**
      - Factories 3
      - Corporate Office 1
      - Wind Mill 1
10. **Markets served by the Company:** Serves National and International Market

SECTION B: FINANCIAL DETAILS OF THE COMPANY (Standalone)

1. **Paid up Capital (INR) :** ₹22.20 Crores
2. **Total Turnover (INR) :** ₹256.55 Crores
3. **Total Profit After Taxes (INR) :** ₹73.44 Crores
4. **Total Spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%) :** 1.33%
5. **List of activities in which expenditure in 4 above has been incurred:-** Promoting Education, Promoting Preventive healthcare, Animal Welfare, Setting up homes and hostels for women and orphans, Empowering Woman, Rural Development Project, Protection of National Heritage, Healthcare & Sanitation.

SECTION C: OTHER DETAILS

1. **Does the Company have any Subsidiary Company/ Companies? :**

   No
2. **Do the Subsidiary Company/Companies participate in the BR Initiatives of the parent Company? :**

   Not Applicable
3. **Do any other entity/entities (e.g. suppliers, distributors etc.) that the Company does business with participate in the BR initiatives of the Company? :**

   No

SECTION D: BR INFORMATION

1. **Details of Director/Directors responsible for BR.**

(a) Details of the Director responsible for implementation of the BR policy/policies:

Sr. No.	Particulars	Details
1	DIN Number	0011872
2	Name	Mr. Ajit Jhunjhunwala
3	Designation	Managing Director

(b) Details of the BR Head

Sr. No.	Particulars	Details
1	DIN Number (if applicable)	NA
2	Name	Mr. Alok Pandey
3	Designation	Chief Financial Officer & Company Secretary
4	Telephone number	7604088814/5/6/7
5	E-mail Id	alok@laopala.in

2. **Principle-wise (as per NVGs) BR Policy/Policies**

(a) Details of compliance - Reply in Yes (Y)/ No (N)

Sl. No.	Questions	p1	p2	p3	p4	p5	p6	p7	p8	p9
1.	Do you have a policy/ policies for the Principles	Y	Y	Y	Y	Y	Y	Y	Y	Y
2.	Has the policy been formulated in consultation with the relevant stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	Y
3.	Does the policy conform to any National / International standards?	The principles contained reference of various Act and Regulation issued by government legislatives and also confirm in tune of International Standard like ISO 9001.								
4.	Has the policy been approved by the Board? If yes, has it been signed by MD/ owner/ CEO/appropriate Board Director?	Policies mandated under the Companies Act, 2013 and SEBI (LODR) 2015 are approved by the Board and other applicable policies are approved by the Board of Directors or Functional Heads of the Company as appropriate.								
5.	Does the Company have a specified committee of the Board/ Director/ Official to oversee the implementation of the policy?	The Company has Audit Committee, Nomination and Remuneration Committee Risk Management Committee, Stakeholders Relationship Committee, CSR Committee and also adequate internal control systems to oversee the implementation of policies.								
6.	Indicate the link for the policy to be viewed online?	http://www.laopala.in/policies								
7.	Has the policy been formally communicated to all relevant internal and external stakeholders?	Yes, wherever appropriate.								
8.	Does the Company have in-house structure to implement the policy/ policies.	Yes								
9.	Does the Company have a grievance Redressal mechanism related to the policy/ policies to address stakeholders' grievances related to the policy/ policies?	Yes, wherever appropriate.								
10.	Has the Company carried out independent audit/ evaluation of the working of this policy by an internal or external agency?	Yes, wherever appropriate.								

(b) **If answer to the question at serial number 1 against any principle is 'No', please explain why:**

Not Applicable

3. **Governance related to BR**

(a) **Indicate the frequency with which the Board of Directors, Committee of the Board or CEO assess the BR performance of the Company. Within 3 months, 3-6 months, Annually, More than 1 year :**

BR performance of the Company under various principles is assessed periodically at various Board and Committee meetings of La Opala RG Ltd.

(b) **Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published?**

Yes, the Business Responsibility Report is a part of Annual Report, available on the website of the Company www.laopala.in

SECTION E: PRINCIPLE-WISE PERFORMANCE

Principle 1: Businesses should conduct and govern themselves with Ethics, Transparency and Accountability

La Opala RG Ltd. discharging its responsibility on financial and other mandatory disclosure by complying various regulation and norms issued by the various regulatory like Companies Act 2013, SEBI's regulation, Pollution board etc.

Company is committed to develop governance structures, procedures and practices that ensure ethical conduct at all levels and promote the adoption of Ethics, Transparency and Accountability across value chain.

A. **Does the policy relating to ethics, bribery and corruption cover only the Company? Yes/ No. Does it extend to the Group/Joint Ventures/ Suppliers/Contractors/NGOs / Others ?**

The Company has defined the Code of Conduct for its Directors and employees that cover issues related to ethics, workplace responsibilities and conflict of interest. It also covers all dealings with suppliers, customers and other business associates.

Further, the Company has adopted a Whistle Blower Policy to provide a mechanism for employees and Directors of the Company to approach the Chairman of the Audit Committee and Risk Management Committee of the Company for reporting unethical behaviour, actual or suspected, fraud or violation of the Company's code of conduct.

The Company has also in place Anti-Sexual Harassment Policy to maintain a work environment free from any form of conduct which can be considered as harassing, coercive or disruptive.

B. **How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management?**

During the Financial Year 2017-18, a total of 22 complaints had been received from shareholders and all have been resolved.

Principle 2: Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle

A. **List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and/or opportunities:**

Company mainly deals with opal and crystal glassware where we continue to innovate and use efficient technology to favors ecology.

The chemical used in the manufacturing process does not contain any Bone Ash and is made up of non-porous material. It is completely hygienic and safe for human use.

B. **For each such product, provide the following details in respect of resource use (energy, water, raw material etc.) per unit of product (optional):**

Details of conservation of energy are given in Annexure-B of the Directors' Report.

C. Does the Company have procedures in place for sustainable sourcing (including transportation)?

Yes, the Company has an effective forecast system enabling purchase of raw materials based on sales forecast and trends in domestic and international market to ensure optimal raw material procurement.

D. Has the Company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work?

Over the years, we have developed many local vendors in and around the area of our plant. We are extensively using local vendor wherever possible.

E. Does the Company have a mechanism to recycle products and waste? If yes what is the percentage of recycling of products and waste (separately as <5%, 5-10%, >10%)?

Yes, Company's production process is to optimises the material and energy resources. All our rejected products are 100% recyclable.

Principle 3: Businesses should promote the wellbeing of all employees

A. Total number of employees : 337 Permanent Staffs
786 Permanent Workers
1123

B. Total number of employees hired on temporary/contractual/casual basis :277

C. Number of permanent women employees : 47

D. Number of permanent employees with disabilities : Nil

E. Do you have an employee association that is recognised by management : Yes

F. What percentage of your permanent employees is members of this recognised employee association? : 4.45 %

G. Number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year: Nil

H. What percentage of your under mentioned employees were given safety & skill up-gradation training in the last year?

a. Permanent Employees : 100%

b. Permanent Women Employees : 100%

c. Casual/Temporary/Contractual Employees : 100%

d. Employees with Disabilities : NA

Principle 4: Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalised.

A. **Has the Company mapped its internal and external stakeholders?** Yes

B. **Out of the above, has the Company identified the disadvantaged, vulnerable & marginalised stakeholders?**

The Company is an equal opportunity employer, none of the categories is marginalised.

As regards other stakeholders, the Company has a policy of non-discrimination.

C. **Are there any special initiatives taken by the Company to engage with the disadvantaged, vulnerable and marginalised stakeholders?**

Not Applicable

Principle 5: Businesses should respect and promote human rights.

A. **Does the policy of the Company on human rights cover only the Company or extend to the Group/ Joint Ventures/Suppliers/Contractors/ NGOs/Others?**

The policy covers only the Company.

B. **How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management?**

During the financial year 2017-18, the Company did not receive any complaint with regard to violation of human rights.

Principle 6: Business should respect, protect and make efforts to restore the environment

Company is improving their environmental performance by adopting cleaner production methods, promoting use of energy efficient and environment friendly technologies and use of renewable energy. Wind Mill is one of the initiatives taken by the Company to supply clean and renewable energy. Company is also utilising natural and manmade resource in an optimal and responsible manner and ensuring the sustainability of resource by recycling and managing waste.

A. **Does the policy related to Principle 6 cover only the Company or extends to the Group/Joint Ventures/Suppliers/Contractors/NGOs/others.**

Largely covers the Company only

B. **Does the Company have strategies/ initiatives to address global environmental issues such as climate change, global warming, etc? Y/N. If yes, please give hyperlink for webpage etc.**

Climate change, global warming and environmental degradation pose unique challenges as well as opportunities for Company. The Company is continuously implementing process improvements to reduce emissions and wastes. We have taken various initiatives by considering environmental concern such as reduction of fuel consumption, conversion of Oil Fired Furnace to Electric Furnace, installation of automatic acid washing plant to reduce pollution and reduction in uses of Plastic.

C. **Does the Company identify and assess potential environmental risks?**

Yes, potential aspect related to environment are identified and evaluated for their impact on basis of severity scale and probability. All the significant aspects have operational control procedure in place.

D. **Does the Company have any project related to Clean Development Mechanism?**

No

E. **Has the Company undertaken any other initiatives on clean technology, energy efficiency, renewable energy, etc. Y/N. If yes, please give hyperlink for web page etc.**

The Company is committed to reduce environmental impacts on natural resources by implementing best technology, Management programs through a combination of reduction in use of energy, water conservation, minimise air emissions, rainwater harvesting and solid waste recycling.

F. **Are the Emissions/Waste generated by the Company within the permissible limits given by CPCB/ SPCB for the financial year being reported?**

Yes. The Company files statutory declarations with the pollution control boards on the emissions and waste generated and they are within permissible limits granted by the pollution control board.

G. **Number of show cause/ legal notices received from CPCB/SPCB which are pending (i.e. not resolved to satisfaction) as on end of Financial Year.**

NIL

Principle 7: Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner.

Company's while achieving its business goals engage himself with various trade and industry chambers and association and other such collective platform to undertake policy advocacy.

Further, while pursuning advocacy, Company ensure that the policies are consistent with the principal and core elements contained in these guidelines.

A. **Is your Company a member of any trade and chamber or association?**

   a. Indian Chamber of Commerce

   b. Calcutta Chamber of Commerce

B. **Have you advocated/lobbied through above associations for the advancement or improvement of public good?**

   Yes, The Company engages with government, regulatory and other relevant authorities for development of public policies in keeping with the Company's work in Society, sustainability and compliance commitments. Company prefers to be part of the broader policy development process and do not practice lobbying on any specific issue.

Principle 8 : Businesses should support inclusive growth and equitable development

A. **Does the Company have specified programmes/initiatives/projects in pursuit of the policy related to Principle 8? If yes details thereof.**

   The Company strongly believes in the principle of inclusive growth and equitable development of society at large. The Company has a well-defined CSR Policy and spends on various projects/ activities as listed in the CSR report forming part of the Corporate Governance Report.

B. **Are the programmes/projects undertaken through in-house team/own foundation / external NGO/government structures/any other organisation?**

   The projects which we fund are either undertaken by NGOs, Reputed Educational/Research Institutions, and Public charitable Trusts having track record.

C. **Have you done any impact assessment of your initiative?** Yes

D. **What is your Company's direct contribution to community development projects- Amount in INR and the details of the projects undertaken?**

   CSR projects undertaken by the Company are for the benefit of the community at large. The details of project / activities are listed in the separate CSR Report attached with this Annual Report.

E. **Have you taken steps to ensure that this community development initiative is successfully adopted by the community? Please explain in 50 words, or so.**

   CSR projects and programs are undertaken after identifying the communities that require development. The Company also interacts with the stakeholders to ensure that its projects are being implemented effectively.

Principle 9 : Businesses should engage with and provide value to their customers and consumers in a responsible manner.

Company 's consistent commitment to provide world-class products to consumers has made it as one of the most trusted, valuable and popular brands among Indian consumers in various reputed surveys.

Company has been providing value to its consumers since years without any compromise and has put in place effective consumer complaints redressal system. The Company discloses the necessary information on its products to promote consumer awareness, market its products in responsible manner and exercise due care in utilisation of natural resources.

A. **What percentage of customer complaints/consumer cases are pending as on the end of financial year.**

   Insignificant.

B. **Does the Company display product information on the product label, over and above what is mandated as per local laws?Yes/No/N.A. /Remarks(additional information).**

   Yes

C. **Is there any case filed by any stakeholder against the Company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behavior during the last five years and pending as on end of financial year. If so, provide details thereof, in about 50 words or so.**

   Nil

D. **Did your Company carry out any consumer survey/ consumer satisfaction trends?**

   The Company carries out formal and informal surveys through its service camps and external research agencies.

CORPORATE GOVERNANCE REPORT

Company's Philosophy

The Company firmly believes in and has proactively adopted the adequate policies of Corporate Governance to ensure transparency, professionalism and accountability in its dealings with shareholders, customers, creditors, employees and with every person who comes in contact with the Company.

Board of Directors

The Board of Directors of the Company comprises of Chairman who is an Independent Director, 3 Executive Directors, 3 Independent Non-Executive Directors and 1 other non-executive directors. The business of the Company is managed by the Executive Vice Chairman and two Wholetime Executive Directors under the guidance, supervision and control of the Board of Directors.

During the financial year under review seven Board Meetings were held on following dates: April 07, 2017, May 09, 2017, May19,2017, August 26, 2017, November 8, 2017, February 05, 2018 and February 27, 2018.

Constitution of Board of Directors and related information

Name of the Director	Category	No. of Board Meetings Attended	Attendance At last AGM	No. of Directorships in other public limited companies as on 31st March 2018	No. of membership / Chairmanship in other Board Committee of Public Limited Companies as on 31st March 2018*
Mr. A C Chakrabortti	Chairman Non-Executive & Independent	7	Yes	3	3 (including 2 Chairmanship)
Mr. Sushil Jhunjhunwala	Executive Vice Chairman	7	Yes	2	1
Mr. Ajit Jhunjhunwala	Managing Director	7	Yes	1	Nil
Mrs. Nidhi Jhunjhunwala	Executive Director	7	Yes	1	Nil
Mr. Rajiv Gujral	Non-Executive & Independent	7	Yes	2	1
Mr. Subir Bose #	Non-Executive & Independent	4	No	3	1
Prof. Santanu Ray #	Non-Executive & Independent	2	No	5	4 (including 3 Chairmanship)
Mr. Arun Churiwal	Non-Executive	5	No	3	2
Mr. G Narayana **	Non-Executive & Independent	1	Yes	0	Nil

Mr. Ajit Jhunjhunwala is son of Mr. Sushil Jhunjhunwala and Mrs. Nidhi Jhunjhunwala is spouse of Mr. Ajit Jhunjhunwala and none of the other Directors are related to each other.

*Only two Committees Viz. Audit Committee and the Stakeholders Relationship Committee of all public limited companies are considered.

Mr. Subir Bose and Prof. Santanu Ray have been appointed during FY 2017-18

** Mr. G Narayana had resigned from Board of Directorship w.e.f 26.08.2017 during the Financial year 2017-18.

Independent Directors and Non-Executive Directors

Your Company appointed Independent Directors who are renowned Personalities having expertise/ experience in their respective field/profession. There is no pecuniary relationship or transaction of Independent and non-executive directors vis-à-vis the Company except for payment of commission and sitting fees. The Non-executive Directors namely Mr. A C Chakrabortti holds 12,000 equity shares and Mr. Arun Churiwal hold 13,400 equity shares in the Company.

Every Independent Director, at the meeting of the Board in which they participate as Director and thereafter at the first meeting of the Board in every financial year, gives a declaration that they meet the criteria of Independence as required under Section 149(7) of The Companies Act, 2013. All Independent Directors maintain their limits of Directorships as required under Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements), Regulation,2015. The Company had issued formal letter of appointment to all Independent Directors and the terms and conditions of their appointment have been disclosed in the website of the Company.

Performance Evaluation

Pursuant to the provisions of the Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements), Regulation,2015 a meeting of Independent Directors was held on 5th February , 2018 where they evaluated the performance of –

i) Chairman
ii) Non-Executive Directors
iii) Executive Directors &
iv) Overall performance of the Board

All the members presented their grading assessment, as prescribed, and based on the discussion a final grading of the Company was arrived. On the basis of the final grading and on overall evaluation, the performance of the Company was considered satisfactory. However, the members suggested several areas of operation which offer scope of improvement.. The management has been advised to take appropriate measures relating there to.

Independent Directors carried out an evaluation of performance of the Executive Directors on the basis of a detail check list prepared for this purpose and they formed the opinion that the Executive Directors have performed well during the current year.

Adherence to Code of Conduct was ensured and risk management also figured in the board meetings. The compliance and other legal requirements were also reviewed in the Board Meetings.

The Company's performance and operation is being reviewed at periodic intervals by the Chairman and the other Directors of the Company, and in this regard the discussions are also held with statutory and internal auditors of the Company. Considerable time is being devoted by the Chairman and other directors in the Company's matters. The leadership and guidance is provided to the Company as and when required. The targets are set-forth at the beginning of the year, and in this respect, Chairman played a key role as a mentor by co-coordinating the activities between the Board and Executive Directors to ensure that Board's views are duly taken into consideration while formulating action plans.

On an overall basis, they commanded the Executive Directors and the top management for a very successful year under review.

Familiarisation Programme

The Company familiarises its Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company etc through various means. Periodic presentations are made at then Board meetings on business and performance, long term strategy, initiatives and risks involved.

The details of familiarisation programme have been posted in the website of the Company www.laopala.in.

Audit Committee

The Audit Committee ¬consists of Three Non-Executive directors out of which Two are Independent Directors. During the period under review the Audit Committee met on four occasions viz May 09, 2017, August 26, 2017, November 08, 2017 and February 05, 2018. The constitution of Audit Committee also meets the requirements of section 177 of the Companies Act, 2013 and guidelines set out in listing agreement.

Constitution of Audit Committee and related information

Name of the Directors	Category	No. of meetings attended during the financial year ended 31st March 2018
Mr. Rajiv Gujral	Chairman Non Executive and Independent	4
Mr. A C Chakrabortti	Non Executive and Independent	4
Mr. Arun Churiwal	Non Executive	2

* Mr. G Narayana had resigned from Board of Directorship w.e.f. 26.08.2017 during the financial year 2017-18

The role of Audit Committee and terms of reference specified by the Board to the Audit Committee are wide enough to cover the mandatory items, as required, under Regulation 18 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

- Review of the Company's financial reporting process, the financial statements and financial / risk management policies.
- Review Quarterly, Half-yearly and Annual Financial Accounts of the Company and discuss with Auditors.
- To meet and review with External and Internal Auditors the Internal Control Systems
- Discussion with internal auditors of any significant findings and follow up there on
- Significant adjustments made in the financial statements arising out of audit findings if any
- Qualification in the draft audit report if any
- Changes, if any, in accounting policies and practices and reasons for the same.
- To review matters as required under the terms of Listing Agreement.
- To oversee & review the function of Vigil Mechanism implemented by Company as a Whistle Blower Policy and renew the findings of investigations and action taken in respect thereof.
- Recommendation for appointment, remuneration and terms of appointment of auditors of the Company
- Review Independence of Auditors.
- Evaluate internal financial control and risk management systems
- Disclosure of related party transactions
- To investigate matters referred to it by the Board.

The Company Secretary acts as secretary to the committee.

Nomination and Remuneration Committee

The Nomination and Remuneration Committee of the Board of Directors has been constituted in accordance with the prescribed guidelines. The committee comprises of 3 Non-Executive Directors, out of which two are Independent Directors. The Nomination and Remuneration Committee comprises of the following:

(a) Mr. A C Chakrabortti, Chairman

(b) Mr. Subir Bose

(c) Mr. Arun Churiwal

The Nomination and Remuneration Committee approved the remuneration payable to all Executive Directors and non-executive directors within the over-all limits approved by the shareholders and in accordance with the provisions of Companies Act, 2013 and rules made there under or any other enactment for the time being in force.

The role of Nomination and Remuneration Committee and terms of reference inter alia include the following

1. Formulation of the criteria for determining qualification, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, Key Management Personnel and other employees.
2. Formulation of criteria for evaluation of Independent Directors and the Board
3. Review the performance of the Board of Directors and senior Management employees and based on criteria as approved by the Board.

During the period under review the committee met on 7th April 2017, which were attended by all the members and on 28th December, 2017 which were attended by all members except by Mr. Arun Churiwal.

Executive Directors' Remuneration details for the financial year ended 31st March 2018

(₹ in lakh)

Name of the Directors	Salary and perquisites	Commission	Total
Mr. Sushil Jhunjhunwala, Vice Chairman and Managing Director	230.04	168.15	398.19
Mr. Ajit Jhunjhunwala, Jt, Managing Director	153.36	168.15	321.51
Mrs Nidhi Jhunjhunwala, Executive Director	60.39	84.08	144.47
Total	**443.79**	**420.38**	**864.17**

Non-executive Directors' Remuneration details for the financial year ended 31st March 2018

(₹ in lakh)

Name of the Directors	Sitting Fees	Commission	Total
Mr. A C Chakrabortti	3.50	6.00	9.50
Mr. Rajiv Gujral	2.80	4.00	6.80
Mr. Arun Churiwal	1.90	4.00	5.90
Mr. Subir Bose #	1.60	4.00	5.60
Prof. Santanu Ray #	0.60	-	0.60
Mr. G Narayana *	0.40	-	0.40
Total	**10.80**	**18.00**	**28.80**

* Mr. G Narayana had resigned from Board of Directorship w.e.f. 26.08.2017 during the financial year 2017-18.

Mr. Subir Bose and Prof. Santanu Ray have been appointed during FY 2017-18

Salary and perquisites include Company's contribution to Provident Fund. The Company does not have any stock option scheme. It includes Sitting Fees of all Committee Meetings. The Nomination & Remuneration Policy is available on website of the Company i.e.www.laopala.in.

Stakeholders' Relationship Committee

Chairman	:	Mr. Arun Churiwal
Members	:	Mr. Sushil Jhunjhunwala
	:	Mr. Ajit Jhunjhunwala
Compliance Officer	:	Mr. Alok Pandey
No. of complaints received by Company's during the financial year ended 31st March 2018	:	22 (Twenty Two)
No. of complaints resolved to the satisfaction of shareholders during the financial year Ended 31st March 2018.	:	22 (Twenty Two)
No. of pending share transfers as on 31st March 2018	:	Nil

Corporate Social Responsibility Committee

The Company has constituted a Corporate Social Responsibility (CSR) Committee as required under section 135 of the Companies Act, 2013. The Committee has been constituted with the following terms of reference:

- Formulate and recommend to the Board, a CSR Policy indicating the activity or activities to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013
- Recommend the amount to be spent on the CSR activities.
- Monitor the Company's CSR Policy periodically

• Attend to such other matters and functions as may be prescribed from time to time

The Company has adopted the CSR Policy and the same is displayed on the website of the Company. The Annual report on CSR activities for the year 2017-18 forms part of the Directors report. The Corporate Social Responsibility Committee comprises of the following:

(a) Mr. Arun Churiwal, Chairman
(b) Mr. A C Chakrabortti
(c) Mr. Sushil Jhunjhunwala
(d) Mr. Ajit Jhunjhunwala
(e) Mrs. Nidhi Jhunjhunwala

During the period under review the committee met on 15th January 2018 which were attended by all the members.

Risk Management

The Company laid down procedures to inform Board Members about risk assessment and minimisations and has implemented the Risk Management plan through adoption of Risk Management Policy in accordance with the provisions of the Act and Regulation 21 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

The Company has constituted a Risk Management Committee comprising the following:

1) Mr. Arun Churiwal, Chairman,
2) Mr. Sushil Jhunjhunwala,
3) Mr. Ajit Jhunjhunwala
4) Mr. Subir Bose

The Committee ensures that the Company has an appropriate and effective Enterprise Risk Management System with appropriate policies and processes which carry out risk assessment and ensure that risk mitigation plans are in place by validating the same at regular intervals.

General Body Meeting

AGM for the financial year	Location of holding AGM	Date and time of AGM
2016 – 2017	'Kala Kunj'. 48, Shakespeare Sarani, Kolkata 700 017	26th August, 2017 10.30 AM
2015 – 2016	'Kala Kunj'. 48, Shakespeare Sarani, Kolkata 700 017	13th August, 2016 11.00 A.M.
2014 – 2015	'Kala Kunj'. 48, Shakespeare Sarani, Kolkata 700 017	13th August, 2015 03.30 p.m.

Special Resolution passed in the last three years

(a) Special Resolution passed at the 27th Annual General Meeting held on August 13, 2014

(i) Re-appointment of Mr. Sushil Jhunjhunwala as Vice Chairman & Managing Director of the Company for a further period of 5 (five) years with effect from 1st October, 2014 with modification of remuneration.

(ii) Authorisation to pay remuneration by way of commission to Directors other than the Managing and Wholetime Directors for a period of 5 years commencing from 2014-15.

(iii) Authorisation to alter Clause V of the Memorandum & Articles of Association with power to increase and reduce the capital of the Company.

(iv) Authorisation to alter the Article 100 and insertion of new article 76A after Article 76.

(b) Special Resolution passed at the 28th Annual General Meeting held on August 13, 2015

(i) Re-appointment of Mrs. Nidhi Jhunjhunwala (DIN 01144803) as Executive Director of the Company for a further period of 5 (five) years with effect from 20th May, 2015 with modification of remuneration.

(c) Special Resolution passed at the 30th Annual General Meeting held on August 26, 2017

(i) Re-appointment of Mr. Ajit Jhunjhunwala (DIN 00111872) as Executive Director of the Company for a further period of 5 (five) years with effect from 1st October, 2017 with modification of remuneration.

Postal Ballot

During 2017-18 the Company approached its shareholders through postal ballot Notice twice. Company has issued postal ballot notice dt. 9.5.2017 to approve increase in the limit of shareholding by registered Foreign Institutional Investors (FIIs) from 24% to 35% of the paid up equity share capital of the Company. The voting period was from 24.05.2017 to 22.06.2017 and date of declaration of result and its approval being 24.06.17. In respect of the Special Resolution, No. of Votes polled 3,98,61,817, No. of Votes cast in favour 3,98,61,775 (representing 100%) and No. of votes cast against 42 (representing 00%). Hence the Special Resolution was duly passed by requisite majority.

Further, Company has issued second postal ballot notice during the Financial Year 2017-18 dtd 05.02.2018 to Increase in Authorised Share Capital being the first Ordinary Resolution and Issue of Bonus shares by way of Capitalisation of Reserves being the second Ordinary Resolution. The voting period was from 11.02.2018 to 12.03.2018 and date of declaration of result and its approval being 13.03.18. In respect of the first Ordinary Resolution, No. of Votes polled 4,22,71,074, No. of Votes cast in favour 4,22,68,393 (representing 99.99%) and No. of votes cast against 2681 (representing 0.01%). In respect second Ordinary Resolution, No. of Votes polled 4,22,70,998, No. of Votes cast in favour 4,22,69,989 (representing 100%) and No. of votes cast against 1009 (representing 0.00%). Hence the both Ordinary Resolution was duly passed by requisite majority.

Pravin Kumar Drolia, (FCS No. 2366 & CP 1362) Proprietor of M/s. Drolia & Company, Company Secretaries, Kolkata, was appointed as the Scrutiniser, by the Board of Directors of Company, in terms of the provisions of Sections 108 and 110 of the Companies Act, 2013 ("Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) for the purpose of Scrutinising and ascertaining the results of voting by electronic means i.e. remote e-voting and voting through Physical Ballot Forms in a fair and transparent manner.

Disclosure

(a) Related Party Disclosure:

All transactions entered into with the related parties as defined under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements), Regulation,2015 during the year were in ordinary course of business and on arm's length basis. During the year under review, no transaction of material nature has been entered into by the Company with its promoters, the directors or the management or relatives etc. that may have potential conflict with the interests of the Company. Suitable disclosure as required by Ind As- 24 - 'Related Party Disclosures' has been made note No. 42 of the Financial Statements. All related party transactions have been placed before the Audit Committee for review and approval. The policy on dealing with Related Party transactions has been posted on the Company's website www.laopala.in.

(b) Compliances by the Company

There has been no instance of non-compliance by the Company on any matter related to Capital Markets during the last three financial years. Hence, the question of penalties or strictures being imposed by SEBI, the Stock Exchanges or any statutory authorities does not arise.

(c) Whistle Blower Policy

As required under SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 the Company has adopted the Whistle blower policy for prevention, detection, Investigation of Frauds & Protection of Whistle Blowers. The same has been posted on the Company's Website www.laopala.in.

(d) Disclosure of Accounting Treatment

The Company has adopted Indian Accounting Standards (Ind AS), prescribed under section 133 of the Companies Act' 2013, read with the relevant rules issued, with effect from 1st April 2017, with the transition date 1st April, 2016.

(e) Foreign exchange risk and hedging activities:

Though there is a natural hedging, the Company manages foreign exchange risk through forward contract on case to case basis.

(f) (a) Details of directors seeking re-appointment in the forthcoming Annual General Meeting:

	Sushil Jhunjhunwala	Arun Kumar Churiwal
Date of birth	23/08/1950	15/05/1950
Appointed on	30/09/1994	26/06/2004
Qualification	Graduate in Commerce	Graduate in Arts
Expertise	In the field of Glass Industry	In the field of textiles and agro products
Directorship held in other public companies	Genesis Exports Ltd., BSL LTD.	BSL Ltd., RSWM Ltd., LNJ Financial Services Ltd.
Membership/Chairmanship of committee in other public companies	1	2

(g) The details of compliance with Mandatory/ Non Mandatory requirements:

The Company has complied with all the mandatory requirements of the Corporate Governance Code including Board Composition, Audit Committee, Stakeholder's Relationship Committee, and Disclosures to be made to the Board and Audit Committee including related party transactions, accounting treatments, risk management etc.

Further, The Company has complied with all the mandatory requirements specified in Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the SEBI (LODR) Regulations, 2015

Means of Communication

The Company has published its quarterly results in all editions of The Business Standard (English) and Aajkaal (vernacular) in Kolkata. The results are displayed at the website of the company i.e. www.laopala.in.

Management's Discussion & Analysis forms part of the Annual Report which is also being posted to all the shareholders of the Company.

Code of Conduct

All the members of the Board and senior management personnel have affirmed compliance with the Company's Code of Conduct which has been posted on the website of the Company www.laopala.in.The Company through the appointment letter of Independent Director informed them about their roles and duties as laid down in the Schedule IV of The Companies Act, 2013. A declaration of Managing Director of the Company is attached to the Annual Report.

Managing Director / CFO Certification

The Managing Director and the Chief Financial Officer have furnished the necessary certificate to the Board of Directors with respect to financial statements for the year ended 31st March, 2018 and the same is enclosed with this report.

General Shareholders' Information

AGM date, time and venue	Tuesday, the 14th August 2018 at 03:00 PM at "Kala Kunj", 48, Shakespeare Sarani, Kolkata 700 017
Financial Year	2017-18
	1st Qtr. Result Second week of August'18 2nd Qtr. Result Second week of Nov.'18 3rd Qtr. Result Second week of Feb'19 Audited Accounts Fourth week of May'19
Date of Book Closure	4th August, 2018 to 14th August, 2018
Date of dividend payment	On or after 17th August, 2018
Listing at Stock Exchanges	The National Stock Exchange Ltd (Listing Fee Paid) The Stock Exchange, Mumbai (Listing Fee Paid) The Calcutta Stock Exchange Association Limited, Kolkata (Applied for delisting)
Stock Code	
The National Stock Exchange Ltd	LAOPALA
The Stock Exchange, Mumbai	526947
The Calcutta Stock Exchange Association Ltd, Kolkata	22016 (Applied for delisting)
Demat ISIN No. for CDSL & NSDL	INE 059D01020

Market Price Data: High/Low during each month during the last financial year

(Amount in ₹)

Month	Share Price Of Company in BSE		Share Price Of Company in NSE		Sensex		NSE	
	High	Low	High	Low	High	Low	High	Low
April 2017	276.80	260.03	277.70	258.50	30184.22	29241.48	9367.15	9075.15
May 2017	287.30	255.00	288.00	255.00	31255.28	29804.12	9649.60	9269.90
June 2017	282.50	251.10	283.00	250.00	31522.87	30680.66	9709.30	9448.75
July 2017	272.00	239.78	272.00	239.10	32672.66	31017.11	10085.90	9543.55
August 2017	258.03	225.85	260.43	225.28	32686.48	31128.02	10137.85	9685.55
September 2017	264.35	230.00	264.00	229.85	32524.11	31081.38	10178.95	9687.55
October 2017	301.55	250.08	270.00	250.48	33340.17	31440.48	10384.50	9831.05
November 2017	342.50	255.00	341.80	254.58	33865.95	32683.59	10490.45	10094.00
December 2017	358.55	284.00	358.60	293.30	34137.97	32565.16	10552.40	10033.35
January 2018	372.00	300.00	369.50	299.53	36443.98	33703.37	11171.55	10404.65
February 2018	330.45	281.50	331.00	292.00	36256.83	33482.81	11117.35	10276.30
March 2018	332.50	271.65	332.50	263.30	34278.63	32483.84	10525.50	9951.90

Note:* Share Price adjusted to reflect Bonus Shares issued during the financial year 2017-18.

Registrar & Share Transfer Agents	Maheshwari Datamatics Pvt. Ltd. 23, R. N. Mukherjee Road, 5th Floor Kolkata – 700 001 Telephone nos. 033-22482248, 2243-5029 Facsimile no: 033-22484787Email id: mdpldc@yahoo.com
Share Transfer System	Registrar and Share Transfer Agents attends to share transfer formalities once in a fortnight. Demat requests are normally confirmed within 4 days

Distribution of Shareholding as on 31st March 2018

No. of equity Shares held	Shareholder(s) Nos.	Shareholder(s)%	Shareholding(s) Nos.	Shareholding(s) %
1 TO 500	10,890	83.80	8,90,056	0.80
501 TO 1000	804	6.19	6,39,887	0.58
1001 TO 2000	747	5.75	13,09,951	1.18
2001 TO 3000	137	1.05	3,53,482	0.32
3001 TO 4000	91	0.70	3,37,483	0.30
4001 TO 5000	56	0.43	2,61,193	0.23
5001 TO 10000	117	0.90	8,84,198	0.80
10001 TO ABOVE	153	1.18	10,63,23,750	95.79
	12,995	100.00	11,10,00,000	100.00

Dematerialisation of Shares	11,02,32,602 (99.31 %) of the shares issued by the Company have been dematerialised upto 31st March 2018.
Outstanding GDR/ADR/Warrants or any convertible instruments, conversion dates and likely impact on equity	N.A.
Plant Location	**(1) Glassware Unit** a) La Opala RG Ltd B-108, ELDECO SIDCUL Industrial Park, Sitargunj, Udham Singh Nagar, 262 405 Uttarakhand b) La Opala RG Ltd Post: Madhupur 815353, Dist. Deoghar, Jharkhand **(2) Wind Mill Unit** Gorera Village, Jaisalmer, Rajasthan
Address for correspondence	Shareholders should address their Correspondence to the Company's Registrar & Share Transfer Agents at the following address: Maheshwari Datamatics Pvt. Ltd. 23, R. N. Mukherjee Road, Kolkata – 700 001 Telephone No. 033-22482248, 22435029 Facsimile nos: 033-22484787 E-mail : mdpldc@yahoo.com Shareholders may also contact Company Secretary at the Registered Office of the Company for any assistance. The address of the Registered Office is as under: **La Opala RG Ltd** 'Chitrakoot', 10th floor 230A, A.J.C. Bose Road Kolkata 700 020 Telephone nos: 7604088814/5/6/7 Facsimile nos: 2287 0284 E-mail : info@laopala.in

By Order of the Board

A.C. Chakrabortti
DIN:00015622
Chairman

Place Kolkata
Date:- 30th May 2018

COMPLIANCE CERTIFICATE PURSUANT TO REGULATION 17(8) OF SEBI (LODR) REGULATIONS, 2015

(a) We have reviewed financial statements and the cash flow statement for the year ended 31st March, 2018 and that to the best of our knowledge and belief:

(i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

(ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing Ind Accounting Standards, applicable laws and regulations.

(b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.

(c) We accept that it is our responsibility to establish and maintain internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to the financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal control, if any of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.

(d) We have indicated to the auditors and the Audit committee:

i) Significant changes in internal control over financial reporting during the year;

ii) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

iii) Instance of significant fraud of which we are become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Alok Pandey
Chief Financial Officer & Company Secretary

Ajit Jhunjhunwala
(DIN:00111872)
Managing Director

DECLARATION OF MANAGING DIRECTOR

I, Ajit Jhunjhunwala, Managing Director, of La Opala RG Limited, do hereby declare that the Company has duly complied with requirement relating to the code of conduct as laid down in Regulation 34(3) read with Schedule V of SEBI (Listing Obligation And Disclosure Requirements) Regulations, 2015.

Ajit Jhunjhunwala
(DIN:00111872)
Managing Director

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE TO THE MEMBERS OF LA OPALA RG LIMITED

To the members of
La Opala RG Limited

1. We, Singhi & Co., Chartered Accountants, the statutory auditors of La Opala RG Limited ("The Company"), have examined the compliance of conditions of corporate governance by the Company, for the year ended 31st March 2018 as stipulated in regulation 17 to 27 and clauses (b) to (i) of regulation 46 (2) and para C and D of Schedule V of SEBI (Listing obligations and Disclosure requirements) Regulations, 2015 (the Listing Regulations).

Managements' Responsibility

2. The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in Listing Regulations.

Auditors' Responsibility

3. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither as audit nor an expression of opinion on the financial statements of the Company.

4. We have examined the books of account and other relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.

5. We have carried out an examination of the relevant records of the Company in accordance with the Guidance note on certification of corporate governance issued by Institute of the Chartered Accountants of India (ICAI), the Standards on Auditing specified under section 143 (10) of the Companies Act 2013, in so far as applicable for the purpose of this certificate and as per the guidance note on report or certificate for special purpose issued by ICAI which requires that we comply with ethical requirements of the code of Ethics issued by the ICAI.

6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

7. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the Listing Regulations during the year ended 31st March 2018.

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

For **Singhi & Co.**
Chartered Accountants
Firm Registration No.302049E

(Navindra Kumar Surana)
Partner
Membership No. 053816

Place: Kolkata
Dated: May 30, 2018

Financial Statements

Independent Auditor's Report

To the members of
La Opala RG Limited

Report on the Ind AS Financial Statements

1. We have audited the accompanying Ind AS financial statements of **La Opala RG Limited** ("the Company"), which comprise the Balance Sheet as at 31st March 2018, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Ind AS Financial Statements

2. 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 the Companies (Indian Accounting Standard) Rules 2015, as amended, and other accounting principles generally accepted in India.

   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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

   In conducting 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 and the order issued under section 143 (11) of the Act.

   We conducted our audit of the Ind AS financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act and other applicable authoritative announcements issued by Institute of Chartered Accountants of India. Those Standards and pronouncements 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.

4. 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.

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

Opinion

6. 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, of the state of affairs of the Company as at 31st March 2018, and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Other Matter

7. The corresponding financial information of the Company as at and for the year ended 31st March 2017 and the transition date opening balance sheet as at 1st April 2016 included in these Ind AS financial statements, are based on the previously issued financial statements for the years ended 31st March 2017 and 31st March 2016, prepared in accordance with the Companies (Accounting Standards) Rules, 2006 (as amended) which were audited by the predecessor auditor, on which the auditor expressed an unmodified opinion vide his audit report dated May 09, 2017 and May 13, 2016 respectively. These financial statements have been adjusted for differences in accounting principles to comply with Ind AS and such adjustments on transition to Ind AS which has been approved by the Company's Board of Directors and have been audited by us.

Our opinion is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements

8. 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 "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.

9. As required by Section 143(3) of the Act, based on our audit, we report, to the extent applicable 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 including other comprehensive income, the Cash Flow Statement and 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 prescribed under section 133 of the Act.

e. On the basis of the written representations received from the directors as on 31st March 2018 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2018 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". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

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, as amended, 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 financial statements as stated in note 38 (A) to the financial statement;

   II. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

   III. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

   IV. The disclosures in the financial statements regarding holdings as well as dealings in specified bank notes during the period from 8th November 2016 to 30th December 2016 have not been made since they do not pertain to the financial year ended 31st March 2018.

For **Singhi & Co.,**
Chartered Accountants
Firm's Registration No. 302049E

(Navindra Kumar Surana)
Partner
Membership No. 053816

Place: Kolkata
Date: 30th May, 2018

Annexure - A to the Independent Auditor's Report

(Referred to in paragraph 8 with the heading 'Report on Other Legal and Regulatory Requirements' section of our report of even date in respect to statutory audit of La Opala RG Limited for the year ended 31st March 2018)

We report that:

i. In respect of its fixed assets:

   a. The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

   b. All fixed assets have not been physically verified by the management during the year but there is a regular programme of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

   c. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company as shown in note no. 3 of the financial statements except 3 (three) cases of buildings with gross value of INR 1237.64 Lakhs (Net carrying amount INR. 1231.19 Lakhs) titles for which is pending registration.

ii. As explained to us, inventories except goods in transit were physically verified during the year by the management at reasonable intervals and no material discrepancies were noticed on such verification.

iii. The Company has not granted any loan to parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, paragraph 3(iii) of the Order is not applicable.

iv. In our opinion and according to the information and explanations given to us, the Company has not given any loan, not made any investment and have not provided any guarantee in respect of which Section 185 and 186 of the Companies Act, 2013 are applicable. Accordingly, the paragraph 3(iv) of the Order is not applicable.

v. According to information and explanations given to us, the Company has not accepted any deposits from public during the year.

vi. We have broadly reviewed the books of accounts maintained by Company in respect of product, where pursuant to the rule made by the Central Government of India the maintenance of cost records has been prescribed under section 148 (1) of the Companies Act 2013 and are of the opinion that, prima facie, the prescribed records have been maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.

vii. According to the information and explanations given to us and on the basis of our examination of the records of the Company:

   a. The Company is regular in depositing undisputed statutory dues including provident fund, employee's state insurance, income tax, sales tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess, Goods and Service tax and other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, Goods and Service tax, cess, and other material statutory dues were in arrears as at 31st March 2018 for a period of more than six months from the date they became payable.

   b. According to the information and explanation given to us, the dues of sales tax, income tax and duty of excise, which have not been deposited on account of any dispute and the forum where the dispute is pending as on 31st MARCH 2018 are as under :-

Name of the statute	Nature of dues	Amount INR in Lakhs	Year	Forum where dispute is pending
Jharkhand VAT Act, 2005	Sales Tax	91.88	2011-12	Commissioner of Commercial Tax, Ranchi, Jharkhand
		5.12	2007-08	Commissioner of Commercial Tax, Ranchi, Jharkhand
Income Tax Act, 1961	Income Tax	23.84	2011-12	Commissioner of Income Tax (Appeals), Kolkata
		14.72	2012-13	Commissioner of Income Tax (Appeals), Kolkata
		35.70	2013-14	Commissioner of Income Tax (Appeals), Kolkata
The Central Excise Act, 1944	Excise duty	58.60	2008-09	Customs, Excise & Service Tax Appellate Tribunal, Kolkata
		4.28	2009-10	Customs, Excise & Service Tax Appellate Tribunal, Kolkata

viii. The Company has not defaulted in repayment of dues to Financial Institutions or Banks or Government or Debenture holders.

ix. The Company did not raise any money by way of initial public offer or further public offer including debt instruments and term loan during the year.

x. According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.

xi. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.

xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, paragraph 3(xii) of the Order is not applicable.

xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable Indian accounting standards.

xiv. According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.

xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.

xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **Singhi & Co.,**
Chartered Accountants
Firm's Registration No. 302049E

(Navindra Kumar Surana)
Partner
Membership No. 053816

Place: Kolkata
Date: 30th May 2018

Annexure - B to the Independent Auditor's Report

The Annexure referred to in paragraph 2 (f) under the heading "Report on Other Legal and Regulatory Requirements" of our Independent Auditors' Report of even date in respect to the internal financial control under clause (i) of sub-section 3 of section 143 of the Act of **La Opala RG Limited** for the year ended 31st March 2018, we report that:

1. We have audited the internal financial controls over financial reporting of La Opala RG Limited ("the Company") as of 31st March 2018 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

2. 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.

AUDITOR'S RESPONSIBILITY

3. 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.

4. 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.

5. 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

6. 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 unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

OPINION

8. In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **Singhi & Co.,**
Chartered Accountants
Firm's Registration No. 302049E

(Navindra Kumar Surana)
Partner
Membership No. 053816

Place: Kolkata
Date: 30th May 2018

Balance Sheet as at 31st March 2018

INR in Lakhs

	Note No.	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
ASSETS				
Non-current assets				
(a) Property, Plant and Equipment	3	13,063.73	10,757.90	10,670.39
(b) Capital Work in Progress	4	3.58	124.03	104.30
(c) Intangible Assets	5	5.25	6.46	-
(d) Financial assets				
(i) Investments	6	15,968.45	14,949.99	16,380.51
(ii) Loans	7	348.85	324.13	213.26
(iii) Other Financial Assets	8	4.55	4.00	4.12
(e) Income Tax Assets (Net)	9	9.92	9.92	9.66
(f) Other non current assets	10	226.78	646.20	823.07
		29,631.11	**26,822.63**	**28,205.31**
Current assets				
(a) Inventories	11	3,152.95	3,392.32	4,044.84
(b) Financial assets				
(i) Investments	6	20,173.55	15,502.91	10,628.48
(ii) Trade receivable	12	4,087.29	3,261.21	2,570.97
(iii) Cash and cash equivalents	13	59.09	23.11	13.72
(iv) Bank balances other than (iii) above	14	220.02	152.20	76.45
(v) Loans	7	40.00	40.00	40.00
(vi) Other Financial Assets	8	124.90	151.55	149.82
(c) Other current assets	10	166.36	181.08	322.68
		28,024.16	**22,704.38**	**17,846.96**
TOTAL ASSETS		**57,655.27**	**49,527.01**	**46,052.27**
EQUITY AND LIABILITIES				
Equity				
(a) Equity share capital	15	2,220.00	1,110.00	1,110.00
(b) Other equity	16	48,140.39	42,370.08	38,635.29
		50,360.39	**43,480.08**	**39,745.29**
Liabilities				
Non-current liabilities				
(a) Financial liabilities				
(i) Other financial liabilities	17	144.95	149.45	138.91
(b) Deferred tax liabilities (net)	18	3,565.04	3,583.39	3,200.88
		3,709.99	**3,732.84**	**3,339.79**
Current liabilities				
(a) Financial Liabilities				
(i) Borrowings	19	385.59	12.98	609.20
(ii) Trade payables	20	991.63	652.09	679.85
(iii) Other financial liabilities	17	1,449.97	1,021.06	1,131.71
(b) Other current liabilities	21	481.80	434.57	302.14
(c) Provisions	22	114.78	180.77	173.03
(d) Current Tax Liabilities	23	161.12	12.62	71.26
		3,584.89	**2,314.09**	**2,967.19**
TOTAL EQUITY & LIABILITIES		**57,655.27**	**49,527.01**	**46,052.27**
Significant accounting policies	1			
Key Accounting Estimates & Judgements	2.1			
Other notes to Financial Statements	3 to 49			

The notes referred to above form integral part of these financial statements

In terms of our report of even date

For **Singhi & Co.**
Chartered Accountants
Firm Registration no. 302049E

Navindra Kumar Surana
Partner
Membership Number : 053816

Place : Kolkata
Dated : 30.05.2018

For and on behalf of the Board of Directors

A.C. Chakrabortti
Chairman
DIN: 00015622

Sushil Jhunjhunwala
Executive Vice Chairman
DIN: 00082461

Ajit Jhunjhunwala
Managing Director
DIN: 00111872

Alok Pandey
CFO, Company Secretary

Statement of Profit & Loss for the year ended 31st March 2018

INR in Lakhs

	Note No.	For the year ended 31st March 2018	For the year ended 31st March 2017
Revenue			
Revenue From Operations	24	25,945.28	24,105.62
Other Income	25	1,327.67	1,188.82
		27,272.95	**25,294.44**
Expenses			
Cost of materials consumed	26	4,432.22	4,348.40
Purchase of Stock in Trade	27	85.72	70.15
Changes in inventories of finished goods, Stock-in-trade and work-in-progress	28	280.52	693.42
Excise duty		16.02	580.71
Employee benefits expense	29	3,780.76	3,434.57
Finance costs	30	83.52	133.80
Depreciation and amortisation expense	31	1,378.05	1,244.30
Other expenses	32	6,670.05	6,190.02
		16,726.86	**16,695.37**
Profit/(Loss) before Exceptional items & tax		**10,546.09**	**8,599.07**
Add: Exceptional Items		-	-
Profit/(Loss) Before Tax		**10,546.09**	**8,599.07**
Tax expense			
i) Current tax	33	3,355.75	1,832.87
ii) Deferred tax	33	(153.44)	547.59
Total tax expense		**3,202.31**	**2,380.46**
Profit/(Loss) for the year		**7,343.78**	**6,218.61**
Other Comprehensive Income			
i) Items that will not be reclassified to profit and loss	34	1,001.84	(1,454.99)
ii) Income tax relating to these items	33	(129.34)	173.55
Other Comprehensive Income for the year		**872.50**	**(1,281.44)**
Total Comprehensive Income for the year		**8,216.28**	**4,937.17**
Earnings per equity share	45		
Weighted-average number of equity shares (face value of INR 2 each)		5,67,16,438	5,55,00,000
Basic and diluted earnings per share (INR)		12.95	11.20
Significant accounting policies	1		
Key Accounting Estimates & Judgements	2.1		
Other notes to Financial Statements	3 to 49		

The notes referred to above form integral part of these financial statements

In terms of our report of even date

For **Singhi & Co.**
Chartered Accountants
Firm Registration no. 302049E

Navindra Kumar Surana
Partner
Membership Number : 053816

Place : Kolkata
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A.C. Chakrabortti
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Ajit Jhunjhunwala
Managing Director
DIN: 00111872

Alok Pandey
CFO, Company Secretary

Cash Flow Statement for the year ended 31st March 2018

INR in Lakhs

	For the year ended 31st March 2018	For the year ended 31st March 2017
A Cash Flow from Operating Activities		
Net Profit before Taxation	**10,546.09**	**8,599.07**
Adjustment for :		
Depreciation and amortisation expense	1,378.05	1,244.30
Amortisation of intitial payment of lease hold land classified as operating lease	2.77	2.77
Provision for doubtful receivable & advances (Net of write back)	23.99	18.42
Loss/(Gain) on disposal of property, plant and equipment	260.88	105.23
Interest Income	(27.23)	(25.32)
Finance costs	83.52	133.80
Dividend income	(50.18)	(43.75)
Unspent liability & unclaimed balances written back	(9.30)	(4.07)
Loss/(Gain) on Investments measured at fair value through Profit	(1,226.88)	(1,098.91)
Loss & Recovery against Provision for Doubtful Receivable	(3.53)	(1.20)
Operating Profit before working capital changes	**10,978.18**	**8,930.34**
Adjustment for working capital		
Decrease/(Increase) in Inventories	239.39	652.51
Decrease/(Increase) in Trade Receivables, Advances and Other Assets	(404.51)	(505.45)
Increase/(decrease) in Trade Payable and other liabilities	412.43	(15.67)
Net Cash generated from operating activities	**11,225.49**	**9,061.73**
Income Taxes paid (net of refunds)	(3,201.50)	(1,883.29)
Net Cash generated from Operating activities	**8,023.99**	**7,178.44**
B Cash flow from Investing activities		
Purchase of Property, Plant and Equipment	(3,577.89)	(1,562.03)
Purchase of Investments	(8,950.18)	(7,343.75)
Sale of Investments	5,506.45	3,569.43
Sale of Property, Plant and Equipment	70.90	98.80
Dividend Received	50.18	43.75
Interest Received	27.23	25.32
Net cash used in investing activities	**(6,873.31)**	**(5,168.48)**

Cash Flow Statement for the year ended 31st March 2018

INR in Lakhs

	For the year ended 31st March 2018	For the year ended 31st March 2017
C Cash flow from Financing activities		
Proceeds from Borrowings	372.61	(596.22)
Finance costs paid	(83.52)	(133.80)
Dividend and Dividend tax paid	(1335.97)	(1,194.80)
Net Cash (used in) Financing activities	**(1,046.88)**	**(1,924.82)**
Net Increase/(Decrease) in cash or cash equivalents (A+B+C)	103.80	85.14
Cash and Cash Equivalents at the beginning of the financial year (Refer Note 13 & 14)	175.31	90.17
Cash and Cash Equivalents at the end of the year (Refer Note 13 &14)*	**279.11**	**175.31**
*Includes the following balances which are available for use for specific purposes		
On Unpaid Dividend Account	33.40	28.71
Margin Money Deposit Account	-	0.70
Earmarked Balances with Banks	186.62	122.79
	220.02	**152.20**

Notes

i The above Statement of Cash Flows Statement has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard (Ind AS 7) - Statement of Cash Flows.

ii The above Statement of Cash Flows should be read in conjunction with the accompanying notes.

iii The amendments to Ind AS 7 Cash Flow statements requires the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flow and non- cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the Balance Sheet for liabilities arising from financing activities, to meet the disclosure requirement. This amendment has become effective from 1st April, 2017 and the required disclosure is made below. There is no other impact on the financial statements due to this amendment.

INR in Lakhs

	As at 31st March 2017	Cash Flow	Fair value changes	Current/ Non-current Classification	As at 31st March 2018
Borrowing-Current	12.98	372.61	-	-	385.59

The notes referred to above form integral part of these financial statements

In terms of our report of even date	For and on behalf of the Board of Directors	
For **Singhi & Co.** Chartered Accountants Firm Registration no. 302049E	**A.C. Chakrabortti** Chairman DIN: 00015622	
Navindra Kumar Surana Partner Membership Number : 053816	**Sushil Jhunjhunwala** Executive Vice Chairman DIN: 00082461	**Ajit Jhunjhunwala** Managing Director DIN: 00111872
Place : Kolkata Dated : 30.05.2018	**Alok Pandey** CFO, Company Secretary	

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

A Equity Share Capital

INR in Lakhs

Particulars	Balance as at 1st April, 2016	Changes in equity share capital during 2016-17	Balance as at 31st March 2017	Changes in equity share capital during 2017-18 (Refer Note No. 15(f))	Balance as at 31st March 2018
Equity shares with voting rights	1,110.00	-	1,110.00	1,110.00	2,220.00

B Other Equity

Particulars	Reserves and Surplus			Other comprehensive income - Reserve		Total
	Securities Premium Reserve	General reserve	Retained Earnings	Equity Instruments through Other Comprehensive Income	Remeasurement of the defined benefit plans	
Balance as at 1st April 2016	**5,620.27**	**4,150.00**	**14,382.61**	**14,482.41**	-	**38,635.29**
Profit for the year	-	-	6,218.61	-	-	6,218.61
Remeasurement of gain/ (loss) (Net of Tax)	-	-	-	-	(16.00)	(16.00)
Fair Valuation of equity instruments (Net of Tax)	-	-	-	(1,265.44)		(1,265.44)
Remeasurement of gain/ (loss) (Net of Tax) Transfer to Retained Earnings	-	-	(16.00)		16.00	-
	5,620.27	**4,150.00**	**20,585.22**	**13,216.97**	-	**43,572.46**
Adjustments					-	-
Transfer to General Reserve	-	1,000.00	(1,000.00)	-	-	-
Dividend for the year 2015-16 (Refer Note 16C)	-		(999.00)	-	-	(999.00)
Dividend Distribution Tax (Refer Note 16C)	-		(203.38)	-	-	(203.38)
Balance as at 31st March 2017	**5,620.27**	**5,150.00**	**18,382.84**	**13,216.97**	-	**42,370.08**
Profit for the year	-	-	7,343.78	-		7,343.78
Remeasurement of gain/ (loss) (Net of Tax)	-	-	-	-	(10.87)	(10.87)
Fair Valuation of equity instruments (Net of Tax)	-	-	-	883.37		883.37
Remeasurement of gain/ (loss) (Net of Tax) Transfer to Retained Earnings	-	-	(10.87)		10.87	-
	5,620.27	**5,150.00**	**25,715.75**	**14,100.34**	-	**50,586.36**
Adjustments				-	-	-
Issue of Bonus Shares (Refer note no. 15(f))	-	(1,110.00)	-	-	-	(1,110.00)
Dividend for the year 2016-17 (Refer Note 16C)	-	-	(1,110.00)	-	-	(1,110.00)
Dividend Distribution Tax(Refer Note 16C)	-	-	(225.97)	-	-	(225.97)
Balance as at 31st March 2018	**5,620.27**	**4,040.00**	**24,379.78**	**14,100.34**	-	**48,140.39**

The notes referred to above form integral part of these financial statements

In terms of our report of even date

For **Singhi & Co.**
Chartered Accountants
Firm Registration no. 302049E

Navindra Kumar Surana
Partner
Membership Number : 053816

Place : Kolkata
Dated : 30.05.2018

For and on behalf of the Board of Directors

A.C. Chakrabortti
Chairman
DIN: 00015622

Sushil Jhunjhunwala
Executive Vice Chairman
DIN: 00082461

Ajit Jhunjhunwala
Managing Diraector
DIN: 00111872

Alok Pandey
CFO, Company Secretary

Notes to the Financial Statements for the year ended 31st March 2018

Company Background

La Opala RG Limited ("the Company") is a public limited Company incorporated in India with its registered office in Kolkata, West Bengal, India. The Company is listed on the Bombay Stock Exchange (BSE) and the National Stock Exchange (NSE).

The Company is a leading manufacturer and marketer of life style product in the tableware segment. The Company has spread the wings beyond domestic arena and ventured into the leading market of the world.

1. SIGNIFICANT ACCOUNTING POLICIES

1.1 Basis of Preparation of financial statements

1.1.1. Compliance with Ind-AS

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards ("Ind-AS") as issued by the Ministry of Corporate Affairs ("MCA").

For all periods up to and including the year ended 31st March 2017, the Company had prepared its Standalone financial statements in accordance with accounting standards notified under the section 133 of the Companies Act 2013, read together with Rule 7 of the Companies (Accounts) Rules, 2014 [Previous GAAP].

These financial statements for the year ended 31st March 2018 are the first financial statement under Indian Accounting Standards ("Ind-AS") consequent to the notification of The Companies (Indian Accounting Standards) Rules, 2015 (the Rules) as amended issued by the MCA. Further, in accordance with the Rules, the Company has restated its Balance Sheet as at 1st April 2016 and financial statements for the year ended as at 31stMarch 2017 also as per Ind-AS. For preparation of opening balance sheet under Ind-AS as at 1st April, 2016, the Company has availed exemptions and first time adoption policies in accordance with Ind-AS 101 "First-time Adoption of Indian Accounting Standards", the details of which have been explained thereof in Note no. 37

1.1.2. Classification of current and non-current

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Ind AS 1 – Presentation of financial Statements and Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current/non-current classification of assets and liabilities.

1.1.3 Historical Cost Convention

These financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention, except for the following:

- Certain financial assets and liabilities (including derivative instruments) that is measured at fair value;
- defined benefit plans – plan assets measured at fair value;

1.2. Summary of Significant Accounting Policies

A. Property, Plant and Equipment

Measurement at recognition:
An item of property, plant and equipment that qualifies as an asset is measured on initial recognition at cost. Following initial recognition, items of property, plant and equipment are carried at its cost less accumulated depreciation and accumulated impairment losses.

The Company identifies and determines cost of each part of an item of property, plant and equipment separately, if the part has a cost which is significant to the total cost of that item of property, plant and equipment and has useful life that is materially different from that of the remaining item.

The cost of an item of property, plant and equipment comprises of its purchase price including import duties and other non-refundable purchase taxes or levies, directly attributable cost of bringing the asset to its working condition for its intended use and the initial estimate of decommissioning, restoration and similar liabilities, if any. Any trade discounts and rebates are deducted in arriving at the purchase price. Cost includes cost of replacing a part of a plant and equipment if the recognition criteria are met. Expenses directly attributable to new manufacturing facility during its construction period are capitalised if the recognition criteria are met. Expenditure related to plans, designs and drawings of buildings or plant and machinery is capitalised under relevant heads of property, plant and equipment if the recognition criteria are met.

Items such as spare parts, stand-by equipment and servicing equipment that meet the definition of property, plant and equipment are capitalised at cost and depreciated over their useful life. Costs in nature of repairs and maintenance are recognised in the Statement of Profit and Loss as and when incurred.

Capital work in progress and Capital advances:
Cost of assets not ready for intended use, as on the Balance Sheet date, is shown as capital work in progress. Advances given towards acquisition of fixed assets outstanding at each Balance Sheet date are disclosed as Other Non-Current Assets.

Depreciation:
Depreciation on each part of an item of property, plant and equipment is provided using the Straight Line Method based on the useful life of the asset as estimated by the management and is charged to the Statement of Profit and Loss as per the requirement of Schedule II of the Companies Act, 2013. The estimate of the useful life of the assets has been assessed based on technical advice which considers the nature of the asset, the usage of the asset, expected physical wear and tear, the operating conditions of the asset, anticipated technological changes, manufacturers warranties and maintenance support, etc. The estimated useful life of items of property, plant and equipment is mentioned below:

Asset Category	Useful Life
Building	30-60 Years
Plant and Equipment	7.5-25 Years
Furniture & Fixture	10 Years
Vehicles	8 Years
Office Equipment	3-5 Years

Freehold land is not depreciated. Leasehold land and Leasehold improvements are amortised over the period of the lease.

The useful lives, residual values of each part of an item of property, plant and equipment and the depreciation methods are reviewed at the end of each financial year. If any of these expectations differ from previous estimates, such change is accounted for as a change in an accounting estimate.

De-recognition:
The carrying amount of an item of property, plant and equipment is derecognised on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the De-recognition of an item of property, plant and equipment is measured as the difference between the net disposal proceeds and the carrying amount of the item and is recognised in the Statement of Profit and Loss when the item is derecognised.

B. Intangible assets

Measurement at recognition:
Intangible assets acquired separately are measured on initial recognition at cost. Intangible assets arising on acquisition of business are measured at fair value as at date of acquisition.

Notes to the Financial Statements for the year ended 31st March 2018

Internally generated intangibles including research cost are not capitalised and the related expenditure is recognised in the Statement of Profit and Loss in the period in which the expenditure is incurred. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment loss, if any.

Amortization:
Intangible Assets with finite lives are amortised on a Straight Line basis over the estimated useful economic life. The amortization expense on intangible assets with finite lives is recognised in the Statement of Profit and Loss. The estimated useful life of intangible assets is mentioned below:

	Years
Computer Software	5

The amortization period and the amortization method for an intangible asset with finite useful life is reviewed at the end of each financial year. If any of these expectations differ from previous estimates, such change is accounted for as a change in an accounting estimate.

De-recognition:
The carrying amount of an intangible asset is derecognised on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the De-recognition of an intangible asset is measured as the difference between the net disposal proceeds and the carrying amount of the intangible asset and is recognised in the Statement of Profit and Loss when the asset is derecognised.

C. Impairment of non-financial assets
Assets that have an indefinite useful life are not subject to amortization and are tested for impairment annually and whenever there is an indication that the asset may be impaired.

Assets that are subject to depreciation and amortization are reviewed for impairment, whenever events or changes in circumstances indicate that carrying amount may not be recoverable. Such circumstances include, though are not limited to, significant or sustained decline in revenues or earnings and material adverse changes in the economic environment.

An impairment loss is recognised whenever the carrying amount of an asset or its cash generating unit (CGU) exceeds its recoverable amount. The recoverable amount of an asset is the greater of its fair value less cost to sell and value in use. To calculate value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market rates and the risk specific to the asset. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the CGU to which the asset belongs. Fair value less cost to sell is the best estimate of the amount obtainable from the sale of an asset in an arm's length transaction between knowledgeable, willing parties, less the cost of disposal.

Impairment losses, if any, are recognised in the Statement of Profit and Loss. Impairment losses are reversed in the Statement of Profit and Loss only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined if no impairment loss had previously been recognised.

D. Revenue Recognition
Revenue is recognised when it is probable that economic benefits associated with a transaction flows to the Company in the ordinary course of its activities and the amount of revenue can be measured reliably. Revenue is measured at the fair value of the consideration received or receivable, net of returns, trade discounts and volume rebates allowed by the Company.

Revenue includes only the gross inflows of economic benefits, including excise duty, received and receivable by the Company, on its own account. Amounts collected on behalf of third parties such as sales tax /value added tax/goods and service tax (GST) are excluded from revenue.

- Sale of products: Revenue from sale of products is recognised when the Company transfers all significant risks and rewards of ownership to the buyer, while the Company retains neither continuing managerial involvement nor effective control over the products sold.

- Interest and dividends: Interest income is recognised using effective interest method. Dividend income is recognised when the right to receive payments established.

E. Government Grants

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Company will comply with all attached conditions.

Government grants relating to income are deferred and recognised in the profit or loss over the period necessary to match them with the costs that they are intended to compensate and presented within other operating income.

Government grants relating to the acquisition/construction of property, plant and equipment are included in non-current liabilities as deferred income and are credited to profit or loss on a straight-line basis over the expected lives of the related assets and presented within other operating income.

F. Inventories

Raw materials, work-in-progress, finished goods, packing materials, stores, spares, components, consumables and stock-in trade are carried at the lower of cost and net realizable value. However, materials and other items held for use in production of inventories are not written down below cost if the finished goods in which they will be incorporated are expected to be sold at or above cost. The comparison of cost and net realizable value is made on an item-by item basis.

In determining the cost of raw materials first in first out (FIFO) cost method is used. In determining the cost of packing materials, stock-in-trade, stores, spares, components and consumables, weighted average cost method is used. Cost of inventory comprises all costs of purchase, duties, taxes (other than those subsequently recoverable from tax authorities) and all other costs incurred in bringing the inventory to their present location and condition.

Cost of finished goods and work-in-progress includes the cost of raw materials, packing materials, an appropriate share of fixed and variable production overheads as applicable and other costs incurred in bringing the inventories to their present location and condition. Fixed production overheads are allocated on the basis of normal capacity of production facilities.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

G. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

G.1. Financial Assets

- **Initial recognition and measurement:** The Company recognises a financial asset in its Balance Sheet when it becomes party to the contractual provisions of the instrument. All financial assets are recognised initially at fair value, plus in the case of financial assets not recorded at fair value through profit or loss (FVTPL), transaction costs that are attributable to the acquisition of the financial asset.

  Where the fair value of a financial asset at initial recognition is different from its transaction price, the difference between the fair value and the transaction price is recognised as a gain or loss in the Statement of Profit and Loss at initial recognition if the fair value is determined through a quoted market price in an active market for an identical asset (i.e. level 1 input) or through a valuation technique that uses data from observable markets (i.e. level 2 input).

  In case the fair value is not determined using a level 1 or level 2 input as mentioned above, the difference between the fair value and transaction price is deferred appropriately and

recognised as a gain or loss in the Statement of Profit and Loss only to the extent that such gain or loss arises due to a change in factor that market participants take into account when pricing the financial asset.

However, trade receivables that do not contain a significant financing component are measured at transaction price.

- **Subsequent measurement:** For subsequent measurement, the Company classifies a financial asset in accordance with the below criteria:

  - The Company's business model for managing the financial asset and
  - The contractual cash flow characteristics of the financial asset.

  Based on the above criteria, the Company classifies its financial assets into the following categories:

  - Financial assets measured at amortised cost
  - Financial assets measured at fair value through other comprehensive income (FVTOCI)
  - Financial assets measured at fair value through profit or loss (FVTPL)

- **Financial assets measured at amortised cost:** A financial asset is measured at the amortised cost if both the following conditions are met:

  The Company's business model objective for managing the financial asset is to hold financial assets in order to collect contractual cash flows, 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.

  This category applies to cash and bank balances, trade receivables, loans and other financial assets of the Company (Refer Note 35 for further details). Such financial assets are subsequently measured at amortised cost using the effective interest method.

  Under the effective interest method, the future cash receipts are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortization using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial asset over the relevant period of the financial asset to arrive at the amortised cost at each reporting date. The corresponding effect of the amortization under effective interest method is recognised as interest income over the relevant period of the financial asset. The same is included under other income in the Statement of Profit and Loss.

  The amortised cost of a financial asset is also adjusted for loss allowance, if any.

- **Financial assets measured at FVTOCI:** A financial asset is measured at FVTOCI if both of the following conditions are met:

  - The Company's business model objective for managing the financial asset is achieved both by collecting contractual cash flows and selling the 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.

  The Company, through an irrevocable election at initial recognition, has measured investments in equity instruments at FVTOCI. This equity instruments are neither held for trading nor are contingent consideration recognised under a business combination. Pursuant to such irrevocable election, subsequent changes in the fair value of such equity instruments are recognised in OCI. However, the Company recognises dividend income from such instruments in the Statement of Profit and Loss.

  On De-recognition of such financial assets, cumulative gain or loss previously recognised in OCI is not reclassified from the equity to Statement of Profit and Loss. However, the Company may transfer such cumulative gain or loss into retained earnings within equity.

- **Financial assets measured at FVTPL:** A financial asset is measured at FVTPL unless it is measured at amortised cost or at FVTOCI as explained above.

This is a residual category applied to all other investments of the Company. Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognised in the Statement of Profit and Loss.

- **De-recognition:** A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognised (i.e. removed from the Company's Balance Sheet) when any of the following occurs:

- The contractual rights to cash flows from the financial asset expires;
- The Company transfers its contractual rights to receive cash flows of the financial asset and has substantially transferred all the risks and rewards of ownership of the financial asset;
- The Company retains the contractual rights to receive cash flows but assumes a contractual obligation to pay the cash flows without material delay to one or more recipients under a 'pass-through' arrangement (thereby substantially transferring all the risks and rewards of ownership of the financial asset);
- The Company neither transfers nor retains substantially all risk and rewards of ownership and does not retain control over the financial asset.

In cases where Company has neither transferred nor retained substantially all of the risks and rewards of the financial asset, but retains control of the financial asset, the Company continues to recognise such financial asset to the extent of its continuing involvement in the financial asset. In that case, the Company also recognises an associated liability. The financial asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

On De-recognition of a financial asset [except as mentioned in above for financial assets measured at FVTOCI] difference between the carrying amount and the consideration received is recognised in the Statement of Profit and Loss.

- **Impairment of financial assets:** The Company applies expected credit losses (ECL) model for measurement and recognition of loss allowance on the following:
  - Trade receivables
  - Financial assets measured at amortised cost (other than trade receivables and lease receivables)
  - Financial assets measured at fair value through other comprehensive income (FVTOCI)

In case of trade receivables, the Company follows a simplified approach wherein an amount equal to lifetime ECL is measured and recognised as loss allowance.

In case of other assets, the Company determines if there has been a significant increase in credit risk of the financial asset since initial recognition. If the credit risk of such assets has not increased significantly, an amount equal to 12-month ECL is measured and recognised as loss allowance. However, if credit risk has increased significantly, an amount equal to lifetime ECL is measured and recognised as loss allowance. Subsequently, if the credit quality of the financial asset improves such that there is no longer a significant increase in credit risk since initial recognition, the Company reverts to recognizing impairment loss allowance based on 12-month ECL.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original effective interest rate.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial asset. 12-month ECL are a portion of the lifetime ECL which result from default events that are possible within 12 months from the reporting date. ECL are measured in a manner that they reflect unbiased and probability weighted amounts determined by a range of outcomes, taking into account the time value of money and other reasonable information available as a result of past events, current conditions and forecasts of future economic conditions.

As a practical expedient, the Company uses a provision matrix to measure lifetime ECL on its portfolio of trade receivables. The provision matrix is prepared based on historically observed default rates over the expected life of trade receivables and is adjusted for forward-looking estimates. At each reporting date, the historically observed default rates and changes in the forward-looking estimates are updated.

ECL impairment loss allowance (or reversal) recognised during the period is recognised as income/ expense in the Statement of Profit and Loss.

G.2. Financial liabilities and equity instruments

Classification as debt or equity
Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

G.2.1. Equity instruments
An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs.

G.2.2. Financial liabilities

- **Initial recognition and measurement:** The Company recognises a financial liability in its Balance Sheet when it becomes party to the contractual provisions of the instrument. All financial liabilities are recognised initially at fair value minus, in the case of financial liabilities not recorded at fair value through profit or loss (FVTPL), transaction costs that are attributable to the acquisition of the financial liability.

  Where the fair value of a financial liability at initial recognition is different from its transaction price, the difference between the fair value and the transaction price is recognised as a gain or loss in the Statement of Profit and Loss at initial recognition if the fair value is determined through a quoted market price in an active market for an identical asset (i.e. level 1 input) or through a valuation technique that uses data from observable markets (i.e. level 2 input).

  In case the fair value is not determined using a level 1 or level 2 input as mentioned above, the difference between the fair value and transaction price is deferred appropriately and recognised as a gain or loss in the Statement of Profit and Loss only to the extent that such gain or loss arises due to a change in factor that market participants take into account when pricing the financial liability

- **Subsequent measurement:** All financial liabilities of the Company are subsequently measured at amortised cost using the effective interest method.

  Under the effective interest method, the future cash payments are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortization using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial liability over the relevant period of the financial liability to arrive at the amortised cost at each reporting date. The corresponding effect of the amortization under effective interest method is recognised as interest expense over the relevant period of the financial liability. The same is included under finance cost in the Statement of Profit and Loss.

- **De-recognition:** A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid is recognised in the Statement of Profit and Loss.

H. Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

I. Derivatives

The Company enters into certain derivative contracts to hedge risks which are not designated as hedges. Such contracts are accounted for at fair value through profit or loss and are included in other income/ expenses.

J. Fair Value

The Company measures financial instruments at fair value in accordance with the accounting policies mentioned above. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy that categorises into three levels, described as follows, the inputs to valuation techniques used to measure value. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1 inputs) and the lowest priority to unobservable inputs (Level 3 inputs).

- Level 1 - quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly
- Level 3 - inputs that are unobservable for the asset or liability

For assets and liabilities that are recognised in the financial statements at fair value on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization at the end of each reporting period and discloses the same.

K. Foreign Currency Translation

- **Initial Recognition:** On initial recognition, transactions in foreign currencies entered into by the Company are recorded in the functional currency (i.e. Indian Rupees), by applying to the foreign currency amount, the spot exchange rate between the functional currency and the foreign currency at the date of the transaction. Exchange differences arising on foreign exchange transactions settled during the year are recognised in the Statement of Profit and Loss.
- **Measurement of foreign currency items at reporting date:** Foreign currency monetary items of the Company are translated at the closing exchange rates. Non-monetary items

Notes to the Financial Statements for the year ended 31st March 2018

that are measured at historical cost in a foreign currency are translated using the exchange rate at the date of the transaction. Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is measured. Exchange differences arising out of these translations are recognised in the Statement of Profit and Loss.

L. Income Taxes

Tax expense is the aggregate amount included in the determination of profit or loss for the period in respect of current tax and deferred tax.

- **Current tax:** Current tax is the amount of income taxes payable in respect of taxable profit for a period. Taxable profit differs from 'profit before tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible under the Income Tax Act, 1961.

  Current tax is measured using tax rates that have been enacted by the end of reporting period for the amounts expected to be recovered from or paid to the taxation authorities.

- **Deferred tax:** Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit under Income Tax Act, 1961.

  Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences, carry forward of unused tax credit (MAT Credit Entitlement) and any unused tax losses. Deferred tax assets are recognised to the extent it is probable that taxable profits will be available against which those deductible temporary difference can be utilised. In case of temporary differences that arise from initial recognition of assets or liabilities in a transaction that affect neither the taxable profit nor the accounting profit, deferred tax assets are not recognised. The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow the benefits of part or all of such deferred tax assets to be utilised.

- **Minimum Alternative Tax (MAT)** is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. In the year in which the MAT credit becomes eligible to be recognised as an asset, the said asset is created by way of credit to the statement of profit and loss and included in deferred tax assets. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT entitlement to the extent there is no longer convincing evidence to the effect that the Company will pay normal income tax during the specified period.

  Deferred tax assets and liabilities are measured at the tax rates that have been enacted or substantively enacted by the Balance Sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled.

- **Presentation of current and deferred tax:** Current and deferred tax are recognised as income or an expense in the Statement of Profit and Loss, except when they relate to items that are recognised in Other Comprehensive Income, in which case, the current and deferred tax income/expense are recognised in Other Comprehensive Income.

  The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognised amounts and where it intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously. In case of deferred tax assets and deferred tax liabilities, the same are offset if the Company has a legally enforceable right to set off corresponding current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority on the Company.

M. Provisions, Contingent Liabilities & Contingent Assets

The Company recognises provisions when a present obligation (legal or constructive) as a result of a past event exists and it is probable that an outflow of resources embodying economic benefits will be required to settle such obligation and the amount of such obligation can be reliably estimated.

If the effect of time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

Contingent assets usually arise from unplanned or other unexpected events that give rise to the possibility of an inflow of economic benefits. Contingent Assets are not recognised though are disclosed, where an inflow of economic benefits is probable.

N. Cash and Cash Equivalents

Cash and Cash equivalents for the purpose of Cash Flow Statement comprise cash and cheques in hand, bank balances and demand deposits with banks where the original maturity is three months or less.

O. Employee Benefits

- **Short Term Employee Benefits:** All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits and they are recognised as an expense at the undiscounted amount in the Statement of Profit & Loss of the year in which related service is rendered.

- **Post-Employment Benefits:**
  - **Provident Fund scheme:** Retirement benefit in the form of Provident Fund is a defined contribution scheme and the Company recognises contribution payable to the provident fund scheme as expenditure when an employee renders the related service. The Company has no obligations other than the contribution payable to the respective funds.

  - **Gratuity scheme:** Gratuity liability, being a defined benefit obligation, is provided for on the basis of an actuarial valuation on projected unit credit method made at the end of each financial year.

  - **Recognition and measurement of Defined Benefit plans:** The cost of providing defined benefits is determined using the Projected Unit Credit method with actuarial valuations being carried out at each reporting date. The defined benefit obligations recognised in the Balance Sheet represent the present value of the defined benefit obligations as reduced by the fair value of plan assets, if applicable. Any defined benefit asset (negative defined benefit obligations resulting from this calculation) is recognised representing the present value of available refunds and reductions in future contributions to the plan.

    All expenses represented by current service cost, past service cost, if any, and net interest on the defined benefit liability / (asset) are recognised in the Statement of Profit and Loss. Re-measurements of the net defined benefit liability/ (asset) comprising actuarial gains and losses and the return on the plan assets, are recognised in Other Comprehensive Income. Such re-measurements are not reclassified to the Statement of Profit and Loss in the subsequent periods. Re-measurement of defined benefit plans is recognised as a part of retained earnings in statement of changes in equity as per Division II of Schedule III of the Companies Act, 2013.

The Company presents the above liability/(asset) as current and non-current in the Balance Sheet as per actuarial valuation by the independent actuary;

P. Leases

Leases are classified as finance leases whenever the terms of the lease transfers substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

The Company as lessor

Amounts due from lessees' under finance leases are recorded as receivables at the amount of net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the Company's net investment outstanding in respect of the leases. Rental income from operating leases is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight-line basis over the lease term.

The Company as lessee

Assets held under finance leases are initially recognised at their fair value at the inception of the lease or, if lower, at the present value of the minimum lease payments. The corresponding liability to the lessor is included in the balance sheet as a finance lease obligation.

Lease payments are apportioned between finance charges and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are charged directly to the statement of profit and loss, unless they are directly attributable to qualifying assets, in which case they are capitalised in accordance with the Company's general policy on borrowing costs. Contingent rentals are recognised as expenses in the periods in which they are incurred.

Operating lease payments are recognised as an expense on a straight-line basis over the lease term, except where another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed. Variable increases in lease payments which are linked to an inflation price index are considered as contingent rentals and are recognised on a straight-line basis. Contingent rentals arising under operating leases are recognised as an expense in the period in which they are incurred.

In the event that lease incentives are received to enter into operating leases, such incentives are recognised as a liability. The aggregate benefit of incentives is recognised as a reduction of rental expense on a straight-line basis, except where another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

Q. Borrowing Cost

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs, if any, directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised, if any. All other borrowing costs are expenses in the period in which they occur.

R. Events after Reporting date

Where events occurring after the Balance Sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted within the financial statements. Otherwise, events after the Balance Sheet date of material size or nature are only disclosed.

S. Research and Development

Expenditure on research is recognised as an expense when it is incurred. Expenditure on development which does not meet the criteria for recognition as an intangible asset is recognised as an expense when it is incurred.

Items of property, plant and equipment and acquired Intangible Assets utilised for Research and Development are capitalised and depreciated in accordance with the policies stated for Property, Plant and Equipment and Intangible Assets.

T. Earnings Per Share

Basic earning per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earning per share, the net profit or loss for the period attributable to equity shareholders are divided with the weighted average number of shares outstanding during the year after adjustment for the effects of all dilutive potential equity shares.

U. Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performance of the operating segments of the Company.

V. Non-Current Assets held for sale

The Company classifies non-current assets as held for sale if their carrying amounts will be recovered principally through a sale rather than through continuing use of the assets and actions required to complete such sale indicate that it is unlikely that significant changes to the plan to sell will be made or that the decision to sell will be withdrawn. Also, such assets are classified as held for sale only if the management expects to complete the sale within one year from the date of classification. Non-current assets classified as held for sale are measured at the lower of their carrying amount and the fair value less cost to sell. Non-current assets are not depreciated or amortised.

2.1. Key Accounting Estimates & Judgements:

The preparation of the Company's financial statements requires the management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below:

2.1.1. Impairment of Non-current Assets

Ind AS 36 requires that the Company assesses conditions that could cause an asset or a Cash Generating Unit (CGU) to become impaired and to test recoverability of potentially impaired assets. These conditions include internal and external factors such as the Company's market capitalization, significant changes in the Company's planned use of the assets or a significant adverse change in the expected prices, sales volumes or raw material cost. The identification of CGUs involves judgment, including assessment of where active markets exist, and the level of interdependency of cash inflows. CGU is usually the individual plant, unless the asset or asset Company is an integral part of a value chain where no independent prices for the intermediate products exist, a Company of plants is combined and managed to serve a common market, or where circumstances otherwise indicate significant interdependencies.

Determination of the recoverable amount involves management estimates on highly uncertain matters, such as commodity prices and their impact on markets and prices for upgraded products, development in demand, inflation, operating expenses and tax and legal systems. The Company uses internal business plans, quoted market prices and the Company's best estimate of commodity prices, currency rates, discount rates and other relevant information. A detailed forecast is developed for a period of three to five years with projections thereafter. The Company does not include a general growth factor to volumes or cash flows for the purpose of impairment tests, however, cash flows are generally increased by expected inflation and market recovery towards previously observed volumes is considered.

2.1.2. Employee retirement plans

The Company provides defined benefit employee retirement plans. Measurement of obligations under such plans require numerous assumptions and estimates that can have a significant impact on the recognised costs and obligation, such as future salary level, discount rate, attrition rate and mortality etc.

2.1.3. Income taxes

The Company calculates income tax expense based on reported income. Deferred income tax expense is calculated based on the differences between the carrying value of assets and liabilities for financial reporting purposes and their respective tax basis that are considered temporary in nature. Valuation of deferred tax assets is dependent on management's assessment of future recoverability of the deferred benefit. Expected recoverability may result from expected taxable income in the future, planned transactions or planned tax optimizing measures. Economic conditions may change and lead to a different conclusion regarding recoverability.

2.1.4. Classification of leases

The Company enters into leasing arrangements for various assets. The classification of the leasing arrangement as a finance lease or operating lease is based on an assessment of several factors, including, but not limited to, transfer of ownership of leased asset at end of lease term, lessee's option to purchase and estimated certainty of exercise of such option, proportion of lease term to the asset's economic life, proportion of present value of minimum lease payments to fair value of leased asset and extent of specialised nature of the leased asset.

2.1.5. Useful lives of depreciable/ amortisable assets (tangible and intangible)

Management reviews its estimate of the useful lives of depreciable/ amortisable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical and economic obsolescence that may change the utility of certain software, customer relationships, IT equipment and other plant and equipment.

2.1.6. Recoverability of advances/ receivables

At each balance sheet date, based on discussions with the respective counter-parties and internal assessment of their credit worthiness, the management assesses the recoverability of outstanding receivables and advances. Such assessment requires significant management judgement based on financial position of the counter-parties, market information and other relevant factor.

2.1.7. Fair value measurements

The Company applies valuation techniques to determine the fair value of financial instruments (where active market quotes are not available) and non-financial assets. This involves developing estimates and assumptions consistent with the market participants to price the instrument. The Company's assumptions are based on observable data as far as possible, otherwise on the best information available. Estimated fair values may vary from the actual prices that would be achieved in an arm's length transaction at the reporting date.

2.1.8. Contingent assets and liabilities, uncertain assets and liabilities

Liabilities that are uncertain in timing or amount are recognised when a liability arises from a past event and an outflow of cash or other resources is probable and can be reasonably estimated. Contingent liabilities are possible obligations where a future event will determine whether Company will be required to make a payment to settle the liability, or where the size of the payment cannot be determined reliably. Material contingent liabilities are disclosed unless a future payment is considered remote. Evaluation of uncertain liabilities and contingent liabilities and assets requires judgment and assumptions regarding the probability of realization and the timing and amount, or range of amounts, that may ultimately be incurred. Such estimates may vary from the ultimate outcome as a result of differing interpretations of laws and facts.

Notes to the Financial Statements for the year ended 31st March 2018

2.2. New Standards / Amendments to Existing Standard issued but not yet effective upto the date of issuance of the Company's Financial Statement are disclosed below:

2.2.1. Ind AS 115-Revenue from Contracts with Customers.

The Ministry of corporate affair (MCA) on 28th March 2018 has notified new Indian Accounting Standard as mentioned above. The new standard will come to into force from accounting period commencing on or after 1st April 2018. It replaces existing recognition guidance, including Ind AS 18 Revenue and Ind AS 11 Construction contract. The standard is likely to affect the measurement, recognition and disclosure of revenue. The Company has evaluated and there is no material impact of this amendment on the Financial Statement of the Company except disclosure. The Company will adopt the Ind AS 115 on the required effective date.

2.2.2. The MCA on 28th March 2018 issued certain amendments to various Ind AS detailed below.

A. Ind AS 40, Investment property – The amendment lays down and clarifies the principle regarding when a company shall transfer assets to, or from, investment property. The amendment will come into force from accounting period commencing on or after 1st April 2018. The Company has evaluated and there is no impact of this amendment to the Financial Statement of the Company.

B. Appendix B to Ind AS 21, The Effect of Changes in Foreign Exchange Rates – The amendments to Ind AS 21 addresses issue to determine the date of transactions for the purpose of determining the exchange rate to be used on initial recognition of related assets, expenses or income when entity has received or paid advances in foreign currencies. The amendment will come into force from accounting period commencing on or after 1st April 2018. The Company has evaluated this amendment and impact of this amendment will not be material.

C. Ind AS 12, Income Tax- The amendment to Ind AS 12 explain that determining temporary difference and estimating future taxable profit against which deductible temporary are assessed for utilisation are two separate steps and carrying amount of an assets is relevant to only determine temporary difference. The Carrying amount of an asset does not limit the estimation of probable future taxable profits. The amendment considers that:

*The tax laws determine which deductions are offset against taxable income in determining taxable profits.

*No deferred tax asset is recognised if the reversal of the deductible temporary difference will not lead to tax deductions.

The amendment to Ind AS 12 Income Tax will come into force from accounting period commencing on or after 1st April 2018. The management has evaluated this amendment and there is no impact of this amendment to the financial statement of the Company.

Notes to the Financial Statements for the year ended 31st March 2018

3. Property, plant and equipment

INR in Lakhs
(For the year ended 31st March 2018)

Description	Gross block				Accumulated depreciation				Net block	Net block
	1st April 2017	Additions / adjustments	Deductions	31st March 2018	1st April 2017	For the Year	Deductions	31st March 2018	31st March 2018	31st March 2017
Freehold land	267.81	-	-	267.81	-	-	-	-	267.81	267.81
Land Improvement	38.24	-	-	38.24	4.67	0.42	-	5.09	33.15	33.57
Building	2,759.15	1,237.65	-	3,996.80	743.79	94.65	-	838.44	3,158.36	2,015.37
Plant and machinery	14,014.80	2,730.22	455.68	16,289.34	5,766.27	1,233.74	123.88	6,876.13	9,413.21	8,248.53
Furniture and fixtures	319.36	37.42	-	356.78	208.61	27.51	-	236.12	120.66	110.75
Vehicles	137.72	-	-	137.72	61.67	17.65	-	79.32	58.39	76.05
Office equipment's	60.05	8.99	-	69.04	54.22	2.69	-	56.91	12.13	5.83
Total	**17,597.13**	**4,014.28**	**455.68**	**21,155.73**	**6,839.23**	**1,376.66**	**123.88**	**8,092.01**	**13,063.73**	**10,757.90**

INR in Lakhs
(For the year ended 31st March 2017)

Description	Gross block				Accumulated depreciation				Net block	Net block
	1st April 2016	Additions / adjustments	Deductions	31st March 2017	1st April 2016	For the Year	Deductions	31st March 2017	31st March 2017	1st April 2016
Freehold land	267.81	-	-	267.81	-	-	-	-	267.81	267.81
Land Improvement	38.24	-	-	38.24	4.25	0.42	-	4.67	33.57	33.99
Building	2,622.67	136.48	-	2,759.15	652.35	91.44	-	743.79	2,015.37	1,970.32
Plant and machinery	13,031.70	1,379.46	396.36	14,014.80	4,864.10	1,099.77	197.60	5,766.27	8,248.53	8,167.60
Furniture and fixtures	311.87	7.49	-	319.36	176.10	32.51	-	208.61	110.75	135.77
Vehicles	146.23	9.88	18.39	137.72	57.02	17.78	13.13	61.67	76.05	89.22
Office equipment's	58.18	1.87	-	60.05	52.50	1.72	-	54.22	5.83	5.68
Total	**16,476.70**	**1,535.18**	**414.75**	**17,597.13**	**5,806.32**	**1,243.64**	**210.73**	**6,839.23**	**10,757.90**	**10,670.39**

Notes to the Financial Statements for the year ended 31st March 2018

4. Capital work in Progress

INR in Lakhs

Description	1st April 2016	Additions / adjustments	Capitalised during the year	31st March 2017	Additions / adjustments	Capitalised during the year	31st March 2018
Capital Work in Progress	104.30	1,554.91	1,535.18	124.03	3,893.83	4,014.28	3.58
Total	104.30	1,554.91	1,535.18	124.03	3,893.83	4,014.28	3.58

5. Intangible assets

INR in Lakhs
(For the year ended 31st March 2018)

Description	Gross block				Accumulated depreciation				Net block	Net block
	1st April 2017	Additions / adjustments	Deductions	31st March 2018	1st April 2017	For the Year	Deductions	31st March 2018	31st March 2018	31st March 2017
Computer Software	8.45	0.18	-	8.63	1.99	1.39	-	3.38	5.25	6.46
Total	8.45	0.18	-	8.63	1.99	1.39	-	3.38	5.25	6.46

INR in Lakhs
(For the year ended 31st March 2017)

Description	Gross block				Accumulated depreciation				Net block	Net block
	1st April 2016	Additions / adjustments	Deductions	31st March 2017	1st April 2016	For the Year	Deductions	31st March 2017	31st March 2017	1st April 2016
Computer Software	1.33	7.12	-	8.45	1.33	0.66	-	1.99	6.46	-
Total	1.33	7.12	-	8.45	1.33	0.66	-	1.99	6.46	-

6. Investments

INR in Lakhs

	Face Value per share (₹)	Quantity	Non Current Amount		
			31st March 2018	31st March 2017	1st April 2016
Equity investments designated at Fair Value through Other Comprehensive Income					
Investments in Quoted Equity Instruments					
Equity shares of INR 10 each fully paid-up in Genesis Exports Ltd	10	75,330	15,968.45	14,949.99	16,380.51
			15,968.45	**14,949.99**	**16,380.51**

Aggregate Quoted Investments-At cost	**8.80**	**8.80**	**8.80**
Aggregate Quoted Investments-At Market Value	**15,968.45**	**14,949.99**	**16,380.51**

	As at 31st March 2018		As at 31st March 2017		As at 1st April 2016	
	Quantity	Amount	Quantity	Amount	Quantity	Amount
6. Current Investments						
Investments designated at Fair Value through Profit and Loss						
Investments in Mutual funds (Unquoted)						
Franklin India Short term Income Plan - Direct	1,49,694	5,723.02	15,895	556.78	15,895	497.83
Birla Sun Life Short Term Fund-Growth Regular Plan	42,28,527	2,808.20	42,28,527	2,633.18	42,28,527	2,405.08
HDFC Short Term Plan	74,02,578	2,549.00	74,02,578	2,399.16	74,02,578	2,190.42
ICICI Prudential Regular Saving Fund Growth	1,16,07,908	2,259.10	83,64,453	1,509.55	-	-
ICICI Prudential Short Term Direct Plan Growth Option	45,55,576	1,707.59	45,55,576	1,595.85	-	-
Kotak Equity Arbitrage Fund - Direct Fortnight Dividend	64,44,001	1,518.08	-	-	-	-
SBI Short Term Debt Fund Regular Plan Growth	46,59,572	933.13	1,37,61,874	2,601.12	1,37,61,874	2,384.18
SBI Corporate Bond Fund Direct	28,33,604	815.01	-	-	-	-
Kotak Income Opp. Fund Direct Plan Growth	37,91,223	761.03	37,91,223	707.73	-	-
HDFC Short Term Opportunities Fund	34,74,201	666.17	34,74,201	624.94	34,74,201	573.93
Franklin India Short term Income Plan - Retail Plan	6,526	239.50	71,995	2,437.84	71,995	2,193.92

Notes to the Financial Statements for the year ended 31st March 2018

	As at 31st March 2018		As at 31st March 2017		As at 1st April 2016	
	Quantity	Amount	Quantity	Amount	Quantity	Amount
HDFC Equity Opportunities Fund -II Series	20,00,000	193.72	-	-	-	-
IDFC Arbitage Fund - Monthly Dividend	-	-	8,50,772	110.71	-	-
SBI Ultra Short Term Debt Fund - Daily Dividend	-	-	-	-	8,466	85.17
Birla Sun Life Short Term Opportunities Fund	-	-	12,01,653	326.05	12,01,653	297.95
		20,173.55		**15,502.91**		**10,628.48**
Aggregate Un-Quoted Investments- At cost		17,786.46		13,313.16		9,537.55
Aggregate Un-Quoted Investments- At Market Value		20,173.55		15,502.91		10,628.48
Aggregate amount of Impairment in value of Unquoted Investments		-		-		-

7. Loans

INR in Lakhs

	Non - Current			Current		
	31st March 2018	31st March 2017	1st April 2016	31st March 2018	31st March 2017	1st April 2016
(Unsecured, considered good unless otherwise stated)						
Security deposits	348.85	324.13	213.26	40.00	40.00	40.00
	348.85	**324.13**	**213.26**	**40.00**	**40.00**	**40.00**

No Loans are due from directors or other officers of the Company either severally or jointly with any other person. Nor any loan are due from firms or private companies respectively in which any director is a partner, a director or a member.

8. Others Financial Assets

INR in Lakhs

	Non - Current			Current		
	31st March 2018	31st March 2017	1st April 2016	31st March 2018	31st March 2017	1st April 2016
Advances recoverable in cash or in kind (Unsecured)						
Unsecured, Considered Good	4.55	4.00	4.12	6.18	4.79	38.26
Interest accrued on deposits	-	-	-	20.57	20.80	13.92
Licence in hand	-	-	-	16.02	20.16	2.50
Accrued Export and Other Incentives	-	-	-	82.13	105.80	95.14
	4.55	**4.00**	**4.12**	**124.90**	**151.55**	**149.82**

9. Income tax asset

INR in Lakhs

	Non - Current			Current		
	31st March 2018	31st March 2017	1st April 2016	31st March 2018	31st March 2017	1st April 2016
Advance payment of Tax (net of provisions)	0.61	0.61	0.35	-	-	-
Income Tax Refundable	8.24	8.24	8.24	-	-	-
Income Tax Receivable	1.01	1.01	1.01	-	-	-
FBT Refundable	0.06	0.06	0.06	-	-	-
	9.92	**9.92**	**9.66**	-	-	-

10. Other non current assets

INR in Lakhs

	Non - Current			Current		
	31st March 2018	31st March 2017	1st April 2016	31st March 2018	31st March 2017	1st April 2016
Capital Advance						
Unsecured, Considered Good	8.80	429.90	604.00	-	-	-
Unsecured, Considered Doubtful	1.42	1.42	1.42	-	-	-
Less: Provision for doubtful advances	(1.42)	(1.42)	(1.42)	-	-	-
	8.80	**429.90**	**604.00**	-	-	-
Other Advances						
Advance paid to suppliers (Unsecured Considered Goods)	-	-	-	94.70	101.37	260.14
Unsecured, Considered Doubtful	-	-	-	7.37	7.37	7.37
Less: Provision for doubtful advances	-	-	-	(7.37)	(7.37)	(7.37)
	-	-	-	**94.70**	**101.37**	**260.14**
Prepaid Expenses	217.98	216.30	219.07	40.30	26.96	26.65
Balance with Customs, Port Trusts, Excise etc.	-	-	-	30.04	51.17	32.47
Other receivables						
Unsecured, Considered Goods	-	-	-	1.32	1.58	3.42
Unsecured, Considered Doubtful	15.24	27.06	25.88	-	-	-
Less: Provision for doubtful advances	(15.24)	(27.06)	(25.88)	-	-	-
	217.98	**216.30**	**219.07**	**71.66**	**79.71**	**62.54**
	226.78	**646.20**	**823.07**	**166.36**	**181.08**	**322.68**

11. Inventories

INR in Lakhs

	31st March 2018	31st March 2017	1st April 2016
(As valued and certified by management)			
Work in Progress	1,494.79	1,676.16	2,434.47
Finished Goods	398.30	485.14	388.13
Raw Materials	547.15	500.01	583.63
Packing Material	148.12	188.84	145.11
Stores & Spares(including Oil & Repair Stock)	537.09	502.36	421.57
Stock in Trade	27.50	39.81	71.93
	3,152.95	**3,392.32**	**4,044.84**
The above includes goods-in-transit as under:			
Raw Materials	0.38	14.74	7.19
Stores & Spares(including Oil & Repair Stock)	7.65	34.13	24.61

12. Trade receivable

INR in Lakhs

	Current		
	31st March 2018	31st March 2017	1st April 2016
Secured	144.95	148.51	138.91
Unsecured			
Considered good	3,942.34	3,112.70	2,432.06
Considered doubtful	41.22	27.43	25.13
	4,128.51	**3,288.64**	**2,596.10**
Less: Allowance for credit losses	(41.22)	(27.43)	(25.13)
	4,087.29	**3,261.21**	**2,570.97**

Trade receivables are non-interest bearing and are generally on terms of 45 to 60 days.

No trade or other receivables are due from directors or other officers of the Company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

Ageing (As on 31st March 2018)	0-30 days old	30-60 days old	60-90 days old	>90 days old	Total
Gross carrying amount	3,232.97	541.31	274.34	79.89	4,128.51
Expected loss rate					1.00%
Expected credit loss provision	22.63	8.93	7.54	2.12	41.22
Carrying amount of trade receivables (Net of impairment)	**3,210.34**	**532.38**	**266.80**	**77.77**	**4,087.29**

Ageing (As on 31st March 2017)	0-30 days old	30-60 days old	60-90 days old	>90 days old	Total
Gross carrying amount	2,736.28	392.33	43.22	116.81	3,288.64
Expected loss rate					0.83%
Expected credit loss provision	15.81	6.29	1.17	4.16	27.43
Carrying amount of trade receivables (Net of impairment)	**2,720.47**	**386.04**	**42.05**	**112.65**	**3,261.21**

Ageing (As on 1st April 2016)	0-30 days old	30-60 days old	60-90 days old	>90 days old	Total
Gross carrying amount	2,275.22	175.00	43.57	102.31	2,596.10
Expected loss rate					0.97%
Expected credit loss provision	19.05	2.32	1.18	2.58	25.13
Carrying amount of trade receivables (Net of impairment)	**2,256.17**	**172.68**	**42.39**	**99.73**	**2,570.97**

Reconciliation of expected credit loss provision

Particulars	Unlisted equity securities
As at 1st April 2016	**25.13**
Changes in provision	2.30
As at 31st March 2017	**27.43**
Changes in provision	13.79
As at 31st March 2018	**41.22**

13. Cash and cash equivalents

INR in Lakhs

	31st March 2018	31st March 2017	1st April 2016
Cash in hand	3.17	1.83	2.67
Balances with banks			
Current accounts	55.92	21.28	11.05
	59.09	**23.11**	**13.72**

14. Other bank balances

INR in Lakhs

	31st March 2018	31st March 2017	1st April 2016
On Unpaid Dividend Account	33.40	28.71	21.13
Margin Money Deposit Account	-	0.70	12.03
Earmarked Balances with Banks	186.62	122.79	43.29
	220.02	**152.20**	**76.45**

15. Equity share capital

	Number of shares			INR in Lakhs		
	31st March 2018	31st March 2017	1st April 2016	31st March 2018	31st March 2017	1st April 2016
Authorised capital						
Equity shares of INR 2 each	11,10,00,000	7,50,00,000	7,50,00,000	2,220.00	1,500.00	1,500.00
				2,220.00	**1,500.00**	**1,500.00**
Issued and subscribed capital & fully paid-up						
Equity shares of INR 2 each	11,10,00,000	5,55,00,000	5,55,00,000	2,220.00	1,110.00	1,110.00
				2,220.00	**1,110.00**	**1,110.00**

a) Reconciliation of equity shares outstanding at the beginning and at the end of the year.

	Number of shares			INR in Lakhs		
	31st March 2018	31st March 2017	1st April 2016	31st March 2018	31st March 2017	1st April 2016
Equity Shares with voting rights						
Opening balance	5,55,00,000	5,55,00,000	5,55,00,000	1,110.00	1,110.00	1,110.00
Add: Bonus Shares issued (Refer Note-f)	5,55,00,000	-	-	1,110.00	-	-
Closing balance	11,10,00,000	5,55,00,000	5,55,00,000	2,220.00	1,110.00	1,110.00
Total Equity Shares outstanding	**11,10,00,000**	**5,55,00,000**	**5,55,00,000**	**2,220.00**	**1,110.00**	**1,110.00**

b) Details of shareholders holding more than 5% in the Company:

	31st March 2018		31st March 2017		1st April 2016	
	Number of shares of ₹2 per share	Percentage of holding	Number of shares of ₹2 per share	Percentage of holding	Number of shares of ₹2 per share	Percentage of holding
Genesis Exports Limited	5,07,09,000	45.68%	2,53,54,500	45.68%	2,53,54,500	45.68%
Ajit Jhunjhunwala	98,93,000	8.91%	49,46,500	8.91%	71,93,000	12.96%

As per the records of the Company, the above shareholding represents both legal and beneficial ownership of shares.

c) Terms / Rights attached to Equity Shares:

The Company has only one class of issued shares i.e., Ordinary Shares having par value of INR 2 per share. Each holder of the Ordinary Shares is entitled to one vote per share and equal right for dividend. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the ordinary shareholders are eligible to receive the remaining assets of the Company after payment of all preferential amounts, in proportion to their shareholding.

d) Shareholding Pattern with respect of Holding Company or Ultimate Holding Company:

The Company does not have any Holding Company or Ultimate Holding Company.

e) No ordinary shares have been reserved for issue under options and contracts/commitments for the sale of shares/ disinvestment as at the Balance Sheet date.

f) The Company has allotted 5,55,00,000 bonus equity shares of ₹ 2 each as per the approval accorded by the shareholders of the Company on March 13, 2018 by capitalisation of general reserve.

g) The Company has not bought back any shares during the period of five years preceding the date at which the Balance Sheet is prepared.

h) No securities convertible into Equity/ Preference shares have been issued by the Company during the year.

i) No calls are unpaid by any Director or Officer of the Company during the year.

16. Other equity

a) Securities premium reserve

Securities Premium is used to record premium received on issue of shares. The reserve is utilised in accordance with the provisions of Companies Act, 2013.

INR in Lakhs

Particulars	31st March 2018	31st March 2017
Opening balance	5,620.27	5,620.27
Changes during the year	-	-
	5,620.27	**5,620.27**

b) General reserve

General Reserves is used from time to time to transfer profits from Retained earnings for appropriation purpose. This reserve will be utilised in accordance with the provision of the Companies Act, 2013.

INR in Lakhs

Particulars	31st March 2018	31st March 2017
Opening balance	5,150.00	4,150.00
Issue of Bonus Shares {Refer Note No. 15(f)}	(1,110.00)	-
Transfer from Retained Earning	-	1,000.00
	4,040.00	**5,150.00**

c) Retained earnings

INR in Lakhs

Particulars	31st March 2018	31st March 2017
Opening balance	18,382.84	14,382.61
Add: Remeasurement of defined benefit obligation (net of tax)	(10.87)	(16.00)
Add: Profit for the period	7,343.78	6,218.61
	25,715.75	**20,585.22**
Less: Transfer to General Reserve	-	1,000.00
Less: Dividend on Equity Shares	1,110.00	999.00
Less: Dividend Distribution Tax	225.97	203.38
	24,379.78	**18,382.84**

16. Other equity (Contd.)

d) Other Comprehensive Income

The Company has elected to recognise changes in the fair value of quoted investments in equity securities in OCI. These changes are accumulated within the FVOCI equity investment reserve within equity. The Company transfers amounts from this reserve to retained earnings when the relevant equity securities are derecognised.

INR in Lakhs

Particulars	31st March 2018	31st March 2017
Equity instrument through Other Comprehensive Income		
Balance at the beginning of the year	13,216.97	14,482.41
Add/(Less): Change in Fair Value (net of tax)	883.37	(1,265.44)
Balance at the end of the year	**14,100.34**	**13,216.97**
TOTAL OTHER EQUITY	**48,140.39**	**42,370.08**

17. Other Financial Liability

INR in Lakhs

	Non-Current			Current		
	31st March 2018	31st March 2017	1st April 2016	31st March 2018	31st March 2017	1st April 2016
Liability under Litigation	-	-	-	303.55	239.24	164.26
Employee related Liability	-	-	-	442.78	403.60	366.79
Payable against purchase of capital assets	-	-	-	370.87	54.74	272.10
Trade and other deposits-unsecured	144.95	149.45	138.91	-	-	-
Unclaimed dividends	-	-	-	33.40	28.71	21.13
Other Payables	-	-	-	299.37	294.77	307.43
	144.95	**149.45**	**138.91**	**1,449.97**	**1,021.06**	**1,131.71**

18. Deferred tax

INR in Lakhs

	31st March 2018	31st March 2017	1st April 2016
Deferred Tax Liabilities			
Property, Plant & Equipment's & Intangible Assets	1,128.93	1,090.68	931.40
Deferred Tax Liability on Fair valuation of Mutual Funds	547.87	757.83	377.56
Deferred Tax Liability on Fair valuation of Equity Instruments	1,859.30	1,724.21	1,889.30
Deferred Tax Liability on Fair valuation of Land	43.34	43.34	43.34
	3,579.44	**3,616.06**	**3,241.60**
Deferred Tax Assets			
Allowance for credit loss	14.40	9.49	8.70
Expenses allowable under Income Tax on payments	-	23.18	32.02
	14.40	**32.67**	**40.72**
Deferred Tax Liabilities (Net)	**3,565.04**	**3,583.39**	**3,200.88**

18. Deferred tax (Contd.)

Movement in deferred tax asset and deferred tax liabilities during the year ended 31st March 2017 and 31st March 2018

INR in Lakhs

Particulars	As at 1st April, 2016	Recognised in Statement of Profit & Loss	Recognised in OCI	As at 31st March 2017
Deferred Tax Liabilities				
Property, Plant & Equipment's & Intangible Assets	931.40	159.27	-	1,090.68
Fair valuation of Mutual Funds	377.56	380.28	-	757.83
Fair valuation of Equity Instruments	1,889.30	-	(165.08)	1,724.21
Fair valuation of Land	43.34	-	-	43.34
	3,241.60	**539.55**	**(165.08)**	**3,616.06**
Deferred Tax Assets				
Allowance for credit loss	8.70	0.80	-	9.49
Expenses allowable under Income Tax on payments basis	32.02	(8.84)	-	23.18
	40.72	**(8.04)**	**-**	**32.67**
Deferred Tax Liabilities (Net)	**3,200.88**	**547.59**	**(165.08)**	**3,583.39**

Movement in deferred tax asset and deferred tax liabilities during the year ended 31st March, 2107 and 31st March 2018

INR in Lakhs

Particulars	As at 31st March 2017	Recognised in Statement of Profit & Loss	Recognised in OCI	As at 31st March 2018
Deferred Tax Liabilities				
Property, Plant & Equipment's & Intangible Assets	1,090.68	38.25	-	1,128.93
Fair valuation of Mutual Funds	757.83	(209.96)	-	547.87
Fair valuation of Equity Instruments	1,724.21	-	135.09	1,859.30
Fair valuation of Land	43.34	-	-	43.34
	3,616.06	**(171.71)**	**135.09**	**3,579.44**
Deferred Tax Assets				
Allowance for credit loss	9.49	4.91	-	14.40
Expenses allowable under Income Tax on payments basis	23.18	(23.18)	-	-
	32.67	**(18.27)**	**-**	**14.40**
Deferred Tax Liabilities (Net)	**3,583.39**	**(153.44)**	**135.09**	**3,565.04**

Notes to the Financial Statements for the year ended 31st March 2018

19. Borrowings

INR in Lakhs

	Current		
	31st March 2018	31st March 2017	1st April 2016
Repayable on demand :			
From banks	385.59	12.98	609.20
	385.59	**12.98**	**609.20**

19.1. Working capital borrowing from banks is secured by hypothecation of Current Assets of the Company. The rate of interest payable on Working Capital Borrowing is 8.90% p.a.(P.Y.-9.50%)

20. Trade payables

INR in Lakhs

	Current		
	31st March 2018	31st March 2017	1st April 2016
(Trade payables for goods and services)			
Total outstanding dues of creditors			
to micro enterprises and small enterprises	-	-	-
to other than micro enterprises and small enterprises	991.63	652.09	679.85
	991.63	**652.09**	**679.85**

Disclosure as required under the Micro, Small and Medium Enterprises Development Act, 2006, to the extent ascertained and as per notification number GSR 679 (E) dated 4th September 2015.

Sl. No.	Particulars	31st March 2018	31st March 2017	1st April 2016
i	The principal amount and the interest due thereon remaining unpaid to any supplier at the end of each financial year.	Nil	Nil	Nil
ii	The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.	Nil	Nil	Nil
iii	The amount of interest due and payable for the period of delay in making payment but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006.	NIL	NIL	NIL
iv	The amount of interest accrued and remaining unpaid at the end of each accounting year.	NIL	NIL	NIL
v	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	Nil	Nil	Nil

The above information has been determined to the extent such parties have been identified on the basis of information available with the Company.

Notes to the Financial Statements for the year ended 31st March 2018

21. Other liabilities

INR in Lakhs

	Current		
	31st March 2018	31st March 2017	1st April 2016
Customers' Credit balances and Advances	72.57	215.16	89.31
Statutory dues payable	409.23	219.41	212.83
	481.80	**434.57**	**302.14**

22. Provisions

INR in Lakhs

	Current		
	31st March 2018	31st March 2017	1st April 2016
Provision for leave encashment	50.86	46.47	51.94
Provision for gratuity	63.92	66.99	92.53
Provision for Excise Duty on Stock	-	67.31	28.56
	114.78	**180.77**	**173.03**

23. Current Tax Liability

INR in Lakhs

	Current		
	31st March 2018	31st March 2017	1st April 2016
Provision for taxation (Net of Advances)	161.12	12.62	71.26
	161.12	**12.62**	**71.26**

24. Revenue from operations

INR in Lakhs

	31st March 2018	31st March 2017
Sale of Products		
Glass & Glassware	25,637.19	23,761.29
Electricity	18.31	7.24
	25,655.50	23,768.53
Other Operating Revenues		
Scrap Sales	50.79	42.31
Export Incentives	238.99	294.78
	289.78	337.09
	25,945.28	**24,105.62**

25. Other income

INR in Lakhs

	31st March 2018	31st March 2017
Interest Income	27.23	25.32
Dividend on Current Investments	50.18	43.75
Net Gain/ (Loss) on Investments measured at fair value through Profit & Loss	1,226.88	1,098.91
Recovery / adjustments against Provision for Doubtful Receivable	3.53	1.20
Unspent Liability & unclaimed balances Written Back	9.30	4.07
Insurance & Other Claims	0.44	5.42
Gain on Redemption of Current Investments	-	1.14
Gain on Exchange Fluctuation (Net)	1.28	-
Miscellaneous Receipts	8.83	9.01
	1,327.67	**1,188.82**

26. Cost of material consumed

INR in Lakhs

	31st March 2018	31st March 2017
Raw Materials		
Inventory at the beginning of the year	485.28	576.44
Add: Purchases	2,876.67	2,830.38
Less: Inventory at the end of the year	(547.15)	(485.27)
	2,814.80	**2,921.55**
Packing Materials Consumed		
Inventory at the beginning of the year	188.84	145.11
Add: Purchases	1,576.70	1,470.58
Less: Inventory at the end of the year	(148.12)	(188.84)
	1,617.42	**1,426.85**
	4,432.22	**4,348.40**

27. Purchase of Stock in Trade

INR in Lakhs

	31st March 2018	31st March 2017
Glass & Glassware	85.72	70.15
	85.72	**70.15**

28. Changes in Inventories of Finished Goods and Work in Progress

INR in Lakhs

	31st March 2018	31st March 2017
Opening stock		
Stock in Trade	39.81	71.93
Work in Progress	1,676.16	2,434.47
Finished Goods	485.14	388.13
	2,201.11	**2,894.53**
Closing stock		
Stock in Trade	27.50	39.81
Work in Progress	1,494.79	1,676.16
Finished Goods	398.30	485.14
	1,920.59	**2,201.11**
	280.52	**693.42**

29. Employee benefit expense *

INR in Lakhs

	31st March 2018	31st March 2017
Salaries, Wages, Bonus, Incentives & Leave pay	3,477.72	3,163.68
Contribution to Provident and other fund	247.37	223.17
Staff Welfare Expenses	55.67	47.72
	3,780.76	**3,434.57**

* For descriptive notes on disclosure of defined benefit obligation refer note 41

30. Finance costs

INR in Lakhs

	31st March 2018	31st March 2017
Interest Expenses	34.97	48.39
Other Finance Charges	48.55	85.41
	83.52	**133.80**

31. Depreciation and Amortisation expenses

INR in Lakhs

	31st March 2018	31st March 2017
On Property, Plant & Equipment	1,376.66	1,243.64
On Intangible Assets	1.39	0.66
	1,378.05	**1,244.30**

32. Other expenses

INR in Lakhs

	31st March 2018		31st March 2017	
Power & Fuel		3,396.83		2,776.49
Consumption of Stores, Spares and Consumables		586.32		556.92
Repair and Maintenance				
Plant & Machinery	50.09		92.67	
Building	40.03		47.92	
Others	15.12	105.25	15.30	155.89
Freight and forwarding charges		863.31		743.29
Directors' Commission		438.39		354.68
Loss on Discarded Assets		260.88		105.23
Travelling and conveyance		220.09		209.00
Legal and professional fees		140.05		137.73
Expenses on Corporate Social Responsibility (Refer Note No. 46)		97.49		75.95
Rent and Hire Charges		51.07		43.46
Provision for Doubtful Receivables & Advances				
Irrecoverable debts / advances written off	60.75		13.73	
Less : Adjusted against Provision	18.49	42.26	13.73	-
Rates & Taxes		28.34		19.94
Brokerage & Commission		26.71		44.19
Provision for Doubtful Receivables & Advances		23.99		18.42
Breakage		20.02		14.62
Insurance		18.97		22.47
Payment to Auditor				
Audit Fees	7.00		5.00	
In other capacity for Certificates	3.85	10.85	2.45	7.45
Directors' sitting fees		10.80		5.80
Donation		2.52		1.03
Loss on Exchange Fluctuations (Net)		-		15.64
Miscellaneous Expenses		325.93		881.82
		6,670.05		**6,190.02**

33. Tax Expense

INR in Lakhs

	31st March 2018	31st March 2017
Income Tax Recognised in the Statement of Profit and Loss		
Current Tax for the year	3,355.75	1,833.47
Income Tax for earlier years	-	(0.60)
Current Tax	3,355.75	1,832.87
Deferred Tax	(153.44)	547.59
	3,202.31	**2,380.46**
Income Tax expenses recognised in OCI		
Current Tax for the year	5.75	8.47
Deferred Tax	-	-
Deferred Tax benefit on fair value gain on Investments in Equity instrument through OCI	(135.09)	165.08
	(129.34)	**173.55**

Reconciliation of tax expense and the accounting profit multiplied by India's tax rate: INR in Lakhs

Particulars	31st March 2018	31st March 2017
Accounting profit before income tax	10,546.09	8,599.07
Indian Statutory income tax rate	34.608%	34.608%
Estimated Income Tax Expense	**3,649.79**	**2,975.97**
Tax effect of adjustments to reconcile expected Income tax expense to reported Income tax expense		
Effect of Income that is exempted from Tax	17.37	619.05
Tax on Non Deductible Expenses	2.81	-
Corporate Social Responsibility	(21.09)	(14.95)
Effect of Income which is taxed at Special rate	492.80	-
Due to Change in substantively enacted tax rates	(35.83)	-
Others	(8.57)	(8.60)
	447.48	**595.51**
Income tax expense in Statement of Profit & Loss	**3,202.30**	**2,380.46**

34. Other Comprehensive Income

INR in Lakhs

	31st March 2018	31st March 2017
Items that will not be reclassified to profit or loss		
Remeasurement of the defined benefit plans	(16.62)	(24.47)
Less: Tax expense on the above	5.75	8.47
	(10.87)	**(16.00)**
Equity Instruments through Other Comprehensive Income	1,018.46	(1,430.52)
Less: Tax expense on the above	**(135.09)**	**165.08**
	883.37	**(1,265.44)**
Total Other Comprehensive Income	**872.50**	**(1,281.44)**

Notes to the Financial Statements for the year ended 31st March 2018

35. Financial instruments

This section gives an overview of the significance of financial instruments for the Company and provides additional information on balance sheet items that contain financial instruments. The details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised in respect of each class of financial asset, financial liability and equity instrument are disclosed in Note 1.2.(G & H) to the financial statements.

i) Financial assets & liabilities

The following tables presents the carrying value and fair value of each category of financial assets and liabilities as at 31st March 2018, 31st March 2017 and 1st April 2016.

INR in Lakhs

Particulars	31st March 2018			31st March 2017			1st April 2016		
	FVTPL	FVOCI	Amortised cost	FVTPL	FVOCI	Amortised cost	FVTPL	FVOCI	Amortised cost
Financial assets									
Investments									
Equity instruments	-	15,968.45	-	-	14,949.99	-	-	16,380.51	-
Mutual Funds	20,173.55	-	-	15,502.91	-	-	10,628.48	-	-
Trade receivables	-	-	4,087.29	-	-	3,261.21	-	-	2,570.97
Cash and cash equivalents	-	-	59.09	-	-	23.11	-	-	13.72
Other Bank Balances	-	-	220.02	-	-	152.20	-	-	76.45
Loans	-	-	388.85	-	-	364.13	-	-	253.26
Other Financial Assets	-	-	129.45	-	-	155.55	-	-	153.94
Total	**20,173.55**	**15,968.45**	**4,884.70**	**15,502.91**	**14,949.99**	**3,956.20**	**10,628.48**	**16,380.51**	**3,068.34**
Financial liabilities									
Borrowings	-	-	385.59	-	-	12.98	-	-	609.20
Trade payable	-	-	991.63	-	-	652.09	-	-	679.85
Other Financial Liabilities	-	-	1,594.92	-	-	1,170.51	-	-	1,270.62
Total	-	-	**2,972.14**	-	-	**1,835.58**	-	-	**2,559.67**

ii) Fair values hierarchy

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Level 1 to Level 3, as described below:

Quoted prices in an active market (Level 1): This level of hierarchy includes financial assets that are measured by reference to quoted prices (unadjusted) in active markets for identical assets or liabilities. This category consists of investment in quoted equity shares and mutual fund investments.

Valuation techniques with observable inputs (Level 2): This level of hierarchy includes financial assets and liabilities, measured using inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices). This level of hierarchy includes Company's over-the-counter (OTC) derivative contracts.

Valuation techniques with significant unobservable inputs (Level 3): This level of hierarchy includes financial assets and liabilities measured using inputs that are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part, using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

31st March 2018	NOTES	Level 1	Level 2	Level 3	Total
Financial assets					
Financial instruments at FVTPL					
Mutual Funds		20,173.55	-	-	20,173.55
Investments at FVOCI					
Equity instruments					
Quoted	35(iii)	-	15,968.45	-	15,968.45
Total financial assets		**20,173.55**	**15,968.45**	**-**	**36,142.00**
Financial liabilities					
Financial instruments at FVTPL	-	-	-	-	-
Total financial liabilities	-	-	-	-	-

There have been no transfer in between Level 1 and Level 2 during the period

Financial Instruments measured at fair value

31st March 2017	NOTES	Level 1	Level 2	Level 3	Total
Financial assets					
Financial instruments at FVTPL					
Mutual Funds		15,502.91	-	-	15,502.91
Investments at FVOCI					
Equity instruments					
Quoted	35(iii)	-	14,949.99	-	14,949.99
Total financial assets		**15,502.91**	**14,949.99**	**-**	**30,452.90**
Financial liabilities					
Financial instruments at FVTPL		-	-	-	-
Total financial liabilities		-	-	-	-

There have been no transfer in between Level 1 and Level 2 during the period

Financial Instruments measured at fair value

1st April 2016	NOTES	Level 1	Level 2	Level 3	Total
Financial assets					
Financial instruments at FVTPL					
Mutual Funds		10,628.48	-	-	10,628.48
Investments at FVOCI					
Equity instruments					
Quoted	35(iii)	-	16,380.51		16,380.51
Total financial assets		**10,628.48**	**16,380.51**	**-**	**27,008.99**
Financial liabilities					
Financial instruments at FVTPL		-	-	-	-
Total financial liabilities		-	-	-	-

There have been no transfer in between Level 1 and Level 2 during the period

(iii) Valuation process and technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

(a) Quoted investments (Mutual Funds)- Net Asset Value

(b) Quoted investments - As determined by Independent Valuer. The equity shares of Genesis Exports Limited are listed but have not been traded for many years. Fair value estimates of equity investments are included in level-2 and are based on information relating to value of investee company's net assets

(c) The carrying amount of financial assets and financial liabilities measured at amortised cost in the financial statements are a reasonable approximation of their fair values since the Company does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

36. Financial Risk Management, Objectives and Policies

A) Capital Management

i) Risk Management

The Company's objectives when managing capital are to

- safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and

- maintain an optimal capital structure to reduce the cost of capital

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt. Consistent with others in the industry, the Company monitors capital on the basis of net debt to equity ratio and maturity profile of overall debt portfolio of the Company.

Net debt implies total borrowings of the Company as reduced by Cash and Cash Equivalent and Equity comprises all components attributable to the owners of the Company

The following table summarises the Net Debt, Equity and Ratio thereof.

INR in Lakhs

Particulars	Notes	31st March 2018	31st March 2017	1st April 2016
Total Borrowings	19	385.59	12.98	609.20
Less: Cash & Cash Equivalents & Other bank balances	13 & 14	279.11	175.32	90.17
Net Debts (A)		**106.48**	**(162.33)**	**519.03**
Total equity	15 & 16	50,360.39	43,480.08	39,745.29
Total equity & Net Debt (B)		**50,466.87**	**43,317.75**	**40,264.32**
Net Debt to Equity Ratio (A/B)		**0.21%**	**-0.37%**	**1.29%**

No changes were made in objectives, policies or processes for managing capital during the years ended 31st March 2018 and 31st March 2017

ii) Dividends

INR in Lakhs

Particulars	31st March 2017	31st March 2016
(i) Equity shares		
Final dividend for the Financial Year 2016-17 of INR 2 (Previous year INR 1.80) per equity share of INR 2 each fully paid	1,110.00	999.00
Dividend Distribution tax on final dividend	225.97	203.38

36. Financial Risk Management, Objectives and Policies (Contd.)

Proposed Dividend:
The Board has recommended a dividend of INR 1.10 Per share face value of INR 2/- each (@ 55%) for the year ended 31st March 2018. The same amounts to INR 1469.57 Lakhs including dividend distribution tax of INR 248.57 Lakhs. The above is subject to approval at the ensuing Annual General Meeting of the Company and hence is not recognised as a liability.

B) Financial Risk Management
The Company's activities expose it to market risk, liquidity risk and credit risk. In order to minimise any adverse effects on the financial performance of the Company, the Company has risk management policies as described below :-

i) Credit risk
Credit risk refers to the risk of financial loss arising from default / failure by the counterparty to meet financial obligations as per the terms of contract. The Company is exposed to credit risk for receivables, cash and cash equivalents . None of the financial instruments of the Company result in material concentration of credit risks.

Customer credit risk is managed by the Company's established policy, procedures and control relating to customer credit risk management. Outstanding customer receivables are regularly monitored and reconciled. Based on historical trend, industry practice and the business environment in which the Company operates, an impairment analysis is performed at each reporting date for trade receivables. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in Note 12.

Credit Risk on cash and cash equivalent, deposits with the banks/financial institutions is generally low as the said deposits have been made with the banks/financial institutions who have been assigned high credit rating by international and domestic rating agencies. Investments of surplus funds are made only with approved Financial Institutions/ Counterparty.

ii) Liquidity risk
Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at reasonable price. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of credit facilities to meet obligations when due. The Company's treasury team is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Company's liquidity position through rolling forecasts on the basis of expected cash flows.

Maturities of financial liabilities
The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments

Contractual maturities of financial liabilities as at 31st March 2018	Less than 1 year	1-2 year	2-3 year	More than 3 years	Total
Non-derivatives					
Borrowings	385.59	-	-	-	385.59
Trade payable	991.63	-	-	-	991.63
Trade & Other deposits	-	-	-	144.95	144.95
Other payables	1,449.97	-	-	-	1,449.97
Total	**2,827.19**	-	-	**144.95**	**2,972.14**

36. Financial Risk Management, Objectives and Policies (Contd.)

Contractual maturities of financial liabilities as at 31st March 2017	Less than 1 year	1-2 year	2-3 year	More than 3 years	Total
Non-derivatives					
Borrowings	12.98	-	-	-	12.98
Trade payable	652.09	-	-	-	652.09
Trade & Other deposits	-	-	-	149.45	149.45
Other payables	1,021.06	-	-	-	1,021.06
Total	**1,686.13**	-	-	**149.45**	**1,835.59**

Contractual maturities of financial liabilities as at 01st April 2016	Less than 1 year	1-2 year	2-3 year	More than 3 years	Total
Non-derivatives					
Borrowings	609.20	-	-	-	609.20
Trade payable	679.85	-	-	-	679.85
Trade & Other deposits	-	-	-	138.91	138.91
Other payables	1,131.71	-	-	-	1,131.71
Total	**2,420.76**	-	-	**138.91**	**2,559.67**

iii) Market Risk

a) Foreign currency risk
The Company is exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to the AED, Pound, Euro, USD, Yen & Ethiopian Birr . Foreign exchange risk arises from recognised assets and liabilities denominated in a currency that is not the Company's functional currency. The Company as per its overall strategy uses forward contracts to mitigate its risks associated with fluctuations in foreign currency and such contracts are not designated as hedges under Ind AS 109. The Company does not use forward contracts and swaps for speculative purposes.

Foreign currency risk exposure - Unhedged
The Company's exposure to foreign currency risk at the end of the reporting period expressed are as follows:

INR in Lakhs

	Liabilities			Assets		
	31st March 2018	31st March 2017	1st April 2016	31st March 2018	31st March 2017	1st April 2016
Currency						
AED	-	0.02	0.01	-	-	-
Pound	34.14	11.93	60.26	-	44.89	96.99
Euro	260.16	28.56	181.92	11.80	89.86	78.92
USD	39.98	183.51	53.91	632.58	475.78	418.27
Yen	-	-	-	-	-	210.74
Ethiopian Birr	-	-	-	-	-	0.08

36. Financial Risk Management, Objectives and Policies (Contd.)

Sensitivity

The sensitivity of profit or loss and equity to changes in the exchange rates arises mainly from foreign currency denominated financial instruments.

Particulars	31st March 2018	31st March 2017	1st April 2016
AED sensitivity			
INR/AED- increase by 10% *	-	**	**
INR/AED- decrease by 10% *	-	**	**
Pound sensitivity			
INR/Pound- increase by 10% *	(0.34)	0.33	0.37
INR/Pound- decrease by 10% *	0.34	(0.33)	(0.37)
Euro sensitivity			
INR/Euro- increase by 10% *	(2.48)	0.61	(1.03)
INR/Euro- decrease by 10% *	2.48	(0.61)	1.03
USD sensitivity			
INR/USD- increase by 10% *	5.93	2.92	3.64
INR/USD- decrease by 10% *	(5.93)	(2.92)	(3.64)
Yen sensitivity			
INR/Yen- increase by 10% *	-	-	2.11
INR/Yen- decrease by 10% *	-	-	(2.11)
Ethiopian Birr sensitivity			
INR/Ethiopian Birr- increase by 10% *	-	-	**
INR/Ethiopian Birr- decrease by 10%*	-	-	**

* Holding all other variables constant

** Figures is not appearing because of rounding off to INR in Lakhs

b) 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 the Company's short term borrowing with floating interest rates. The Company constantly monitors the credit markets and rebalances its financing strategies to achieve an optimal maturity profile and financing cost

Below is the overall exposure of the Company to interest rate risk:

Particulars	31st March 2018	31st March 2017	1st April 2016
Variable rate borrowing	385.59	12.98	609.20
Fixed rate borrowing	-	-	-
Total borrowings	**385.59**	**12.98**	**609.20**

Sensitivity

Below is the sensitivity of profit or loss and equity changes in interest rates.

Particulars	31st March 2018	31st March 2017	1st April 2016
Interest sensitivity			
Interest rates increases by 100 basis points	3.86	0.13	6.09
Interest rates decrease by 100 basis points	(3.86)	(0.13)	(6.09)

36. Financial Risk Management, Objectives and Policies (Contd.)

c) Price risk

i) Other Price Risk

Other price risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market traded price. Other price risk arises from financial assets such as investments in equity instruments. The Company is exposed to price risk arising mainly from investments in equity instruments recognised at FVTOCI

Particulars	31st March 2018	31st March 2017	1st April 2016
Fair Value of Quoted Equity Investments	15,968.45	14,949.99	16,380.51
Total Equity Investments	**15,968.45**	**14,949.99**	**16,380.51**

Sensitivity

Particulars	31st March 2018	31st March 2017	1st April 2016
Increase in market price by 5%	798.42	747.50	819.03
Decrease in market price by 5%	(798.42)	(747.50)	(819.03)

37. First time adoption of Ind AS

For all periods up to and including the year ended 31st March 2017, the Company had prepared its financial statements in accordance with the accounting standards notified under Section 133 of the Companies Act, 2013, read together with Rule 7 of the Companies (Accounts) Rules, 2014 ('Previous GAAP'). This note explains the principal adjustments made by the Company in restating its financial statements prepared under Previous GAAP for the following:

a. Balance Sheet as at 1st April, 2016 (Transition date);

b. Balance Sheet as at 31st March 2017;

c. Statement of Profit and Loss for the year ended 31st March 2017; and

d. Statement of Cash flows for the year ended 31st March 2017.

Exceptions and Exemptions Applied

IND AS 101 "First-time adoption of Indian Accounting Standards" (hereinafter referred to as Ind AS 101) allows first time adopters certain exemptions from the retrospective application of certain IND AS, effective for 1st April 2016 Opening balance sheet. In preparing these standalone financial statements, the Company has applied the below mentioned optional exemptions and mandatory exceptions.

A Ind AS optional exemptions

1 Property, Plant and Equipment and Intangible Assets

The Company has opted for fair valuation of Land and Ind AS cost for all the other Property, Plant & Equipment and Intangible Assets.

2 Designation of previously recognised financial instruments

Ind AS 101 permits an entity to designate particular investments in equity instruments as at fair value through other comprehensive income (FVOCI) based on facts and circumstances at the date of transition to Ind AS (rather at initial recognition). The Company has opted to avail this exemption to designate its Investments in Quoted Equity Instruments (Genesis Exports Ltd.) as FVOCI on the date of transition.

3 Determining whether an arrangement contains a Lease

Ind AS 101 includes an optional exemption that permits an entity to apply the relevant requirements in Appendix C of Ind AS 17 "Leases" for determining whether an arrangement existing at the date of transition contains a lease by considering the facts and circumstances existing at the date of

37. First time adoption of Ind AS (Contd.)

transition (rather than at the inception of the arrangement). The Company has applied the above transition provision and has assessed all the arrangements at the date of transition.

B Ind AS mandatory exemptions

1 Estimates

An entity's estimates in accordance with Ind AS at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with previous GAAP (after adjustments to reflect any difference in accounting policies), unless there is objective evidence that those estimates were in error.

Ind AS estimates as at 1st April 2016 are consistent with the estimates as at the same date made in conformity with previous GAAP. The Company made estimates for following items in accordance with Ind AS at the date of transition as these were not required under previous GAAP:

a. Investment in equity instruments carried at FVTPL or FVOCI

b. Impairment of financial assets based on expected credit loss model.

2 Classification and measurement of financial assets

Ind AS 101 requires an entity to assess classification of financial assets on the basis of facts and circumstances existing as on the date of transition. Further, the standard permits measurement of financial assets accounted at amortised cost based on facts and circumstances existing at the date of transition if retrospective application is impracticable.

Accordingly, the Company has determined the classification of financial assets based on facts and circumstances that exist on the date of transition. Measurement of the financial assets accounted at amortised cost has been done retrospectively.

3 De-recognition of financial assets and liabilities

As per Para B2 of 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. However, Para B3 gives an option to the entity to apply the derecognition requirements from a date of its choice if the information required to apply Ind AS 109 to financial assets and financial liabilities derecognised as a result of past transactions was obtained at the initially accounting for those transactions. The Company has elected to apply the de-recognition provisions of Ind AS 109 prospectively from the date of transition to Ind AS.

Reconciliation of Other Equity as on 1st April, 2016 and 31st March 2017 INR in Lakhs

Nature of Adjustments	Note	As at 31st March 2017	As at 1st April 2016
Other Equity as per Previous GAAP		26,253.72	22,094.44
Adjustment for Proposed Dividend	37(vii)	1,110.00	999.00
Adjustment for Proposed Dividend Tax	37(vii)	225.97	203.38
Fair Valuation of Mutual Funds	37(iv)	2,189.77	1,090.95
Fair Valuation of Equity Instruments	37(iii)	14,941.19	16,371.71
Fair Valuation of Freehold Land	37 (i)	186.03	186.03
Others	37(ii & v)	(17.16)	-
Tax Impact on above	37 (vi)	(2,519.44)	(2,310.22)
Other Equity as per Ind AS		**42,370.08**	**38,635.29**

37. First time adoption of Ind AS (Contd.)

Reconciliation of Total comprehensive Income for the year ended 31st March 2017 INR in Lakhs

Nature of Adjustments	Note	For the year ended 31st March 2017
Net Profit as per Previous GAAP		5,495.24
Fair Valuation of Mutual Funds	37(iv)	1,098.83
Reclassification of actuarial gain loss as defined benefit obligation	37(ix)	24.48
ECL Provision on Trade Receivables	37(v)	(17.23)
Others	37(ii)	0.07
Tax Adjustments on above	37(vi)	(382.78)
Net Profit as per Ind AS		**6,218.61**
Remeasurement of the defined benefit plans (Net of Tax)	37(ix)	(16.00)
Equity Instruments through OCI (Net of Tax)	37(iii)	(1,265.44)
Total Comprehensive Income as per Ind AS		**4,937.17**

(i) Property, Plant & Equipment

The Company has considered fair value for Property, viz land admeasuring over 13.64 acres, situated in India, with impact of INR 186.03 Lakhs in accordance with stipulations of Ind AS 101 with the resultant impact being accounted for in the Reserves (Net of Tax)

(ii) Leases

In respect of certain long-term arrangements, existing at the date of transition and identified to be in the nature of operating lease where the Company is lessee, the underlying assets have been derecognised on the date of transition and prepaid lease rentals have been recognised which is amortised by way of rent over the remaining useful life of the leased asset.

(iii) Non- Current Investments

In the Financial Statements prepared under Previous GAAP, Non-current Investments of the Company were measured at cost less provision for diminution (other than temporary). Under Ind AS, the Company has recognised such Quoted Equity Instruments at FVOCI through an irrevocable election.

As at 1st April, 2016, the difference between the Fair value of Non-Current Investments as per Ind AS and their corresponding carrying amount as per Financial Statements prepared under Previous GAAP, has resulted in an increase in the carrying amount of these investments by INR 16371.71 Lakhs. Deferred tax liability (net) amounting to INR 1889.30 Lakhs has been recognised on such investments. Consequently, Equity has increased by INR 14482.41 Lakhs as at date of transition to Ind AS.

As at 31st March 2017, the carrying amount of these investments the difference between the Fair value of Non-Current Investments as per Ind AS and their corresponding carrying amount as per Financial Statements prepared under Previous GAAP, has resulted in an increase in the carrying amount of these investments by INR 14941.19 Lakhs which has been recognised directly in Other Comprehensive Income (Equity). Deferred tax liability (net) amounting to INR 1,724.21 Lakhs has been recognised on such fair valuation gain.

(iv) Current Investments

In the financial statements prepared under Previous GAAP, Current Investments of the Company were measured at lower of cost or fair value. Under Ind AS, these investments have been classified as FVTPL on the date of transition. The fair value changes are recognised in the Statement of Profit and Loss.

On the date of transition to Ind AS, the difference between the fair value of Current Investments as per Ind AS and their corresponding carrying amount as per financial statements prepared under Previous GAAP, has resulted in an increase in the carrying amount of these investments by INR 1090.95 Lakhs which has been recognised directly in retained earnings (Equity). Deferred tax liability (net) amounting to INR 377.56 Lakhs has been recognised on such fair valuation gain.

37. First time adoption of Ind AS (Contd.)

As at 31st March 2017, the difference between the fair value of Current Investments as per Ind AS and their corresponding carrying amount as per financial statements prepared under Previous GAAP, has resulted in an increase in the carrying amount of these investments by INR 2189.77 Lakhs. Fair valuation gain for the year ended 31st March 2017, amounted to INR 1098.83 Lakhs and the same has been recognised in Other income in Statement of Profit and Loss. Correspondingly, deferred tax benefit amounting to INR 380.28 Lakhs has been recognised in Statement of Profit and Loss.

(v) Trade Receivables and due from customers

As per Ind AS 109, the Company is required to apply Expected Credit Loss model for recognizing the allowance for doubtful debts. As a result the allowance for doubtful debts increased by INR 17.23 Lakhs as on 31st March 2017 and INR NIL as on 1st April, 2016 (transition date). Consequently, Retained Earnings as at 1st April, 2016 and Profit and Loss for the year ended 31st March 2017 have been adjusted accordingly.

(vi) Deferred Tax

In the financial statements prepared under Previous GAAP, Deferred Tax was accounted as per the Income Statement approach which required creation of Deferred Tax Asset/Liability on temporary differences between taxable profit and accounting profit. Under Ind AS, Deferred Tax is accounted as per the Balance Sheet approach which requires creation of Deferred Tax Asset/Liability on temporary differences between the carrying amount of an asset/liability in the Balance Sheet and its corresponding tax base. The application of Ind AS has resulted in recognition of Deferred Tax on new temporary differences which were not required to be recognised under Previous GAAP.

In addition, the various transitional adjustments lead to temporary differences. Deferred tax adjustments are recognised in correlation to the underlying transaction either in Retained Earnings or a separate component of Equity. On the date of transition, the net impact on Deferred Tax liabilities is of INR 2310.22 Lakhs and on 31st March 2017 is of INR 2519.44 Lakhs.

(vii) Proposed Dividend

In the financial statements prepared under Previous GAAP, dividend on Equity shares recommended by the Board of Directors after the end of reporting period but before the Financial Statements were approved for issue, was recognised as a liability in the Financial Statements in the reporting period relating to which dividend was proposed. Under Ind AS, such dividend is recognised in the reporting period in which the same is approved by the members in a general meeting.

On the date of transition, the above change in accounting treatment of Proposed Dividend has resulted in increase in Equity with a corresponding decrease in Provisions by INR 1,202.38 Lakhs. As at 31st March 2017 above change has resulted in an increase in Equity with a corresponding decrease in Provisions by INR 1,335.97 Lakhs. The above change however, does not affect the Profit before tax and Profit after tax for the year ended 31st March 2017.

(viii) Revenue from Operations

Under Previous GAAP, Revenue is measured at transaction value. Under Ind AS, Revenue is recognised at fair value of consideration received or receivable which require adjustment of all discounts and rebates as netted from Revenue. Moreover, under Previous GAAP, Revenue from sale of goods was presented net of Excise duty whereas under Ind AS, the Revenue from sale of goods is presented inclusive of excise duty. The excise duty is presented on the face of the Statement of Profit and Loss as part of expenses.

(ix) Remeasurement of post-employment benefit obligations

Under Ind AS, Remeasurement i.e. actuarial gains and losses and the return on plan assets, excluding amounts included in the net interest expense on the net defined liability, are recognised in Other Comprehensive Income. Under the Previous GAAP, these Remeasurement were forming part of the Profit or Loss for the year. As a result of this change, the profit for the year ended 31st March 2017 decreased by INR 24.48 Lakhs. There is no impact on the total equity as at 31 March 2017

38. Contingent Liabilities and Contingent Assets

A. Contingent Liabilities INR in Lakhs

		31st March 2018	31st March 2017	1st April 2016
i)	Letter of Credit	72.00	13.79	338.70
ii)	Bank Guarantee	14.07	6.70	6.05
iii)	Application for revision filed before the Commissioner of Commercial Tax, Jharkhand, Ranchi for sales tax matters	91.88	91.88	-
iv)	Demand under Income Tax Act, 1961 for Assessment Year 2012-13, 2013-14 & 2014-15, the matter is pending before Commissioner of Income Tax (Appeals).	74.26	74.26	38.55
v)	Demand for Excise duty under Central Excise Act, 1985 for Assessment Year 2008-09 and 2009-10, matter pending before Customs Excise & Service Tax Appellate Tribunal, Kolkata	62.88	62.88	62.88
vi)	Penalty order passed by ACCT, Deoghar for electricity duty for A.Y. 2006-07 to 2008-09 pending before Commissioner of Commercial Tax, Jharkhand, Ranchi	5.96	5.96	5.96
vii)	Reassessment order passed by DCCT Circle under JVAT Act, 2005 for A.Y. 2007-08 for difference between export sales booked in account and as per Bank Realisation Certificate. The matter is pending before Commissioner of Commercial Tax, Jharkhand, Ranchi	5.12	5.12	5.12
viii)	Dispute with respect to stamp duty on leasehold land at Jaisalmer. The matter is pending with High Court of Rajasthan, Jodhpur	2.00	2.00	2.00

It is not practicable for the Company to estimate the timings of the cash outflows, if any, in respect of the above pending resolution of the same.

B. Contingent Assets INR in Lakhs

		31st March 2018	31st March 2017	1st April 2016
i)	Insurance Claim Lodged but not settled	241.88	241.88	241.88
ii)	Scheme of Budgetary Support under GST Regime	173.78	-	-
		415.66	**241.88**	**241.88**

39. Commitments

Capital Commitments INR in Lakhs

	31st March 2018	31st March 2017	1st April 2016
Estimated amount of Contracts remaining to be executed on Capital Account and not provided for (Net of advances)	-	719.73	275.22
	-	719.73	275.22

40. Assets pledged as security

The carrying amount of assets pledged as security for current borrowings are: INR in Lakhs

	31st March 2018	31st March 2017	1st April 2016
Current			
Inventories	3,152.95	3,392.32	4,044.84
Financial Assets			
Trade Receivables	4,087.29	3,261.21	2,570.97
Investments	-	-	526.70
Total assets pledged as security	**7,240.24**	**6,653.54**	**7,142.52**

41 Disclosure pursuant to Indian Accounting Standard - 19 'Employee Benefits'.

41.1 Defined Contribution Plan:

The amount recognised as an expense for the Defined Contribution Plans are as under: INR in Lakhs

	31st March 2018	31st March 2017
a. Provident Fund & ESI	**183.12**	**178.57**

41.2 Defined Benefit Plan:

41.2.1 Gratuity Plan

Every employee who has completed five years or more of service is entitled to gratuity on terms not less favourable than the provisions of the Payment of Gratuity Act, 1972. The present value of defined obligation and related current cost are measured using the Projected Unit Credit Method with actuarial valuation being carried out at Balance Sheet date.

41.2.2 Risk Exposure

Defined benefit plans expose the Company to the following types of actuarial risks:

a) Interest rate risk: The defined benefit obligation calculated uses a discount rate based on government bonds. If the bond yield falls, the defined benefit obligation will tend to increase.

b) Salary risk: Higher than expected increases in salary will increase the defined benefit obligation.

c) Demographic risk: This is the risk of variability of results due to unsystematic nature of decrements that includes mortality, withdrawal, disability and retirement. The effect of these decrements on the defined benefits obligations is not straight forward and depends on the combination of salary increase, discount rate and vesting criteria. It is important not to overstate withdrawals because in the financial analysis the retirement benefit of the short career employee typically costs less per year as compared to a long service employee.

41 Disclosure pursuant to Indian Accounting Standard - 19 'Employee Benefits'. (Contd.)

41.2.3 Reconciliation of the net defined benefit (asset)/ liability

The following table shows a reconciliation from the opening balances to the closing balances for the net defined benefit (asset)/ liability and its components:

INR in Lakhs

Particulars	Gratuity (Funded)	
	2017-18	2016-17
Balance at the beginning of the year	521.90	449.41
Current Service Cost	38.40	38.62
Past Service Cost	4.19	-
Interest Cost on Defined Benefit Obligation	39.31	36.42
Actuarial (gain)/losses arising from:		
Changes in demographic assumptions	-	-
Changes in financial assumptions	(8.27)	21.45
Experience adjustment	27.43	0.88
Benefits paid from the plan assets	(29.32)	(24.88)
Balance at the end of the year	**593.64**	**521.90**

41.2.4 Reconciliation of the Plan Assets

The following table shows a reconciliation from the opening balances to the closing balances for the Plan Assets and its components:

INR in Lakhs

Particulars	Gratuity (Funded)	
	2017-18	2016-17
Balance at the beginning of the year	454.91	356.88
Interest Income on Plan Assets	35.25	30.44
Remeasurement of Defined Benefit Obligation:		
Return on plan assets greater/ (lesser) than discount rate	2.54	(2.15)
Employer Contributions to the Plan	66.34	94.62
Benefits Paid from the Plan Assets	(29.32)	(24.88)
Balance at the end of the year	**529.72**	**454.91**
Balance at the end of the year	**593.64**	**521.90**

41.2.5 The amount recognised in the Balance Sheet

INR in Lakhs

Particulars	Gratuity (Funded)	
	2017-18	2016-17
Present value of Defined Benefit Obligation	593.64	521.90
Fair Value of Plan Assets	529.72	454.91
Net Asset/(Liability) in the Balance Sheet	**63.92**	**66.99**

41 Disclosure pursuant to Indian Accounting Standard - 19 'Employee Benefits'. (Contd.)

41.2.6 Expenses recognised in profit or loss INR in Lakhs

Particulars	Gratuity (Funded)	
	2017-18	2016-17
Current Service Cost	38.40	38.62
Past Service Cost	4.19	-
Interest Cost	39.31	36.42
Interest Income on Plan Assets	(35.25)	(30.44)
Total Defined Benefit Cost recognised in Profit & Loss	**46.65**	**44.60**

41.2.7 Remeasurement recognised in other comprehensive income INR in Lakhs

Particulars	Gratuity (Funded)	
	2017-18	2016-17
Actuarial (gain)/losses arising from:		
Changes in demographic assumptions	-	-
Changes in financial assumptions	(8.27)	21.45
Experience adjustment	27.43	0.88
Remeasurement of Defined Benefit Obligation:		
Return on plan assets greater/ (lesser) than discount rate	(2.54)	2.15
Total Defined Benefit Cost recognised in Other Comprehensive Income	**16.62**	**24.47**

41.2.8 Major Categories of Plan Assets INR in Lakhs

Particulars	Gratuity (Funded)	
	2017-18	2016-17
Qualified Insurance Policies	100%	100%

The Gratuity Scheme is invested in policies offered by Life Insurance Corporation (LIC) of India . The information on the allocation of the fund into major asset classes and expected return on each major class are not readily available. The expected rate of return on plan assets is based on market expectations, at the beginning of the period, for returns over the entire life of the related obligation.

41.2.9 Asset Liability Matching Strategy

The Company's investment is in Cash Accumulation Plan/Traditional Plan of various Insurance Companies, the investment are being managed by these insurance companies and at the year end interest is being credited to the fund value. The Company has not changed the process used to manage its risk from previous periods. The Company's investment are fully secured and would be sufficient to cover its obligations.

41 Disclosure pursuant to Indian Accounting Standard - 19 'Employee Benefits'. (Contd.)

41.2.10 Actuarial Assumptions INR in Lakhs

Particulars	Gratuity (Funded)	
	2017-18	2016-17
Financial Assumptions		
Discount Rate	7.75%	7.50%
Salary Escalation Rate	6.00%	6.00%
Demographic Assumptions		
Mortality Rate	IALM (2006-08) Table	IALM (2006-08) Table
Withdrawal Rate	1% to 8%	1% to 8%

41.2.11 At 31st March 2018, the weighted average duration of the defined benefit obligation was 5.35 years (previous year 8.21 years). The distribution of the timing of benefits payment i.e., the maturity analysis of the benefit payments is as follows :

Expected benefits payment for the year ending on	Gratuity (Funded)
31st March 2019	28.21
31st March 2020	107.61
31st March 2021	41.67
31st March 2022	45.80
31st March 2023	43.82
31st March 2024 to 31st March 2028	285.25

41.2.12 The Company expects to contribute INR 137.49 Lakhs (previous year INR 112.17 Lakhs) to its gratuity fund in 2018-19.

41.2.13 Sensitivity Analysis

The sensitivity analysis below have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period. Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below :

Particulars	Gratuity (Funded)	
	2017-18	2016-17
Effect on DBO due to 1% increase in Discount Rate	554.48	480.22
Effect on DBO due to 1% decrease in Discount Rate	637.57	568.83
Effect on DBO due to 1% increase in Salary Escalation Rate	637.53	567.44
Effect on DBO due to 1% decrease in Salary Escalation Rate	553.91	480.63
Effect on DBO due to 1% increase in Withdrawal Rate	598.21	527.64
Effect on DBO due to 1% decrease in Withdrawal Rate	588.62	517.20

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

42. Information On Related Party Transactions As Required By Ind As- 24 - 'Related Party Disclosures' For The Year Ended 31st March 2018.

42.1 Name of related parties and nature of relationship where control exists are as under:

a) Enterprises over which Key Management Personnel and their relatives are able to exercise significant influence.

Ishita Housing (P) Ltd.

SKJ Estate (P) Ltd.

SKJ Investments Pvt. Ltd. (Formerly known as Anuradha Designers (P) Ltd.)

Genesis Exports Limited

b) Key Management Personnel

Mr. A.C. Chakrabortti	Chairman and Non Executive Independent Director
Mr. Sushil Jhunjhunwala	Executive Vice Chairman (w.e.f. 1.4.2018)
Mr. Ajit Jhunjhunwala	Managing Director (w.e.f. 1.4.2018)
Mrs. Nidhi Jhunjhunwala	Executive Director
Mr. Arun Churiwal	Non Executive Director
Mr. Rajiv Gujral	Non Executive and Independent Director
Mr. Subir Bose *	Non Executive and Independent Director
Prof. Santanu Ray**	Non Executive and Independent Director
Mr. G Narayana ***	Non Executive and Independent Director

* Appointed w.e.f. 07.04.2017

** Appointed w.e.f. 05.02.2018

*** Resigned w.e.f. 26.08.2017

42.2 Transaction with related parties:

a) Genesis Export Limited:

INR in Lakhs

Nature of Transaction during the year.	31st March 2018	31st March 2017
Rent Paid	39.67	34.50
Purchase of Capital Assets	499.62	-
Dividend Paid	507.09	456.38
Balance outstanding as at the year end- Amount Receivable	40.00	40.00

b) Transaction with Key Management Personnel

Nature of Transaction during the year.	31st March 2018	31st March 2017
Remuneration, Perquisites & Others		
Short Term Employee Benefits		
Mr. Sushil Jhunjhunwala	230.03	201.63
Mr. Ajit Jhunjhunwala	153.36	139.16
Mrs. Nidhi Jhunjhunwala	60.40	54.72

Post Employment Benefit *

* Key Managerial Personnel and Relatives of Promoters who are under the employment of the Company are entitled to post employment benefits and other long term employee benefits recognised as per Ind AS 19 - 'Employee Benefits' in the financial statements. As these employee benefits are lump sum amounts provided on the basis of actuarial valuation, the same is not included above.

42. Information on related party transactions as required by ind as- 24 - 'related party disclosures' for the year ended 31st March 2018. (Contd.)

INR in Lakhs

Dividend paid	31st March 2018	31st March 2017
Mr. Sushil Jhunjhunwala	49.50	13.50
Mr. Ajit Jhunjhunwala	98.93	129.47
Mr. A.C.Chakrabortti	0.14	0.16

Post Employment Benefit *

Sitting Fees & Commission	31st March 2018		31st March 2017	
	Sitting Fee	Commission	Sitting Fee	Commission
Mr. Sushil Jhunjhunwala	-	168.15	-	131.13
Mr. Ajit Jhunjhunwala	-	168.15	-	131.13
Mrs. Nidhi Jhunjhunwala	-	84.08	-	74.92
Mr. A.C.Chakrabortti	3.50	6.00	1.80	3.50
Mr. Rajiv Gujral	2.80	4.00	1.80	3.50
Mr. Subir Bose*	1.60	4.00	-	-
Mr. Arun Churiwal	1.90	4.00	0.80	3.50
Prof. Santanu Ray**	0.60	-	-	-
Mr. G Narayana***	0.40	-	1.00	3.50
Mr. Shakir Ali	-	-	0.40	3.50

	31st March 2018	31st March 2017
Balance outstanding as at the year end- Amount Payable		
Mr. Sushil Jhunjhunwala	146.60	117.53
Mr. Ajit Jhunjhunwala	133.32	106.15
Mrs. Nidhi Jhunjhunwala	63.89	58.08
Mr. A.C.Chakrabortti	5.40	3.15
Mr. Arun Churiwal	3.60	3.15
Mr. Rajiv Gujral	3.60	3.15
Mr. Subir Bose*	3.60	-
Prof. Santanu Ray**	-	-
Mr. G Narayana***	-	3.15
Mr. Shakir Ali	-	3.15

*Appointed w.e.f. 7.4.2017

** Appointed w.e.f. 5.2.2018

***Resigned w.e.f. 26.8.2017

Terms and Conditions of transactions with Related Parties

The transactions with Related Party are made in the normal course of business and on terms equivalent to those that prevail in arm's length transactions. Outstanding Balances at the year end are unsecured and settlement occurs in cash for the year ended 31st March 2018, the Company has recorded the receivable relating to amount due from Related Parties. This assessment is undertaken each Financial Year through examining the Financial position of the Related Parties and the market in which the Related Party operates.

43. Operating Lease

As Lessee:

The Company's significant leasing arrangements are in respect of operating leases for office premises at Kolkata and Delhi. These leasing arrangements which are cancellable are for period of 11 months and are usually renewable by mutual consent on mutually agreeable terms. The aggregate lease rentals payable are charged as rent in the Statement of Profit and Loss. The Company has also entered into agreement to take certain land on operating lease. The lease arrangement is for 90 years. The lease rent on such lease is included in Rent.

INR in Lakhs

Particulars	31st March 2018	31st March 2017
Within one year	42.45	37.27
After one year but not more than five years	11.10	11.10
More than 5 years	202.57	205.35

44. Segment information

44.1 Consequent to the adoption of Ind AS, the Company has identified one operating segment viz, "glass and glassware" which is consistent with the internal reporting provided to the Managing Director, who is the chief operating decision maker. The Company deals in only one product i.e., glass and glassware. The products and their applications are homogenous in nature.

Geographical Information

INR in Lakhs

	31st March 2018	31st March 2017
Revenue from external customers		
India	21,259.86	19,490.69
Outside India	4,395.64	4,277.84
	25,655.50	**23,768.53**

INR in Lakhs

	31st March 2018	31st March 2017	1st April 2016
Non-Current Assets*			
India	13,309.26	11,544.51	11,607.42
Outside India	-	-	-

* excludes financial assets, deferred tax assets, post-employment benefit assets.

44.2 The Company is not reliant on revenues from transactions with any single external customer and does not receive 10% or more of its revenues from transactions with any single external customer.

45. Earning per share (EPS)

EPS is calculated by dividing the profit attributable to the equity shareholder by the weighted average number of equity shares outstanding during the year.

INR in Lakhs

	31st March 2018	31st March 2017
Profit for the period (INR Lakhs)	7,343.78	6,218.61
Weighted average number of shares used in the calculation of EPS:		
Weighted average number of Basic Equity Shares outstanding	5,67,16,438	5,55,00,000
Face value of per share (INR)	2.00	2.00
Basic EPS (INR)	12.95	11.20
Diluted EPS (INR)	12.95	11.20

46 Corporate social responsibility

As per Section 135 of the Companies Act, 2013, a company meeting the applicable threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The areas for CSR activities are in accordance to the CSR Policy of the Company which includes Rural Development Project, eradicating hunger, poverty and malnutrition, healthcare and sanitation, animal welfare, etc. A CSR committee has been formed by the Company as per the Act.

Particulars	For the year ended	
	31st March 2018	31st March 2017
Gross amount required to be spent by the Company during the year	147.42	116.78
Amount spent during the year	97.49	75.95
Provision made in relation to CSR expenditure	NIL	NIL

47. Pursuant to IND-AS 37 - 'Provision, Contingent Liabilities and Contingent Assets,' The Disclosure relating to provision made in the accounts for the year ended 31st March 2018 as follows

Description	As at 1st April 2016	Additions during the year	Utilised/ Reversed during the year	As at 31st March 2017	Additions during the year	Utilised/ Reversed during the year	As at 31st March 2018
Provision or Excise Duty	28.56	67.30	28.56	67.30	-	67.30	-

48. Figures for the previous year have been regrouped and reclassified to confirm to the classification of the current period, where necessary.

49. The Financial Statements have been approved in Audit Committee Meeting held on 30.05.2018 and approved by the Board of Directors on the same day.

In terms of our report of even date
For **Singhi & Co.**
Chartered Accountants
Firm Registration no. 302049E

Navindra Kumar Surana
Partner
Membership Number : 053816

Place : Kolkata
Dated : 30.05.2018

For and on behalf of the Board of Directors

A.C. Chakrabortti
Chairman
DIN: 00015622

Sushil Jhunjhunwala
Executive Vice Chairman
DIN: 00082461

Ajit Jhunjhunwala
Managing Director
DIN: 00111872

Alok Pandey
CFO, Company Secretary

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