

**CHEMCON SPECIALITY CHEMICALS PVT. LTD.**
**Balance Sheet as at 31-March-2018**
**(Amount In ₹)**

Particulars	Note	As at 31-03-18	As at 31-03-17
<b>I. EQUITY AND LIABILITIES</b>			
<b>(1) Shareholder's Funds</b>			
(a) Share Capital	2	79,444,400	79,444,400
(b) Reserves and Surplus	3	462,728,183	194,295,202
<b>(2) Non-Current Liabilities</b>			
(a) Long-term borrowings	4	52,067,916	20,798,167
(b) Deferred tax liabilities (Net)	5	19,136,224	17,660,833
<b>(3) Current Liabilities</b>			
(a) Short-term borrowings	6	109,021,114	171,209,033
(b) Trade payables	7	90,964,634	125,593,887
(c) Other current liabilities	8	19,530,105	11,146,540
(d) Short-term provisions	9	40,179,212	6,662,725
<b>TOTAL</b>		<b>873,071,788</b>	<b>626,810,787</b>
<b>II. Assets</b>			
<b>(1) Non-current assets</b>			
(a) Fixed assets			
(i) Plant Property & Equipment	10	296,405,824	244,974,834
(ii) Capital Work In Progress		-	-
(b) Long term loans and advances	11	24,734,028	38,928,087
<b>(2) Current assets</b>			
(a) Inventories	12	210,362,477	90,413,967
(b) Trade receivables	13	295,557,917	223,883,972
(c) Cash and cash equivalents	14.1	9,277,939	3,353,967
(d) Other Bank Balances	14.2	5,620,000	5,220,000
(e) Short-term loans and advances	15	13,234,081	18,976,011
(f) Other current assets	16	17,879,522	1,059,949
<b>TOTAL</b>		<b>873,071,788</b>	<b>626,810,787</b>
<b>Significant Accounting Policies</b>	1		
<b>Notes on Financial Statement</b>	1-32		

As per Annexed Report of even date

**For SHAH MEHTA & BAKSHI  
CHARTERED ACCOUNTANTS**

FRN No : 103824W

**FOR & ON BEHALF OF THE BOARD  
Chemcon Speciality Chemicals Pvt. Ltd.**
**Kalpit Bhagat  
(Partner)**

MRN No : 142116

**Naresh Goyal  
(Director)**

DIN:00139277

**Kamal Aggarwal  
(Director)**

DIN: 00139199

Vadodara, Dated - 16th August, 2018

**CHEMCON SPECIALITY CHEMICALS PVT. LTD.****Statement of Profit and Loss for the year ended 31-March-2018**

Particulars	Note	Year ended on 31-03-18	Year ended on 31-03-17
<b>I Revenue from operations</b>			
Sales Revenue	17	1,701,585,317	895,578,886
Less: Excise		(129,730,469)	(22,046,726)
		1,571,854,848	873,532,160
<b>II Other Income</b>	18	8,001,975	4,197,855
<b>III. Total Revenue (I +II)</b>		<b>1,579,856,823</b>	<b>877,730,015</b>
<b>IV Expenses:</b>			
Cost of materials consumed	19	794,625,294	583,150,482
Changes in inventories of FG,WIP	20	(20,666,829)	(17,499,098)
Employee benefit expense	21	53,218,842	46,341,263
Financial costs	22	24,136,476	19,491,181
Depreciation and amortization expense	10	22,585,071	23,359,477
Operation & Other expenses	23	287,317,294	175,310,585
<b>Total Expenses</b>		<b>1,161,216,148</b>	<b>830,153,890</b>
<b>V Profit before tax (V-VI)</b>		418,640,675	47,576,125
<b>VI Tax expense:</b>			
Current tax		147,859,614	15,545,285
Prior Period Taxes		872,689	-
Deferred tax		1,475,391	2,016,753
<b>VII Profit for the year (VII-VIII)</b>		268,432,981	30,014,087
<b>VIII Earning per equity share of face value of ₹ 10 each</b>			
Basic and Diluted (in ₹)	28	33.79	3.78
<b>Significant Accounting Policies</b>	1		
<b>Notes on Financial Statement</b>	1-32		

As per Annexed Report of even date

**For SHAH MEHTA & BAKSHI**  
**CHARTERED ACCOUNTANTS**

FRN No : 103824W

**FOR & ON BEHALF OF THE BOARD**  
**Chemcon Speciality Chemicals Pvt. Ltd.**

**Kalpit Bhagat**  
**(Partner)**

MRN No : 142116

**Naresh Goyal**  
**(Director)**

DIN:00139277

**Kamal Aggarwal**  
**(Director)**

DIN: 00139199

Vadodara, Dated - 16th August, 2018



## 1 Significant Accounting Policies

### A Basis of Preparation of Financial Statements

The financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on the accrual basis. GAAP comprise mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 ('Act') read with Rule 7 of the Companies (Accounts) Rules, 2014 and the provision of the Act (to the extent notified). Accounting policies have been consistently applied except where a newly issued Accounting Standard is initially adopted or a revision to an existing accounting standards requires a change in the accounting policy hitherto in use.

### B Use of Estimates

The preparation of financial statements in conformity with the GAAP requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements, the reported amount of revenues and expenses during the reporting period and the disclosures relating to contingent liabilities as of the date of the financial statements. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in outcomes difference from the estimates. Difference between the actual results and estimates are recognised in the period in which the results are known or materialised.

Estimates and underlying assumptions are reviewed on an ongoing basis. Any revision to accounting estimates is recognised prospectively in the current and future periods.

### C Revenue Recognition

#### a) Sales

Sales are recognized on shipment or dispatch to customer and are inclusive of income from job work, excluding GST, excise duty and VAT, net of trade discounts and returns if any.

#### b) Other Income

Other Income is recognized on accrual basis except when realisation of such income is uncertain.

Export incentives, insurance and other claims, where quantum of accruals cannot be ascertained with reasonable certainty, are accounted on acceptance basis.

### D Plant Property & Equipment

Property Plant & Equipment are stated at cost, net of CENVAT credit, if any, after reducing accumulated depreciation until the date of the Balance Sheet. Direct cost are capitalized until the assets are ready for use and include financing costs relating to any borrowing attributable to acquisition. Capital work - in-progress includes the cost of fixed assets that are not yet ready for the intended use, advances paid to acquire fixed assets and the cost of assets not put to use before the balance sheet date

### E Method of Depreciation

a) Depreciation on fixed assets has been provided on Straight Line method over the useful life of the Asset.

b) Effective 1st April, 2014, the Company depreciates its fixed assets over the useful life in the manner prescribed in Schedule II of the Act, as against the earlier practise of depreciating at the rates prescribed in Schedule XIV of the Companies Act 1956.

c) Depreciation on additions to assets or on sale/discardment of assets, is calculated pro rata from the date of such addition or upto the date of such sale/discardment, as the case may be.

d) In case of where the cost of part of asset is significant to total cost of the asset and useful life of that part is different from the useful life of the remaining assets, the useful life of that significant part has been determined separately.

### F Intangible Assets

Intangible assets are recognized as per the criteria specified in Accounting Standard (AS) 26 "Intangible Assets" issued by the Institute of Chartered Accountants of India and are amortized over their respective individual estimated useful lives on a straight line basis commencing from the date the asset is available

individual estimated useful lives on a straight line basis, commencing from the date the asset is available to the company for its use.

**G Investments**

Long Term Investments are stated at cost of acquisition, but in case of permanent diminution in value of long term investment, provision is made to recognise the decline.

**H Prior Period Adjustments**

All identifiable items of income and expenditure pertaining to prior period are accounted through "Prior Period Adjustments Account "

**I Foreign Exchange Transaction**

- a) Foreign currency transactions during the year are recorded at rates of exchange prevailing on the date of transactions. Foreign currency assets and liabilities are translated into Rupees at the rate of exchange prevailing on the date of the Balance Sheet. All exchange differences are dealt with in the statement of profit and loss, except those relating to the acquisition of fixed assets which are adjusted in the cost of the assets till it is ready for the intended use.
- b) Exchange differences arising on account of rollover / cancellation of forward contracts are recognized as income / expense of the period in line with the movement in the underlying exposures.

**J Inventories**

All the items of Inventories are valued Lower of cost or net realisable value. The basis of determining cost for various categories of inventories is stated hereunder:-

- |   |  |
|---|--|
| a) Raw materials                                    | First in First out basis                                   |
| b) Packing Materials                                | First in First out basis                                   |
| c) Material in Transit / Machinery Stores - At Cost |  |
| d) Work in process                                  | Material cost plus proportionate share of Labour, Mfg o/hs |
| e) Finished Goods                                   | Material cost plus appropriate share of Labour, Mfg o/hs   |
| f) Stores & others                                  | At cost  |

**K Borrowing Costs**

Borrowing costs that are attributable to the acquisition, construction or production of qualifying assets are capitalised as part of such assets. A qualifying asset is an asset that necessarily takes a substantial period of time to get ready for its intended use. All other borrowing costs are recognised as expense in the period in which they are incurred.

**L Provision, Contingent Liabilities and Contingent Assets**

The Company recognizes a provision when there is a present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. 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. Where there is a possible obligation or a present obligation that the likelihood of outflow of resources is remote, no provision or disclosure is made.

**M Retiring Benefits**

- a) Provident Fund  
Contribution to PF is made to Government / Recognized provident fund as required by the statutes / r
- b) Gratuity  
Liability with regard to gratuity has been determined by actuarial valuation as at the balance sheet date. The company contributes to the group gratuity plan of LIC of India.
- c) Leave Encashment  
The benefit of encashment of the leave is given to the employees of the company during the year

- only without right of carried forward & also no such benefits available on retirement of employee.
- d) Bonus  
Bonus is provided on the basis of actual payment.

**N Taxes On Income**

The provision for taxation is ascertained on the basis of assessable profits computed in accordance with the provisions of the Income-tax Act, 1961.

Deferred tax is recognised, subject to the consideration of prudence, on timing differences, being difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.

**O Cash and cash equivalent**

Cash and cash equivalents for the purposes of financial statement includes cash in hand, Balances with Banks and Fixed deposits with banks (with maturity for less than 3 months)

**P Impairment Of Assets**

The company assesses at each Balance Sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the Profit & Loss Account. If at the Balance Sheet date, there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount.

**Q Earnings per share**

Basic earnings per share are calculated by dividing the net profit or loss after tax 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 earnings per share, the net profit or loss after tax for the period attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

**R Government Grants and Subsidies**

- a) Government grants and subsidies are recognised when there is reasonable assurance that the Company will comply with the conditions attached thereto and that the grants will be received.
- b) Capital Government Grants or Subsidies relating to specific fixed assets are deducted from the gross value of the respective fixed assets and other capital grants, if any, are credited to Capital Reserve.
- c) Other Government Grants or Subsidies relating to an expense item are recognised as income over the period to match them on a systematic basis to the costs or deducted from related expenses.

**S Current / Non-Current**

All assets and liabilities are presented as Current or Non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III of the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realisation, the Company has ascertained its operating cycle as 12 months for the purpose of Current / Non current classification of assets and liabilities.

**2 Share Capital**

Authorised Share Capital

80,00,000 (80,00,000) Equity Shares of ₹ 10/- each

Issued, Subscribed and Paid up Capital

79,44,440 (79,44,440) Equity Shares of ₹ 10/- each fully paid up.

**As at 31-03-18    As at 31-03-17**

80,000,000    80,000,000

79,444,400    79,444,400



Total	<u>79,444,400</u>	<u>79,444,400</u>
-------	-------------------	-------------------

**Notes on financial statements for the year ended on 31st Mar 2018**

a)		<b>As at 31-03-18</b>	<b>As at 31-03-17</b>
	Reconciliation of numbers of shares outstanding is set out below		
	Equity Shares at the beginning of the year	7,944,440	7,944,440
	Changes during the year	-	-
	Equity Shares at the end of the year	7,944,440	7,944,440
	Total		

**b) Terms / Rights attached to equity shares**

The Company has only one class of equity shares having a par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

**c) The Details of Shareholders holding more than 5% shares**

	As at 31-03-18		As at 31-03-17	
	No	% holding	No	% holding
1) Nareshkumar Goyal	2,936,990	36.97%	2,936,990	36.97%
2) Kamal Aggarwal	2,977,770	37.48%	2,977,770	37.48%
3) Naresh Goyal - HUF	620,480	7.81%	620,480	7.81%
4) Kamal Aggarwal - HUF	633,200	7.97%	633,200	7.97%

As per records of the company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal beneficial ownerships of shares.

**3 Reserves And Surplus**

	<b>As at 31-03-18</b>	<b>As at 31-03-17</b>
Profit & Loss Account		
Opening Balance	194,295,202	164,281,115
<b>Add : Profit for the year</b>	268,432,981	30,014,087
Total	462,728,183	194,295,202

**4 Long Term Borrowings****Term Loans (from banks ) (Secured)**

	<b>As at 31-03-18</b>	<b>As at 31-03-17</b>
Volkswagen Finance Private Limited		
Loan against Vehicle	4,740,595	6,295,433
Daimler Financial Services India Pvt Ltd		
Loan against Vehicle	2,259,110	3,346,422
HDFC Bank		
Loan against Office	8,403,367	9,798,984
Loan against Vehicle		
- Loan I	-	230,908
- Loan II	-	87,574
- Loan III	-	258,522
- Loan IV	-	258,522
- Loan V	-	506,052
- Loan VI	1,741,363	-
- Loan VII	7,807,281	-
	24,951,716	20,782,417

**Unsecured Loans**

From Directors	27,116,200	15,750
----------------	------------	--------

	<u>27,116,200</u>	<u>15,750</u>
Total	<u>52,067,916</u>	<u>20,798,167</u>

- 4.1 a Vehicle Loan (Audi Q-7) - Volkswagon Finance Pvt. Limited Term Loan ₹ 62.30 lacs (PY - ₹ 76.65) secured by way of Hypothecation of Car of the Company. The Loan is repayable in 60 monthly instalments along with Interest @ 8.75% P.a.
- b Vehicle Loan (Mercedes-7876) - Daimler Financial Services India Pvt Ltd Term Loan ₹ 33.46 lacs (PY - ₹ 43.42 Lacs) secured by way of Hypothecation of Car of the Company. The Loan is repayable in 60 monthly instalments along with Interest @ 8.75% P.a.
- 4.2 Loan against Office - HDFC Bank Limited Term Loan ₹ 97.99 lacs (PY - ₹ 110.38) secured by way of Mortgage of Property of the Company. The Loan is repayable in 120 monthly instalments along with Interest @ 12.00% P.a.
- 4.3 Loan Against Vehicle from HDFC Bank LTD
- a Term Loan ₹ 2.31 lacs (PY - ₹ 15.42) secured by way of Hypothecation of Car (Loan I -Audi A6) of the Company. The Loan is repayable in 60 equal monthly instalments each of ₹ 1.16 lacs along with Interest @ 10.50% p.a.
- b Term Loan ₹ 0.88 lacs (PY - ₹ 5.78 lacs) secured by way of Hypothecation of Bike (Loan II -Harley Davidson) of the Company. The Loan is repayable in 36 equal monthly instalments each of ₹ 0.44 lacs along with Interest @ 12.01% p.a.
- c Term Loan ₹ 2.58 lacs (PY - ₹ 9.85 lacs) secured by way of Hypothecation of Car (Loan III -Skoda - HPP-5385) of the Company. The Loan is repayable in 36 equal monthly instalments each of ₹ 0.66 lacs along with Interest @ 9.80% p.a.
- d Term Loan ₹ 2.58 lacs (PY - ₹ 9.85 lacs) secured by way of Hypothecation of Car (Loan IV -Skoda - RCG-5434) of the Company. The Loan is repayable in 36 equal monthly instalments each of ₹ 0.66 lacs along with Interest @ 9.80% p.a.
- e Term Loan ₹ 5.06 lacs (PY ₹ -14.48 lacs) secured by way of Hypothecation of Car (Loan V -Santa Fe) of the Company. The Loan is repayable in 36 equal monthly instalments each of ₹ 0.87 lacs along with Interest @ 9.70% p.a.
- f Term Loan ₹ 26.80 lacs (PY ₹ -nil) secured by way of Hypothecation of Car (Loan VI -Skoda Superb) of the Company. The Loan is repayable in 37 equal monthly instalments each of ₹ 0.92 lacs along with Interest @ 8.00% p.a.
- g Term Loan ₹ 94.00 lacs (PY ₹ -nil) secured by way of Hypothecation of Car (Loan VII -Mercedes) of the Company. The Loan is repayable in 60 equal monthly instalments each of ₹ 1.91 lacs along with Interest @ 8.00% p.a.

## 5 Deferred Tax Liabilities

	As at 31-03-18	As at 31-03-17
<b>Deferred Tax Liabilities</b>		
On account of Depreciation	19,532,944	17,660,833
<b>Deferred Tax Assets</b>		
On Account of Preliminary Expenses	(396,720)	-
Total	19,136,224	17,660,833

## 6 Short Term Borrowings

Secured Loans		
HDFC Bank (C/C)	82,399,134	40,994,127
HDFC Bank - Buyers Credit	-	10,239,406
HDFC Bank - Export Packing Credit	26,621,980	19,975,500
HDFC Bank - WCDL	-	100,000,000
Total	109,021,114	171,209,033

**6.1** Working capital loans are secured by Hypothecation of entire raw materials, stock-in-process, stores & spares, packing materials, finished goods and Book-debts of the Company, both present & future.

<b>7 Trade Payables</b>	<b>As at 31-03-18</b>	<b>As at 31-03-17</b>
For Goods	62,322,276	65,315,268
For Expenses	28,642,358	60,278,619
<b>Total</b>	<b>90,964,634</b>	<b>125,593,887</b>

As informed to us, the company has not received any intimation from suppliers regarding their status under any Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosures, if any, relating to amounts unpaid as at the year end together with the interest paid/ payable as required under the said Act has not been given.

<b>8 Other Current Liabilities</b>	<b>As at 31-03-18</b>	<b>As at 31-03-17</b>
Current Maturities of Long-term Debts	7,845,218	9,874,134
Other Payables	2,576,488	715,062
Advance Received from Customers	9,108,399	557,344
<b>Total</b>	<b>19,530,105</b>	<b>11,146,540</b>

**8.1 Other payable includes**

TDS Payable	2,437,712	715,062
GST Payable	138,776	-
	<b>2,576,488</b>	<b>715,062</b>

<b>9 Short Term Provisions</b>	<b>As at 31-03-18</b>	<b>As at 31-03-17</b>
Other Provisions		
Others expenses payable	3,430,273	3,490,486
Excise on Finished goods	-	19
Audit Fees Payable	135,000	131,350
Income Tax	36,613,939	3,040,870
<b>Total</b>	<b>40,179,212</b>	<b>6,662,725</b>

**9.1 Other expenses includes**

Provision for Expense	713,657	1,040,253
Provision for Salary	2,716,616	2,450,233
	<b>3,430,273</b>	<b>3,490,486</b>

<b>11 Long Term Loans and Advances</b>	<b>As at 31-03-18</b>	<b>As at 31-03-17</b>
Unsecured and Considered Good		
Security deposit & Other Balances	24,734,028	38,928,087
<b>Total</b>	<b>24,734,028</b>	<b>38,928,087</b>

<b>12 Inventories</b>	<b>As at 31-03-18</b>	<b>As at 31-03-17</b>
Raw materials	59,722,806	42,148,017
Work-in-progress	34,881,750	20,330,300
Finished goods	6,115,552	173
Other (Fuel)	208,848	1,631,220
Packing Materials	387,235	1,357,339
Machinery Stores - Consumables	1,218,784	2,191,615

Goods In Transit

107,827,502

22,755,303

Total

210,362,477

90,413,967

<b>13 Trade Receivables</b>		<b>As at 31-03-18</b>	<b>As at 31-03-17</b>
(Unsecured and Considered Good)			
Over six months (from the date it becomes due)		4,763,805	3,572,065
Others		290,794,112	220,311,907
	<b>Total</b>	<b>295,557,917</b>	<b>223,883,972</b>
<b>14 Cash &amp; Bank Balances</b>		<b>As at 31-03-18</b>	<b>As at 31-03-17</b>
<b>### Cash and Cash Equivalent</b>			
Cash on hand		500,386	444,053
Balance with Banks			
HDFC Bank - Current a/c		228,480	187,373
HDFC Bank - EEFC a/c		30	2,669,521
Indian Overseas Bank - Current Account		8,549,043	53,020
Indian Overseas Bank - EEFC A/C		-	-
		<b>9,277,939</b>	<b>3,353,967</b>
<b>### Other Bank Balances</b>			
FDR - HDFC Bank		5,610,000	5,210,000
FDR - Indian Overseas Bank		10,000	10,000
		<b>5,620,000</b>	<b>5,220,000</b>
	<b>Total</b>	<b>14,897,939</b>	<b>8,573,967</b>
<b>15 Short Term Loans and Advances</b>		<b>As at 31-03-18</b>	<b>As at 31-03-17</b>
(Unsecured and Considered Good)			
Loans and advances to employees		913,655	364,755
Balances With Revenue Authorities		-	872,689
Other loans & advances		12,320,426	13,823,014
Advanced to Supplier		-	3,915,553
	<b>Total</b>	<b>13,234,081</b>	<b>18,976,011</b>
<b>16 Other Current Assets</b>		<b>As at 31-03-18</b>	<b>As at 31-03-17</b>
Other Receivables		-	24,132
Insurance Claims Receivable		13,308,526	-
Interest Receivable		566,006	233,140
Prepaid Expenses		4,004,990	802,677
	<b>Total</b>	<b>17,879,522</b>	<b>1,059,949</b>
<b>17 Revenue from Operations</b>		<b>As at 31-03-18</b>	<b>As at 31-03-17</b>
Sale of Products		1,647,907,847	827,342,406
Job Work		46,958,200	68,236,480
Goods Destroyed by Fire		6,719,270	-
CST Collected		1,216,057	4,042,391
		<b>1,702,801,374</b>	<b>899,621,277</b>
<b>Less:</b> Excise Duty		129,730,469	22,046,726
CST		1,216,057	4,042,391
	<b>Total</b>	<b>1,571,854,848</b>	<b>873,532,160</b>

### 17.1 Sale of Products



Sales - Domestic	811,070,418	288,462,055
Sales - Exports	760,784,430	585,070,105
	<u>1,571,854,848</u>	<u>873,532,160</u>

<b>18 Other Income</b>		<b>As at 31-03-18</b>	<b>As at 31-03-17</b>
Export Rebate		3,377,791	500,977
Interest On Deposit		120,566	-
Interest - FDR & Others		978,326	288,610
Lifting Charges Received		2,212,132	-
Other Income /Discount-Kasar		276,698	2,826,909
Sales Commission Received		489,000	-
Profit / Loss on disposal of Assets (Net)		547,462	(165,446)
Rent Received		-	746,805
	Total	8,001,975	4,197,855
<b>19 Cost of Materials Consumed</b>		<b>As at 31-03-18</b>	<b>As at 31-03-17</b>
Raw Material and Packing			
Opening Stock		43,505,356	56,937,319
Add : Purchases		919,057,481	592,473,822
		962,562,837	649,411,141
Less : Closing Stock		167,937,543	66,260,659
	Total	794,625,294	583,150,482
<b>19.1 Purchase of Raw Material and Packing Material</b>			
Indigenous		552,766,309	426,972,527
Imported		241,858,985	156,177,955
		794,625,294	583,150,482
<b>19.2 Purchase of Raw Material and Packing Material (in Percentage)</b>			
Indigenous		69.56%	73.22%
Imported		30.44%	26.78%
<b>20 Changes in Inventories of FG, WIP</b>		<b>As at 31-03-18</b>	<b>As at 31-03-17</b>
Closing Stock			
Finished Goods		6,115,552	173
Semi - Finished Goods		34,881,750	20,330,300
Less : Opening Stock			
Finished Goods		173	335
Semi - Finished Goods		20,330,300	2,831,040
	Total	20,666,829	17,499,098
<b>21 Employee Benefit Expenses</b>		<b>As at 31-03-18</b>	<b>As at 31-03-17</b>
Salary and Wages		46,869,077	41,107,858
Bonus & Ex-Gratia Payment		1,396,356	1,129,316
Contribution to Provident Fund & Other funds		2,087,074	1,484,036
Foods & Beverages		324,604	222,615
Medical / Retainer Expenses		157,258	289,830
Staff Welfare, Festival and Other Expenses		2,384,473	2,107,608
	Total	53,218,842	46,341,263
<b>21.1 Contribution to Provident Fund &amp; Other funds includes</b>			
Provident Fund		1,413,883	1,017,989
Gratuity & EDLI Fund		669,663	464,463
Gujarat Labour Welfare Fund		3,528	1,584
		2,087,074	1,484,036

## **21.2** Defined contribution plans

The Company is contributing toward Provident Fund of employees. Under the scheme the Company is contributing a specified percentage of the salary to the fund and deposited to the Recognized provident fund

### 21.3 Defined benefit plans

The Company is contributing towards Approved Gratuity Fund of employees. Under the scheme the Company is contributing a specified percentage of the salary to the fund and deposited with the Life Insurance Corporation of India.

### 21.4

Bonus & Leave encashment is provided on the basis of actual payment and hence provisions of Accounting Standard 15, Employee Benefits (revised 2005) are not complied with. It is not possible to quantify the same in absence of details made available to us.

## 22 Financial Costs

	<b>As at 31-03-18</b>	<b>As at 31-03-17</b>
Interest - Bank & L/C Discounting	8,101,198	2,366,440
Interest on CC / WCDL	11,171,800	13,135,149
Interest on Export Packing Credit	141,938	323,880
Interest on Property Loan	1,257,858	1,397,257
Interest - On Deposit & Others	827,373	159,303
Interest on Car Loan	1,507,800	1,391,440
Bank & Other Charges	1,128,509	717,712
Total	<b>24,136,476</b>	<b>19,491,181</b>

## 23 Operational & Other Expenses

	<b>As at 31-03-18</b>	<b>As at 31-03-17</b>
Manufacturing Expenses		
Consumable Stores	12,342,246	6,622,408
Electrical Expenses	378,899	530,110
Excise Duty	-	19
Factory & Godown Expense	2,499,110	1,351,043
Freight Inward	6,699,481	5,187,291
Fuel expense (D G Set & Wooden)	18,242,405	16,130,864
Import/Export Expenses	27,394,721	13,029,742
Jobwork Charges / Labour Charges	15,839,912	4,678,726
Laboratory & Testing Expense	313,465	263,801
Lifting Charges	4,434,939	623,756
Material Shortage	-	(133,505)
Power Charges	16,102,176	15,221,038
Repairs & maintenance - Machinery	4,243,136	3,467,535
Security Service Expense	1,679,694	1,479,035
	<b>110,170,184</b>	<b>68,451,863</b>
Administrative & Other Selling Expenses		
Advertisement	30,245	134,126
Auditor Remuneration	125,000	125,000
Bed Debts	537,630	-
Computer Expenses	259,798	238,595
Directors Remuneration	127,915,701	65,350,138
Donation	995,556	1,616,002
Exhibition Exp	3,459,016	2,542,832
Freight Outward	16,627,387	11,792,227
Insurance Expense	2,873,867	1,909,699
Legal, Professional / Consultancy	5,683,525	5,580,682
Membership & Subscription	189,877	551,147
Office & Sundry expenses	508,321	409,686
Penalty	-	72,196

Petrol & Vehicle Expense (Motor Car)	2,021,525	2,280,823
Postages & Courier	149,741	165,268
Priliminary Exp w/o	1,500,000	-

Printing & Stationery	485,616	447,089
Professional Tax (Company)	4,800	2,400
Rent, Rates & Taxes	1,702,081	3,641,830
Repairs & Maintenance - Building	1,202,790	1,528,669
Repairs & Maintenance - Others	870,576	565,011
Sales Commission	1,351,352	727,459
Sales Promotion	531,061	58,550
Telephone & Mobile Expenses	511,069	526,589
Transportation for employees	1,985,174	2,406,408
Travelling & Conveyance	5,478,336	3,771,041
Vehicle Expense	112,066	415,255
Fire Expense	35,000	-
	<b>177,147,110</b>	<b>106,858,722</b>

Total **287,317,294** **175,310,585**

**23.1 Payment to auditors**

	<b>Current Year</b>	<b>Previous Year</b>
For Audit fees	100,000	100,000
For Taxation matters	25,000	25,000
	<b>125,000</b>	<b>125,000</b>

**24 Contingent Liabilities not provided for**

- a) Guarantee given by the banks - ₹ 0 Lacs ( ₹ 0.00 Lacs).
- b) Letter of Credit issued for purchase of Raw Materials ₹ 165.61 Lacs ( ₹ 207.19 Lacs)

( ₹ in Lacs)

**25 Value of Imports on CIF Basis**

	<b>Current Year</b>	<b>Previous Year</b>
Raw Material	2,454.51	1,561.78

**26 Earning in Foreign Exchange**

Export of goods calculated on FOB basis	7,607.84	5,850.70
---	----------	----------

**27 Expenditure in Foreign Exchange**

Travelling Expenditure	29.25	11.14
Raw Material	2,454.51	1,561.78
Exhibition Expense	26.58	12.44
Sales Commission	8.28	-
Consumable Stores	1.93	-
Procurement of Fixed Assets	34.41	25.27

**28 Earnings per Share (EPS)**

1) Net Profit after tax as per Statement of Profit & Loss attributable to Equity Shareholders (in ₹)	268,432,981	30,014,087
2) Weighted Average number of shares	7,944,440	7,944,440
3) Basic and Diluted Earnings per share (in ₹)	33.79	3.78
4) Face Value per equity share (in ₹)	10	10

**29** Previous period figures have been recast/restated to confirm to the classification of the current period.

**30** Confirmation of balances of Debtors, Creditors & Loans & Advances for the year are subject to confirmation & reconciliation if any.

### 31 Related Party Disclosure

Disclosures as required by Accounting Standard 18 are given below:

Nature of Relationship	Name of Related Party
Key Management Personnel	Naresh Goyal
	Kamal Aggarwal
	Navdeep Goyal
	Himanshu Purohit
	Rajesh Gandhi
	Rajveer Aggarwal
Relative of Key Management Personnel	Minal Aggarwal
	Pooja Goyal
	Parul Goyal
Other Parties which significantly Influence/are influenced by the Company (either individually or with others)	Super Industiral Lining Pvt. Ltd.
	Super Chemical Industries
	Aditya Developers
	Medicap Healthcare Limited
	Shivam Petrochem Industries

The following transaction were carried out with the Related Parties in Ordinary course of business.

( ₹ in Lacs)

Particulars		Key Management Personnel	Relatives of Key Management Personnel	Others	Total
<b>(A)</b>	<b>Transactions</b>				
	Sales of Goods	-	-	6.45	6.45
		-	-	(10.10)	(10.10)
	Purchase (Consumable)	-	-	14.55	14.55
		-	-	(48.31)	(48.31)
	Purchase (Fixed Assets)	-	-	89.08	89.08
		-	-	-	-
	Rent	1.80	5.40	-	7.20
		(1.80)	(5.40)	-	(7.20)
	Remuneration & Perquisites	1,279.16	-	-	1,279.16
		(653.50)	-	-	(653.50)
	Sales Commission Received	-	-	5.77	5.77
		-	-	-	-
	Lifting Charges Paid	-	-	0.89	0.89
		-	-	-	-
	Jobwork Charges Paid	-	-	133.33	133.33
		-	-	-	-
<b>(B)</b>	<b>Balances at the Year End</b>				
	Closing Balance of Advances	-	-	20.10	20.10
		-	-	(20.10)	(20.10)
	Closing Balance of Sundry	513.92	-	46.69	560.61
		(226.90)	-	(38.13)	(265.03)

**32** The fire took place on 9th January 2018 damaging the fixed assets and stores where consumables, raw material and finished goods were stored. The management have estimated loss amounting to ₹ 2.19 crore and it is under process with the Universal Sompo General Insurance Co Ltd. However this does not affects the concept of going concern.

The Company has lodged insurance claim for loss due to fire of ₹ 2.19 crore. Details of Claim lodged is as under

	₹ In Lacs
	<u>Claim Lodged</u>
a) Loss of Raw material	61.80
b) Loss of Consumables	5.39
c) Loss on account of Assets burnt	141.68
d) Expenses for Repair to Factory Shed	5.68
e) Other Fire debris removal expenses	4.64

---

As per Annexed Report of even date

**For SHAH MEHTA & BAKSHI**  
**CHARTERED ACCOUNTANTS**  
FRN No : 103824W

**FOR & ON BEHALF OF THE BOARD**  
**Chemcon Speciality Chemicals Pvt. Ltd.**

**Kalpita Bhagat**  
**(Partner)**  
MRN No : 142116

**Naresh Goyal**  
**(Director)**  
DIN:00139277

**Kamal Aggarwal**  
**(Director)**  
DIN: 00139199

Vadodara, Dated - 16th August, 2018

---





2<sup>nd</sup> Floor, Prasanna House, Associated Society,  
Opp. Radhakrishna Park, Nr. Akota Stadium,  
Akota, Vadodara - 390020

Phone : +91-265-2331060, 2337727, 2355435

Cell : +91-91732-02343

Email: office@smb-ca.com



## INDEPENDENT AUDITORS' REPORT

To the Members of Chemcon Speciality Chemicals Private Limited

### 1. Report on the Financial Statements

We have audited the accompanying financial statements of **Chemcon Speciality Chemicals Private Limited** ("the Company"), which comprise the Balance Sheet as at March 31<sup>st</sup>, 2018, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

### 2. Management's Responsibility for the Financial Statements

The Board of Directors of the Company are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the act") with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility 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 judgements and estimates that are reasonable and prudent; design, implementation and maintenance of adequate internal financial controls, that are 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.

### 3. Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards required that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatements of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the 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 accounting policies used and the reasonableness of the accounting estimates made by the Board of Directors of the company, as well as evaluating the overall presentation



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

#### 4. Opinion

In our opinion and to the best of our information and according to the explanations given to us, 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 31<sup>st</sup> March, 2018, its Profit and its cash flows for the year ended on that date.

#### 5. Report on other Legal and Regulatory Requirements

i. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of the section 143(11) of the Act, we give in "Annexure A", a statement on the matters specified in the paragraphs 3 and 4 of the said Order, to the extent applicable.

ii As required by Section 143(3) of the Act, we report that:

- a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
- b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- c. The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
- d. In our opinion, the aforesaid financial statements comply with the applicable Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules 2014;
- e. On the basis of the written representations received from the directors as on 31st March, 2018, and 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", and

In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014:



- i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements.
- ii. The Company has made adequate provision as required under the applicable law or accounting standard, for material foreseeable losses if any on long term contracts. As per information and explanation given to us and based on records examined, the company has not entered into any derivative contract.
- iii. As per information and explanation given to us and based on records examined, there are no amounts that are required to be transferred to the Investor Education and Protection Fund by the company.

For Shah Mehta & Bakshi  
Chartered Accountants

FRN: 103824W



*Kalpita Bhagat*

(Kalpit Bhagat)

Partner

Membership No. 142116

Place: Vadodara

Date: 16<sup>th</sup> August, 2018

### Annexure - A to the Independent Auditors' Report

The Annexure referred to in Independent Auditors' Report to the members of the Company on the financial statements for the year ended 31<sup>st</sup> March 2018, we report that:

- i. (a) The Company has in general maintained proper records showing full, including quantitative details and situation of fixed asset;
- (b) The Company has a regular programme of physical verification of its fixed assets by which fixed assets are verified in a phased manner. In accordance with this programme, fixed assets having substantial value were verified during the year and no material discrepancy has been noticed. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the company and the nature of its assets.
- (c) According to the information and explanations given to us and on the basis of the records of the Company the title deeds of the immovable properties are held in the name of the Company.
- ii. According to the information and explanations given to us, the inventories were physically verified during the year by the Management at reasonable intervals and no material discrepancies were noticed on physical verification.
- iii. The Company has not granted any loan to companies, firms or other parties covered in the register maintained under section 189 of the Act.
- iv. The Company has not granted any loans, investment, guarantees and the securities as envisaged u/s 185 & 186 of the Act.
- v. In our opinion and according to information & explanations given to us, the company has not accepted deposits from public except directors of the Company and as per information and explanations given to us the Company has complied Section 73 to 76 of the Act, along with rules framed there under.
- vi. To the best of our knowledge and according to the information and explanation given to us, the Central Government has not prescribed the maintenance of cost records under sub section (1) of the Section 148 of the Companies Act, 2013 and the Companies (Cost Records and Audit) Rules, 2014, as amended for any activities carried out by the Company.
- vii. According to the information and explanations given to us in respect of statutory dues;

The company is regular in depositing the amounts deducted/accrued in the books of account in respect of undisputed statutory dues including Provident Fund, Income Tax, Value Added Tax, Excise Duty, Service Tax, Custom Duty, Employee State Insurance, Goods and Service Tax, Cess and any other statutory dues, as applicable, with the appropriate authorities.

There was no amount payable in respect of undisputed statutory dues, including Provident Fund, Income Tax, Value Added Tax, Service Tax, Custom Duty, Employee State Insurance, Cess and



other statutory dues in arrears as on 31<sup>st</sup> March 2018 for the period of more than six months from the date they become payable.

- viii. In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of Loans or borrowings to financial institutions, bank & Government. The company has not issued any debentures.
- ix. In our opinion and according to the information and explanations given to us, the company has applied the term loans for the purposes for which they were raised. The company has not raised any money by way of initial public offer including debt instruments during the year.
- x. According to the information and explanations given to us, no material fraud committed by the company or on the company by its officers or employees has been noticed or reported during the course of our audit.
- xi. The company, being a private limited company, provisions of section 197 read with Schedule V to the Act are not applicable to the company.
- 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 related parties are in compliance with section 177 & 188 of the Act, wherever applicable and the details of such transactions have been disclosed in the financial statements as required by applicable accounting standards.
- xiv. According to the information and explanations given to us and based on our examination the company has not made any preferential allotment / private placement of shares or fully or partly convertible debentures during the year under review.
- 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.
- xvi. In our opinion and according to the information and explanations given to us the company is not required to be registered u/s 45 IA of the Reserve bank of India Act 1934.

For Shah Mehta & Bakshi  
Chartered Accountants

FRN: 103824W



*Kalpita Bhagat*

(Kalpit Bhagat)

Partner

Membership No. 142116

Place: Vadodara

Date: 16<sup>th</sup> August, 2018

**Annexure-B: Report on the Internal Financial Controls under Clause (i) of sub section 3 of section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls over financial reporting of Chemcon Speciality Chemicals Private Limited ("the Company") as of 31<sup>st</sup> of 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**

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

**Auditors' Responsibility**

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

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

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

**Meaning of Internal Financial Controls over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A

company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

#### **Inherent Limitations of Internal Financial Controls over Financial Reporting**

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

#### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31<sup>st</sup> 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 Shah Mehta & Bakshi  
Chartered Accountants

FRN: 103824W



*Kalpita Bhagat*  
(Kalpit Bhagat)

Partner

Membership No. 142116

Place: Vadodara

Date: 16<sup>th</sup> August, 2018

## DIRECTORS' REPORT

To,  
The Members of  
**Chemcon Speciality Chemicals Private Limited**

Your directors have pleasure in presenting their Annual Report on the business and operations of the company together with the Audited Statement of Accounts for the year ended 31<sup>st</sup> March, 2018.

### 1. FINANCIAL RESULTS:

	<b>(Amount in Rs.)</b>	
<b>Particulars</b>	<b>2017-18</b>	<b>2016-17</b>
Revenue from Operations	1,571,854,848	87,35,32,160
Other Income	74,54,513	43,63,301
<b>Total Revenue</b>	<b>1,57,93,09,361</b>	<b>87,78,95,461</b>
Less: Expenses before Interest and Depreciation	1,14,494,601	78,74,68,678
Less: (a) Interest	24,136,476	1,94,91,181
(b) Depreciation	22,585,071	2,33,59,477
Profit Before Tax	418,640,675	4,75,76,125
<b>Less: Tax Expenses</b>		
Current Tax	147,859,614	1,55,45,285
Earlier Year Taxes	8,72,689	0
Deferred Tax	1,475,391	20,16,753
<b>Profit after Tax</b>	<b>268,432,981</b>	<b>3,00,14,087</b>

### 2. DIVIDEND:

Your Directors have thought fit to plough back the profit in operations for providing long term working capital and hence, opted not to declare any dividend for the financial year ended 31.03.2018.

### 3. TRANSFER TO RESERVE:

No amount has been transferred to any reserve during the financial year 2017-18.

### 4. PERFORMANCE REVIEW:

The fiscal year 2017-18 witnessed a moderate rate of growth in the economy. During the year, serious inflationary trends were continued to be felt at various price levels. The rupee also depreciated sharply which had an adverse impact across all sections of the economy. The interest rates also hardened.

Your Company was able to keep its momentum of growth and achieved the total income of Rs 1,571,854,848/- compared to Rs.873,532,160/- in the previous year. The profit



after depreciation and tax arrived at Rs.2,68,432,981/- as against Rs.30,014,087 in the previous year. With its quality products and emphasis on developing and introducing new products in the market from time to time, your Directors are confident to increase growth and achieve better results in the coming period.

#### **5. FINANCE:**

During the period under review, the Company paid a sum of Rs 24,136,476/- towards financial charges and was comfortable in meeting with its obligations. The Company has continued to avail various credit facilities from HDFC Bank, Natubhai Circle, Vadodara.

#### **6. MATERIAL CHANGES BETWEEN THE DATE OF THE BOARD REPORT AND END OF FINANCIAL YEAR:**

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

#### **7. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE:**

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

#### **8. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES:**

The Company does not have any Subsidiary, Joint venture or Associate Company during the year under review.

**9. CHANGE IN THE NATURE OF BUSINESS:** There is no change in the nature of the business of the company.

#### **10. DIRECTORS:**

Pursuant to the provisions of the Articles of Association, none of the Directors of the Company are liable to retire by rotation.

#### **11. CHANGE IN DIRECTORSHIP:**

There has been following changes are made in constitution/structure of the board during the financial year.

<b>SR NO.</b>	<b>NAME</b>	<b>DIN</b>	<b>DATE</b>	<b>NATURE OF CHANGE</b>
1.	ATIN TIBREWALA	00991505	30/09/2017	CESSATION
2.	RAJVEER KAMAL AGGARWAL	07883896	01/10/2017	APPOINTMENT

## **12. DIRECTORS RESPONSIBILITY STATEMENT:**

In accordance with the provision of Section 134(5) of Companies Act, 2013 the Board hereby submits its responsibility statement:-

- a) In the preparation of the Annual Accounts for the year ended on 31st March, 2018, the applicable Accounting Standards have been followed, along with proper explanation related to material departures;
- b) Accounting Policies have been consistently applied. The judgments and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as on 31st March, 2018 and the profit and loss of the Company for the accounting year ended on that date;
- c) Proper and sufficient care for maintenance of adequate accounting records has been taken in accordance with the provisions of the Act so as to safeguard the assets of the Company and to prevent and detect fraud and other irregularities;
- d) The annual accounts have been prepared on a going concern basis; and
- e) The Directors had laid down internal financial control to be followed by the company and those internal financial controls are adequate and were operating effectively.
- f) The Directors had devised proper system to ensure compliance with provision of all applicable laws and that such system were adequate and operating effectively.

## **13. AUDITORS:**

The Notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments. The Auditors' Report does not contain any qualification, reservation or adverse remark.

There is no fraud in the Company during the year ended 31st March, 2018. This is also being supported by the report of the auditors of the Company as no fraud has been reported in their audit report for the year ended 31st March, 2018.

The Shareholders in their meeting have approved the appointment of M/s. Shah, Mehta & Bakshi, Chartered Accountants, Vadodara, as the Statutory Auditors of the Company, to hold office till the conclusion of Annual General Meeting of the Company to be held in the year 2018-2019.

Since, the requirement to place the matter relating to ratification of appointment of Statutory Auditors by the members at every AGM is done away vide notification dated May 7, 2018 issued by the Ministry of Corporate Affairs, accordingly, no resolution has been proposed for their ratification in the ensuing AGM of the Company.

## **14. Cost Auditors**

The Cost audit of the Company has not been conducted for the financial year 2017-18 as provisions of Section 148 of the Companies Act, 2013 are not applicable on the Company.

Maintenance of cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, is required by the Company and accordingly such accounts and records are made and maintained.

#### **15. PUBLIC DEPOSITS:**

The Company has neither accepted nor renewed any Public Deposits during the year under review. As on date the Company does not hold any fixed deposit from public.

#### **16. INTERNAL FINANCIAL CONTROLS**

The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weakness in the design or operation was observed.

#### **17. MEETINGS OF THE BOARD**

Five meetings of the Board of Directors were held during the year.

Sr. No.	Date of Board Meeting	Total Number of Directors as on the date of Board Meeting	Attendance	
			No. of Directors attended	% of Attendance
1	04/05/2017	6	5	83.33%
2	26/07/2017	6	4	66.67%
3	01/10/2017	5	5	100%
4	05/12/2017	6	6	100%
5	26/02/2018	6	6	100%

#### **18. WEB LINK OF ANNUAL RETURN, IF ANY.**

The company has <http://www.cscpl.com> website but the company have not uploaded the Extract of Annual return on Website. The Extract of annual return is attached as an annexure.

#### **19. DECLARATION BY INDEPENDENT DIRECTORS:**

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

#### **20. COMPANY'S POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION INCLUDING CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES, INDEPENDENCE OF A DIRECTOR AND OTHER MATTERS PROVIDED UNDER SUB-SECTION (3) OF SECTION 178:**

The Company, being a Private Limited Company was not required to constitute a Nomination and Remuneration Committee under Section 178(1) of the Companies Act,

2013 and Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Stakeholders Relationship Committee under Section 178(5) of the Companies Act, 2013.

## **21. SHARE CAPITAL**

The paid up equity Share Capital as on March 31, 2018 was Rs. 7,94,44,400/-. During the year under review the company has not issued any shares or any convertible instruments.

## **22. SHARES**

### **A. BUY BACK OF SECURITIES**

The Company has not bought back any of its securities during the year under review.

### **B. SWEAT EQUITY**

The Company has not issued any Sweat Equity Shares during the year under review.

### **C. BONUS SHARES**

No Bonus Shares were issued during the year under review.

### **D. EMPLOYEE STOCK OPTION PLAN**

The Company has not provided any Stock Option Scheme to the employees.

## **23. RELATED PARTY TRANSACTIONS**

Related party transactions that were entered during the financial year where on an arm's length basis and where in the ordinary course of business. There were no materially significant related party transactions with the company's promoter, director, management or their relatives, which could have had a potential conflict with the interest of the company.

The particulars of transactions or contracts entered or arrangements made with related parties pursuant to provisions of section 188 of the Companies Act, 2013 is provided in **Annexure II** (in the format AOC 2) and is attached to this Report.

## **24. CORPORATE SOCIAL RESPONSIBILITY INITIATIVES**

The provisions of companies Act, 2013 regarding Corporate Social Responsibility were attracted to the company for the financial year 2017-18.

So that Board has constituted the Corporate Social Responsibility Committee and its members are:

<b>Sr. No.</b>	<b>Name of the Director</b>	<b>Category of the Director</b>	<b>Status</b>
1	Navdeep Naresh Goyal	Director	Chairperson
2	Rajesh Chimanlal Ganghi	Whole time Director	Member

3	Kamal Aggarwal	Whole time Director	Member
---	----------------	---------------------	--------

## 25. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186:

During the year under review, the Company has not advanced any loans/ given guarantees/ made investments.

## 26. Director's Remuneration:

The Breakup of Directors' remuneration are as follows:

Name of the Director	Relationship with other Directors	Sitting Fees	Salary & Allowances	Contribution to PF	Perquisites	Commission	Total
Mr. Himanshu Purohit	N.A.	-	19,20,000	-	-	-	19,20,000
Mr. Kamal Aggarwal	Father of Rajveer Aggarwal	-	5,15,14,554	-	-	-	5,15,14,554
Mr. Naresh Goyal	Father of Navdeep Goyal	-	4,58,66,333	-	-	-	4,58,66,333
Mr. Rajesh Gandhi	N.A.	-	19,20,000	-	-	-	19,20,000
Mr. Navdeep Goyal	Son of Naresh Goyal	-	1,61,71,518	-	-	-	1,61,71,518
Mr. Rajveer Aggarwal	Son of Kamal Aggarwal	-	1,05,23,296	-	-	-	1,05,23,296

The Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988, requiring the disclosure of particulars regarding Conservation of Energy in Form A, Technology Absorption in Form B and Foreign Exchange earnings and / or outgo in Form C, is enclosed herewith vide Annexure-A.

The Company has not accepted any Fixed Deposits from the public.

## 27. ISO 9001 CERTIFICATE:

The Company continued with ISO 9001-2008 Certificate.

## 28. INDUSTRIAL RELATIONS:

It was another year of good industrial harmony throughout the company, a year in which the previous year's production records were by and large maintained and exceeded.

## 29. INSURANCE:

All stocks, machineries and other properties and insurable interest of your Company are adequately insured.

### **30. SECRETARIAL AUDITOR**

The Company was not required to appoint Secretarial Auditor.

### **31. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EARNINGS AND OUTGO**

The information pertaining to conservation of energy, technology absorption, Foreign exchange Earnings and outgo as required under Section 134(3) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is furnished in **Annexure I**.

### **32. 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 is provided in **Annexure III** (in the format MGT 9) and is attached to this Report.

### **33. DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION PROHIBITION AND REDRESSAL) ACT 2013**

As per the requirement of The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 read with rules made thereunder, your Company has constituted Internal Complaints Committee which is responsible for redressal of complaints related to sexual harassment. During the year under review, there were no complaints pertaining to sexual harassment.

### **34. STATE OF COMPANY'S AFFAIRS:**

It is imperative that affairs of our company are managed in a fair and transparent manner. This is vital to gain and retain the trust of our stakeholders.

### **35. DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY**

The management of the Company has duly adopted the Risk Management Policy as per the requirement of the Companies Act, 2013. Further, they had taken adequate care in its implementation by identifying various element of risk which may cause serious threat to the existence of the Company.

### **36. PARTICULARS OF EMPLOYEES**

None of the employees who have worked throughout the year or a part of the financial year were getting remuneration in excess of the threshold mentioned under Section

197(12) of the Act read with rule 5(2) of Companies (Appointment and Remuneration) Rules, 2014.

### **37. VIGIL MECHANISM**

Your Directors would like to inform that till now provisions of establishment of Vigil Mechanism do not apply to the Company.

### **38. ACKNOWLEDGEMENT:**

Your Directors would like to express their appreciation for the assistance and co-operation received from the Banks, and statutory authorities and other agencies associated with the Company during the period under review. Your Directors place on record their appreciation for the wholehearted and continued support extended by the employees of the Company.

**Registered Office:**  
Block No.355,  
Manjusar-Kumpad Road,  
Village: Manjusar, Taluka: Savli,  
Dist. Vadodara

**Date: 16<sup>th</sup> August, 2018**

**For and on behalf of the Board**

<b>Naresh Goyal</b> <b>Director</b> <b>DIN-00139277</b>	<b>Kamal Aggarwal</b> <b>Director</b> <b>DIN - 00139199</b>
---	---

## **ANNEXURE I TO THE DIRECTORS' REPORT**

DISCLOSURES OF PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO AS REQUIRED UNDER SECTION 134(3) OF THE COMPANIES ACT, 2013 READ WITH RULE 8(3) OF THE COMPANIES (ACCOUNTS) RULES, 2014 IS FURNISHED.

### **A. CONSERVATION OF ENERGY:**

(a)	Energy conservation measures taken:  The Company continues its efforts to improve methods of energy conservation and utilization.
(b)	Additional investments and proposals, if any, being implemented for reduction of consumption of energy:  NIL
(c)	Impact of measures at (a) and (b) above for reduction of energy consumption and

	consequent impact on the cost of production of goods: Reduction in energy consumption.
(d)	Total energy consumption and energy consumption per unit of production: As per Form A.

### FORM A

#### Disclosures of Particulars with respect to consumption of energy (To the extent applicable)

A.	Power and fuel consumption	Current Year 2017-18	Previous Year 2016-17
1.	Electricity		
	(a) Purchased		
	Unit (KHP)	23,13,333	20,64,252
	Total amount (Rs. In lacs)	1,61,02,176	1,39,89,996.04
	Rate/unit (Rs. /KHP)	6.96	6.77
	(b) Own generation		
	(i) Through diesel generator		
	Total Unit	16919.00Ltrs	18400.00 Ltrs.
	Unit per-liter, of diesel oil	65.92	60.18
	Total Cost	11,15,332	11,07,432
	(ii) Through steam turbine / generator	Not Applicable	
	Units		
	Units per liter of fuel oil/gas		
	Cost/units		
2.	Coal (specify quality and where used)	Not Applicable	
	Quantity (tones)		
	Total Cost		
	Average rate		
3.	Furnace oil	Not Applicable	
	Quantity (liters)		
	Total amount (Rs. In lakhs)		
4.	Others/internal generation (Please give details) WOOD		
	Quantity	56,35,560.00 Kgs	57,22,523.00 Kgs.
	Total cost	1,57,04,701	1,64,43,498
	Rate/unit	2.78	2.87 per Kgs.
B.	Consumption per unit of production	Current Year	Previous Year



		2017-18	2016-17
	Name of products (Kgs.) HMDS / TMCS/ PY HGO & OTHERS	2,01,75,200	3,46,27,858
	Electricity (Units)	0.798	0.40
	Furnace oil (Rs.)		NIL
	Coal (specify quality)		NIL
	Diesel	0.05	0.03
	Others (specify) WOOD	0.78	0.47

**B. TECHNOLOGY ABSORPTION:**

(e) Efforts made in technology absorption: As per Form B

**FORM B**

**Form for disclosure of particulars with respect to absorption Research and development (R&D)**

1.	Specific areas in which R&D carried out by the company.	:	Quality control, process improvement, technology up gradation, development of new product mix, evaluation of alternate raw material, and minimizing affluent load/recycling of waste. A full-fledged laboratory has been established by the Company for the aforesaid purposes.	
2.	Benefits derived as a result of the above R&D.	:	Improvement in yield and quality, reduction in process cycle, development of new products mix and raw materials.	
3.	Future plan of action	:	The Company will continue its R&D programme uninterruptedly with a more stress on more product mix development.	
4.	Expenditure on R&D	:		
			2017-2018	2016-2017
	(a) Capital		-	-
	(b) Recurring		3,13,456	2,63,801
	(c) Total		3,13,456	2,63,801
	(d) Total R&D expenditure as a percentage of total turnover.		0.029%	0.03%

Technology absorption, adoption and innovation		
1.	Efforts in brief made towards technology absorption, adoption and innovation.	The technology is being indigenous one, fully absorbed by the Company.
2.	Benefits derived as a result of the above efforts. e.g. product improvement, cost reduction, development, import substitution etc.	Product improvement and achievement of production targets.
3.	In case of imported technology (imported during the last 5 years reckoned from the	The Company has not imported any technology and hence, not applicable.

	beginning of financial year), following information may be furnished:	
a)	Technology	
b)	Year of import	
c)	Has technology been fully absorbed?	
d)	If not fully absorbed, areas where this not taken place reasons therefore and future plans of action.	

**C. FOREIGN EXCHANGE EARNINGS AND OUTGO:**

(f)	Activities relating to exports, initiatives taken to increase exports, development of new export markets for products and services and export plans – As mentioned in the Directors' Report.	
(g)	Total foreign exchange used and earned	2017-2018 (Rs. In lacs)
(i)	CIF value of imports	2557.84
(ii)	Earning in foreign exchange	4323.23

**Registered Office:**  
Block No.355,  
Manjusar-Kumpad Road,  
Village: Manjusar, Taluka: Savli,  
Dist. Vadodara

**For and on behalf of the Board**

**Date: 16<sup>th</sup> August, 2018**

**Naresh Goyal    Kamal Aggarwal**  
**Director            Director**  
**DIN-00139277    DIN – 00139199**

**FORM NO. AOC -2**

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.

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 arms length transaction under third proviso thereto.

## 1. Details of contracts or arrangements or transactions not at Arm's length basis.

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	NIL
b)	Nature of contracts/arrangements/transaction	NIL
c)	Duration of the contracts/arrangements/transaction	NIL
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	NIL
e)	Justification for entering into such contracts or arrangements or transactions'	NIL
f)	Date of approval by the Board	NIL
g)	Amount paid as advances, if any	NIL
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	NIL

## 2. Details of contracts or arrangements or transactions at Arm's length basis.

SL. No.	Particulars	Key Management Personnel						Relative to Key Management Personnel			Other Parties which significantly Influence/are influenced by the Company (either individually or with others)					
		Mr. Kamal R Aggarwal Director	Mr. Naresh K Goyal Director	Mr. Himanshu Purohit Director	Mr. Rajesh Gandhi Director	Mr. Navdeep Goyal	Mr. Rajveer Aggarwal	Mrs. Minal Aggarwal	Mrs. Pooja Goyal	Ms. Parul Goyal	Super Industrial Lining Pvt. Ltd.	Super Chemical Industries	Shivam petrochem Industries			
a)	Name (s) of the related party & nature of relationship	Mr. Kamal R Aggarwal Director	Mr. Naresh K Goyal Director	Mr. Himanshu Purohit Director	Mr. Rajesh Gandhi Director	Mr. Navdeep Goyal	Mr. Rajveer Aggarwal	Mrs. Minal Aggarwal	Mrs. Pooja Goyal	Ms. Parul Goyal	Super Industrial Lining Pvt. Ltd.	Super Chemical Industries	Shivam petrochem Industries			
b)	Nature of contracts/arrangements/transaction	Rent, Remuneration,	Remuneration	Remuneration	Remuneration	Remuneration	Remuneration	Rent	Rent	Rent	Purchase of fix asset	Purchase	Lifting Charges Paid	Sales commission received	Sales of goods	Jobwork Charges Paid
c)	Duration of the contracts/arrangements/transaction	Which is on going.	Which is on going.	Which is on going.	Which is on going.	Which is ongoing.	Which is on going.	Which is on going.	Which is on going.	Which is on going.	Which is on going.	Which is on going.	Which is on going.	Which is on going.	Which is on going.	Which is on going.
d)	Salient terms of the contracts or arrangements or	Rs. 180000/- Rent, Rs.5,15,14,554/-	Rs. 4,58,66,333/- remuneration	Rs. 19,20,000/- remuneration	Rs. 19,20,000/- remuneration	Rs. 1,61,71,518/- remuneration	Rs. 1,05,23,296/- remuneration	Rs 1,80,000/- Rent	Rs 1,80,000/- Rent	Rs 1,80,000/- Rent	Rs. 89,08,460/- Purchase of fix asset	Rs 14,55,126/- as purchase	Rs. 88,500/- Lifting Charges	Rs. 5,77,020/- Sales commission	Rs 6,44,809/- Sales	Rs. 1,33,33,176 as Jobwork Charges

**Corporate Office** : 9th Floor, Onyx Business Center, Akshar Chowk, Old padra Road, Vadodara - 390 020.INDIA Tel.: 91 265 2981195  
 2983754, Fax: 91 265 2983754 Email: info@cscpl.com , expo@cscpl.com , kaggarwal@cscpl.com  
**Regd. Office** : Block No. 355, Manjusar- Kunpad Road, Village: Manjusar, Taluka: Savli, Dist.: Vadodara - 391 775. INDIA  
 Tel.: 91 2667 264103/ 4/ 5 Fax: 91 2667 26436



	transaction including the value, if any	remuneratio n											
e)	Date of approval by the Board	N.A. Since the contract was entered into in the ordinary course of business and on arm's length basis.	N.A. Since the contract was entered into in the ordinary course of business and on arm's length basis.	N.A. Since the contract was entered into in the ordinary course of business and on arm's length basis.	N.A. Since the contract was entered into in the ordinary course of business and on arm's length basis.	N.A. Since the contract was entered into in the ordinary course of business and on arm's length basis.		N.A. Since the contract was entered into in the ordinary course of business and on arm's length basis.	N.A. Since the contract was entered into in the ordinary course of business and on arm's length basis.	N.A. Since the contract was entered into in the ordinary course of business and on arm's length basis.	N.A. Since the contract was entered into in the ordinary course of business and on arm's length basis.	N.A. Since the contract was entered into in the ordinary course of business and on arm's length basis.	N.A. Since the contract was entered into in the ordinary course of business and on arm's length basis.
f)	Amount paid as advances, if any	NIL	NIL	NIL	NIL	NIL		NIL	NIL	NIL	NIL	NIL	NIL

Place: Manjusar, Dist. Vadodara  
Date: 16.08.2018

By Order of the Board of Directors  
For Chemcon Speciality Chemicals Private Limited

Kamal R. Aggarwal  
Wholetime Director

Naresh V. Goyal  
Wholetime Director

Form No. MGT-9  
EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON 31.03.2018

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the  
Companies (Management and Administration) Rules, 2014]

**I. REGISTRATION AND OTHER DETAILS:**

i.	CIN	U24231GJ1988PTC011652
ii.	Registration Date	15/12/1988
iii.	Name of the Company	CHEMCON SPECIALITY CHEMICALS PRIVATE LIMITED
iv.	Category/Sub-Category of the Company	Private company having Shares Capital (Limited by Shares)
v.	Address of the Registered office and contact details	Block No. 355, Manjusar Kumpad Road, Village - Manjusar, Taluka - Savli, Vadodara - 391775
vi.	Whether listed company	No
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	N/A

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

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

Sr.No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the company
1	CALCIUM BROMIDE SOLUTION	28275990	24.78
2	HEXAMETHYLDISILAZANE (H.M. D.S)	29319090	35.39
3	CHLOROMETHYL ISOPROPYL CARBONATE	29209099	21.40

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

Sr. No.	Name And Address Of The Company	CIN/GLN	Holding/ Subsidiary /Associate	% of shares held	Applicable Section
NA	NA	NA	NA	NA	NA



a) Bodies Corp. (i) Indian (ii) Overseas	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b) Individuals  (i) Individual shareholders holding nominal share capital upto Rs. 1 lakh  (ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c) Others (Specify )									
HUF	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
NRI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub-total(B)(2)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total Public Shareholding (B) = (B)(1) + (B)(2)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
C. Shares held by Custodian for GDRs & ADRs	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Grand Total (A+B+C)	Nil	7944440	7944440	100	Nil	7944440	7944440	100	0

## ii. Shareholding of Promoters

S r. N	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	NARESHKUMAR GOYAL	2940990	37.019	Nil	2940990	37.019	Nil	Nil
2	KAMAL RAJENDRA AGGARWAL	2981770	37.533	Nil	2981770	37.533	Nil	Nil

3	NARESH VIJAYKUMAR GOYAL - HUF	620480	7.810	Nil	620480	7.810	Nil	Nil
4	KAMAL AGGARWAL - HUF	633200	7.970	Nil	633200	7.970	Nil	Nil
5	MINAL AGGARWAL	360000	4.531	Nil	360000	4.531	Nil	Nil
6	SUBHRANGANA GOYAL	136000	1.712	Nil	136000	1.712	Nil	Nil
7	PARUL GOYAL	136000	1.712	Nil	136000	1.712	Nil	Nil
8	NAVDEEP GOYAL	136000	1.712	Nil	136000	1.712	Nil	Nil
	Total		100	Nil	7944440	100	Nil	Nil

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

Sr. no		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	Nil	Nil	Nil	Nil
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	Nil	Nil	Nil	Nil
	At the End of the year	Nil	Nil	Nil	Nil

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

Sl. No	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Shareholding at the end of the year		% change in holding during year
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company	



--	--	--	--	--	--	--

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No		Shareholding at the beginning of the year		Shareholding at the end of the year		% change in holding during year
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company	
1	Naresh Vijay Kumar Goyal	2940990	37.019	2940990	37.019	0.00%
2	KamalkumarRajendraAggarwal	2981770	37.533	2981770	37.533	0.00%
3	Navdeep Naresh Goyal	136000	1.712	136000	1.712	0.00%
4	Rajesh Chimanlal Gandhi	Nil	Nil	Nil	Nil	Nil
5	HimanshuPrafulchandraPurohit	Nil	Nil	Nil	Nil	Nil
6	Rajveer Kamal Aggarwal	Nil	Nil	Nil	Nil	Nil
	<b>Total</b>	<b>6058760</b>	<b>76.264%</b>	<b>6058760</b>	<b>76.264%</b>	<b>0.00%</b>

#### I. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	19,19,91,450	15,750	NIL	19,20,07,200
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not				
Total (i+ii+iii)	19,19,91,450	15,750	NIL	19,20,07,200
Change in Indebtedness during the financial year				
- Addition		2,71,00,450	NIL	
- Reduction	(5,80,18,620)			(3,09,18,170)
Net Change	(5,80,18,620)	2,71,00,450	NIL	(3,09,18,170)
Indebtedness at the end of the financial year	13,39,72,830	2,71,16,200	NIL	16,10,89,030
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	13,39,72,830	2,71,16,200	NIL	16,10,89,030

## II. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager						Total Amount
1.	Gross salary  (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961  (b) Value of perquisites u/s 17(2) Income-tax Act, 1961  (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Mr. Kamal Aggarwal 5,15,14,554	Mr. Naresh Goyal 4,58,66,333	Mr. Rajesh Gandhi 19,20,000	Mr. Himanshu Purohit 19,20,000	Mr. Navdeep Goyal 1,61,71,518	Mr. Rajveer Aggarwal 1,05,23,296	12,79,15,701
2.	Stock Option	Nil	Nil	Nil	Nil	Nil	Nil	
3.	Sweat Equity	Nil	Nil	Nil	Nil	Nil	Nil	
4.	Commission - as % of profit - others, specify...	Nil	Nil	Nil	Nil	Nil	Nil	
5.	Others, please specify	Nil	Nil	Nil	Nil	Nil	Nil	
6.	Total (A)	5,15,14,554	4,58,66,333	19,20,000	19,20,000	1,61,71,518	1,05,23,296	12,79,15,701
	Ceiling as per the Act	Nil	Nil	Nil	Nil	Nil	Nil	Nil

### B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
	<u>Independent Directors</u> · Fee for attending board committee meetings · Commission · Others, please specify	Nil	Nil	Nil	Nil	Nil
	Total (1)	Nil	Nil	Nil	Nil	Nil
	<u>Other Non-Executive Directors</u> · Fee for attending board committee meetings · Commission	Nil	Nil	Nil	Nil	Nil

	- Others, please specify					
	Total(2)	Nil	Nil	Nil	Nil	Nil
	Total(B) = (1 + 2)	Nil	Nil	Nil	Nil	Nil
	Total Managerial Remuneration	Nil	Nil	Nil	Nil	Nil
	Overall Ceiling as per the Act	Nil	Nil	Nil	Nil	Nil

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

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961  (b) Value of perquisites u/s 17(2) Income-tax Act, 1961  (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961		Nil		Nil
2.	Stock Option	Nil	Nil	Nil	Nil
3.	Sweat Equity	Nil		Nil	
4.	Commission - as % of profit - others, specify...	Nil	Nil	Nil	Nil
5.	Others, please specify	Nil	Nil	Nil	Nil
6.	Total	Nil	Nil	Nil	Nil

III. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief description	Details of Penalty/Punishment/Compounding fees imposed	Authority [RD/NCLT/Court]	Appeal made. If any (give details)
A. Company					
Penalty					
Punishment			None		

Compoundi ng	
B. Directors	
Penalty	None
Punishmen t	
Compoundi ng	
C. OtherOfficersInDefault	
Penalty	None
Punishmen t	
Compoundi ng	

**Registered Office: For and on behalf of the Board**

Block No.355,  
Manjusar-Kumpad Road,  
Village: Manjusar, Taluka: Savli,  
Dist. Vadodara

**Date: 16<sup>th</sup> August, 2018**

<b>Director</b>	<b>Director</b>
<b>Naresh Goyal</b>	<b>Kamal Aggarwal</b>
<b>DIN-00139277</b>	<b>DIN - 00139199</b>