



IS/ISO 9001 - 2000

APM INDUSTRIES LIMITED

910, Chiranjiv Tower, 43, Nehru Place, New Delhi-110019
Phone : (011) 26441015-17 Fax : (011) 26441018
E-mail : delhi@apmindustries.co.in
CIN No. : L21015RJ1973PLC015819
Website : www.apmindustries.co.in

APMIL/150

October 4, 2018

The Secretary
BSE Ltd.,
25th Floor, P J Towers,
Dalal Street, Mumbai – 400001
Scrip Code No. 523537

Dear Sir,

Sub: 44th Annual Report of the Company

In terms of Regulation 34 of SEBI (LODR) Regulations, 2015, we enclose herewith 44th Annual Report of the Company which is being approved and adopted as per the provisions of the Companies Act, 2013 in the 44th Annual General Meeting (AGM) of the Members of the Company held on Saturday the 22nd day of September, 2018 at 11.30 A.M., at its Registered Office at SP-147, RIICO Industrial Area, Bhiwadi, Dist. Alwar (Rajasthan) – 301019.

This is for your kind information and record.

Thanking you
Yours faithfully,
For APM INDUSTRIES LIMITED



JYOTI UPADHYAY
COMPANY SECRETARY

Encl. as above

Regd. Office & Works : SP-147, RIICO Industrial Area, Bhiwadi, Distt - ALWAR - 301 019 (RAJ.)

44th
A**NNUAL**
REPORT
2017-2018

APM INDUSTRIES LIMITED

APM INDUSTRIES LIMITED

CIN No. L21015RJ1973PLC015819

CIN NO.
L21015RJ1973PLC015819**BOARD OF DIRECTORS**RAJENDRA KUMAR RAJGARHIA
Chairman

KHUSHI RAM GUPTA

S G RAJGARHIA

RAM RATAN BAGRI

UMA HADA

HARI RAM SHARMA
Managing Director**AUDITORS**
Chaturvedi & Partners**BANKERS**
Punjab National Bank
State Bank of India
IDBI Bank
HDFC Bank**CORPORATE OFFICE**
910, Chiranjiv Tower,
43, Nehru Place
New Delhi - 110019
Tel : 011 – 26441015 – 17
Fax : 011 – 26441018
E-mail : delhi@apmindustries.co.in**REGISTERED OFFICE & WORKS**
SP-147, RIICO Industrial Area
Bhiwadi, Dist. Alwar
(Rajasthan) - 301019
Tel. : 01493 – 662400
Fax : 01493 – 662413
Email : bhiwadi@apmindustries.co.in**COMPANY SECRETARY**
JYOTI UPADHYAY**WEBSITE**
www.apmindustries.co.in**CONTENTS**

Notice to the Members	1
Boards' Report	7
Corporate Governance Report	25
Management Discussion & Analysis	35
Auditors' Report (Standalone)	36
Balance Sheet	39
Profit & Loss Account	40
Cash Flow Statement	41
Notes to Accounts	43
Auditors' Report (Consolidated)	82
Consolidated Balance Sheet	84
Consolidated Profit & Loss Account	85
Consolidated Cash Flow Statement	86
Notes to Consolidated Accounts	88

NOTICE TO THE MEMBERS

NOTICE is hereby given that the 44th Annual General Meeting (AGM) of the Members of **APM Industries Limited** will be held on **Saturday** the **22nd** day of **September, 2018** at **11.30 A.M.**, at its Registered Office at **SP-147, RIICO Industrial Area, Bhiwadi, Dist. Alwar (Rajasthan) – 301019** to transact the following business:

ORDINARY BUSINESS

- To receive, consider and adopt:
 - the Audited Standalone Financial Statement of the Company for the financial year ended March 31, 2018, together with the Reports of the Board of Directors and Auditors thereon; and
 - the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2018, together with the Report of the Auditors thereon.
- To declare final dividend of @ Re.1.00 per equity share (i.e. 50 %) on face value of Re.2.00 per share for the Financial Year 2017-2018.
- To appoint a Director in place of Shri Hari Ram Sharma (DIN: 00178632), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

4. REVISION IN TERMS OF REMUNERATION OF SHRI RAJENDRA KUMAR RAJGARHIA (DIN: 00141766), CHAIRMAN OF THE COMPANY

To consider and if thought fit, to pass with or without modification(s) the following resolution as **SPECIAL RESOLUTION**:

“RESOLVED THAT in partial modification of resolution passed in this regard by the members of the Company at 42nd Annual General Meeting held on September 24, 2016 and pursuant to the provisions of Section 196, 197, 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the consent and ratification of the members be and is hereby accorded that **Shri Rajendra Kumar Rajgarhia (DIN: 00141766)** Chairman of the Company be paid remuneration by way of Salary, Perquisites and Allowances as approved by the Members at annual general meeting held on September 24, 2016 as minimum remuneration with effect from June 1, 2018 for the remaining period of his tenure ending on May 31, 2021, in case where in any financial year, during the currency of the tenure of **Shri Rajendra Kumar Rajgarhia** as Chairman, the Company has no profits or its profits are inadequate, subject to the limits and conditions prescribed under Schedule V of the Companies Act, 2013, as may be amended from time to time and subject to necessary approval, if any.

RESOLVED FURTHER THAT except for the aforesaid revision in terms of remuneration, all other terms and conditions of his appointment as Chairman of the Company, as approved by the resolution passed at the 42nd Annual General Meeting of the Company held on September 24, 2016 shall remain unchanged.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution.”

5. REVISION IN TERMS OF REMUNERATION OF SHRI HARI RAM SHARMA (DIN: 00178632), MANAGING DIRECTOR OF THE COMPANY

To consider and if thought fit, to pass with or without modification(s) the following resolution as **SPECIAL RESOLUTION**:

“RESOLVED THAT in partial modification of resolution passed in this regard by the members of the Company at 42nd Annual General Meeting held on September 24, 2016 and pursuant to the provisions of Section 196, 197, 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the consent and ratification of the members be and is hereby accorded that **Shri Hari Ram Sharma (DIN: 00178632)** Managing Director of the Company be paid remuneration by way of Salary, Perquisites and Allowances as approved by the Members at annual general meeting held on September 24, 2016 as minimum remuneration with effect from June 1, 2018 for the remaining period of his tenure ending on May 31, 2021, in case where in any financial year, during the currency of the tenure of **Shri Hari Ram Sharma** as Managing Director, the Company has no profits or its profits are inadequate, subject to the limits and conditions prescribed under Schedule V of the Companies Act, 2013, as may be amended from time to time and subject to necessary approval, if any.

RESOLVED FURTHER THAT except for the aforesaid revision in terms of remuneration, all other terms and conditions of his appointment as Managing Director of the Company, as approved by the resolution passed at the 42nd Annual General Meeting of the Company held on September 24, 2016 shall remain unchanged.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution.”

6. RATIFICATION OF COST AUDITORS' REMUNERATION FOR THE FINANCIAL YEAR 2018-19

To consider and if thought fit, to pass with or without modification(s) the following resolution as an **ORDINARY RESOLUTION**:

“RESOLVED THAT, subject to the provisions of Section 148 and all other applicable provisions, if any of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules 2014 (including any amendment therein) the reappointment of Shri Naresh Kumar Goel, Cost Accountant (Membership No. 9876), as Cost Auditor to audit the cost records maintained by the Company for the Financial Year 2018-19 on a remuneration of Rs 50,000 (Rs Fifty Thousand only) (apart from reimbursement of out-of-pocket expenses incurred for the purpose of Audit) be and is hereby ratified by the members of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution.”

Registered Office:

SP-147, RIICO Industrial Area,
Bhiwadi, Dist. Alwar
(Rajasthan)-301019
Tel: (01493)- 662400,
Fax: (01493)-662413
e-mail: bhiwadi@apmindustries.co.in
website: www.apmindustries.co.in

Place: New Delhi
Dated: August 6, 2018

By Order of the Board

Jyoti Upadhyay
Company Secretary
(Membership No. 37410)

NOTES

1. The Explanatory Statement pursuant to section 102 of the Companies Act, 2013, in respect of Special Business under Item No. 4 to 6 is annexed hereto.
2. A statement giving the relevant details of the Directors seeking re-appointment under Item No. 3 and fixation of remuneration of Directors under Item No. 4 and 5 of the accompanying Notice, as required by Regulation 36 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 and Secretarial Standard-2 issued by Institute of Company Secretaries of India on General Meetings is annexed herewith.
3. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the Company. Proxies in order to be effective must be received by the company at its registered office or Corporate Office not later than forty eight (48) hours before the meeting.
Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions / authority, as applicable. A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder. The proxy form for the AGM is enclosed herewith.
4. Relevant documents referred to in the accompanying Notice and in the Explanatory Statements are open for inspection by the Members at the Company's Registered Office on all working days of the Company, during business hours upto the date of the Meeting.
5. As per the provisions of the Companies Act, 2013, facility for making nomination is available to individuals holding shares in the Company. The prescribed nomination form can be obtained from the Registrar and Share Transfer Agent (RTA) / Depository Participant (DP).
6. In terms of SEBI circular dated April 20, 2018, a copy of the PAN card and original cancelled cheque leaf/ attested bank passbook showing name of the account holder and bank account details is required to be submitted to the RTA / Company.
7. Members seeking any information with regard to the Accounts are requested to write to the Company at an early date, so as to enable the Management to keep the information ready at the meeting.
8. The company sub-divided the face value of equity shares from Rs.10 to Rs.2. Members were advised to surrender their old share certificates for exchange with the new ones to the Registrar / Company.
9. Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical shares. SEBI has mandated that requests for affecting the transfer of securities can be processed only if the securities are held in the dematerialized form with a Depository. For further information, please contact us at delhi@apmindustries.co.in or contact the Skyline Financial Services Private Limited (RTA).
10. Members holding shares in the same name under different Ledger Folios are requested to apply for consolidation of such Folios and send the relevant share certificates to Company or Skyline Financial Services Private Limited (RTA) for doing the needful.
11. The Notice of the AGM along with the Annual Report 2017-18 is being sent by electronic mode to those Members whose email addresses are registered with the Company / Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode. The Annual Report will also be made available on the Company's website at www.apmindustries.co.in.
Members are requested to support this Green Initiative by registering / updating their e-mail addresses with the Depository Participant (in case of shares held in dematerialized form) or with Registrar (in case of shares held in physical form).
12. The Register of Directors and Key Managerial Personnel and their shareholdings, register of proxies, register of contacts or arrangements in which Directors are interested, will be available for inspection at the Meeting.
13. The final dividend as recommended by the Board of Directors, if declared at the Annual General Meeting, will be paid on or after September 26, 2018 (Wednesday) to those shareholders whose name appear on the register of members as on September 14, 2018 (Friday).
14. In order to enable the Company to directly credit the dividend amount in the bank accounts:
 - a) Shareholders holding shares in demat accounts are requested to update their Bank Account details with their respective Depository Participants.
 - b) Shareholders holding shares in physical form are requested to provide the following details along with an authorization letter allowing the Company to directly credit the dividend in their bank accounts:
 - * Name of first account holder (as appearing in the bank account records),
 - * Bank name,
 - * Branch name,
 - * Branch address,
 - * Account type and account number,
 - * IFSC code and MICR code and
 - * A copy of cancelled cheque
15. As per Section 124(6) of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules (IEPFA Rules) as amended from time to time, all the shares in respect of which dividend has remained unpaid / unclaimed for seven consecutive years or more are required to be transferred to an Demat Account opened pursuant to IEPFA Rules. Unclaimed / Unpaid Dividend for Financial Year 2010-2011, will fall due for transfer to said IEPF on September 14, 2018. The Company has sent out individual communication to the concerned Members whose dividend is liable to be transferred to IEPF on September 14, 2018, to take immediate action in the matter. Those members who have so far not encashed their dividend warrants from the Financial Year 2010-2011 and onwards, are requested to forward their claims to the Company's Registrar and Share Transfer Agent, at the earliest. In case the dividends are not claimed, necessary steps will be initiated by the Company to transfer shares held by the members to such Demat Account without further notice. Please note that no claim shall lie against the Company in respect of the shares so transferred to such Demat Account. Upon transfer, the Shareholders will be able to claim these equity shares pursuant to IEPFA Rules by making an online application in Form IEPF-5, the details of which are available at www.iepf.gov.in. The Company has also uploaded the details of shareholders and shares due for transfer to IEPF Authority on its website at www.apmindustries.co.in.
16. **Voting through electronic means-**
In accordance with the provision of section 108 of the Companies Act, 2013 read with Companies (Management & Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, the shareholders may exercise their option to participate through electronic voting system and the company is providing the facility for voting by electronic means (remote e-voting) to all its members. The company has engaged the services of National Securities Depository Limited (NSDL) to provide remote e-voting facilities and enabling the members to cast their vote in a secured manner. It may be noted that this remote e-voting facility is optional.
"Voting by electronic means" or "electronic voting system" means a 'secured system' based process of display of electronic ballots, recording of votes of the members and the number of votes polled in favour or against, such that the entire voting exercise by way of electronic means gets registered and counted in an electronic registry in the centralized server with adequate 'cyber security'.
"Remote e-voting " means the facility of casting vote by a member using an electronic voting system from a place other than venue of a General Meeting. It also helps the shareholders to cast their vote from anywhere and at any time during E-voting period.
This facility will be available at the link www.evoting.nsdl.com during the following voting period:

Commencement of remote e-voting	: From 9.00 A.M. on September 19, 2018 (Wednesday)
End of remote e-voting	: Upto 5.00 P.M. on September 21, 2018 (Friday)

Remote e-voting shall not be allowed beyond 5.00 P.M., on September 21, 2018 (Friday). During the remote e-voting period, the shareholders of the company, holding shares either in physical form or dematerialized form, as on the closing of business hours of the cutoff date, may cast their vote electronically. The cut-off date for eligibility for remote e-voting is **September 15, 2018 (Saturday)**. A person who is not a member as on cut-off date should treat this notice for information purpose only. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of **September 15, 2018 (Saturday)**. The facility for voting through ballot paper shall also be available at the AGM and the members attending the meeting shall be able to exercise their right to vote at the meeting through ballot paper in case they have not casted their vote by remote e-voting. In case of joint holders attending the AGM, the member whose name appears as the first holder in the order of names as per the Register of members of the Company will be entitled to vote.

A member can opt for only one mode i.e. through remote e-voting or voting at Annual General Meeting. If a member casts votes by both modes, then voting done through remote e-voting shall prevail and the voting at Annual General Meeting shall be treated as invalid. The Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

Contact details of concerned person for remote e-voting:

Jyoti Upadhyay
Company Secretary
Ph. No. 011-26441015

17. The login ID and password for remote e-voting are being sent to the members, who have not registered their e-mail IDs with the company, along with physical copy of the notice. Those members who have registered their e-mail IDs with the company / their respective Depository Participants are being forwarded the login ID and password for e-voting by e-mail.

The procedure to login to e-Voting website consists of two steps as detailed hereunder:

Step 1: Log-in to NSDL e-Voting system

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/>.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. cast your vote electronically.
4. Your User ID details will be as per details given below :
 - a) For Members who hold shares in demat account with NSDL: 8 Character DP ID followed by 8 Digit Client ID (For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****).
 - b) For Members who hold shares in demat account with CDSL: 16 Digit Beneficiary ID (For example if your Beneficiary ID is 12***** then your user ID is 12*****).
 - c) For Members holding shares in Physical Form: EVEN Number followed by Folio Number registered with the company (For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***).
5. Your password details are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - ii. If your email ID is not registered, your 'initial password' is communicated to you on your postal address.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details / Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) "**Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of the Company.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders:

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF / JPG Format) of the relevant Board Resolution / Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail info@csrsm.com to with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details / Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
18. Any person who becomes a member of the Company after dispatch of the Notice of the meeting and holding shares as on the cut-off date i.e. September 15, 2018 (Saturday), may obtain the User ID and password from:-

M/s Skyline Financial Services Private Limited (RTA)
D-153 A, First Floor, Okhla Industrial Area,
Phase-I, New Delhi-110020
Telephone: 011-40450193-97
Fax: 011-26812682
Email: admin@skylinerta.com

19. The Company has appointed Shri Ravi Sharma (FCS 4468), a Practicing Company Secretary, CP No. 3666, as 'scrutinizer' for conducting and scrutinizing the e-voting process in a fair and transparent manner. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, count the votes cast at the Meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than two days of conclusion of the Meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing who shall countersign the same. The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.apmindustries.co.in and on the website of NSDL i.e. www.evoting.nsdl.com immediately. The Company shall simultaneously forward the results to BSE Limited, where the shares of the Company are listed. The result shall also be displayed at the notice board at the Registered Office of Company.
20. The register of members and share transfer books of the Company will remain closed from **September 15, 2018 (Saturday) to September 22, 2018 (Saturday)** both days inclusive for payment of Dividend and AGM.
21. The route map showing directions to reach the venue of the 44th AGM is annexed.

ANNEXURE TO ITEM No. 3, 4 AND 5 OF THE NOTICE

Details of Directors seeking re-appointment and / or fixation of remuneration of Directors at the forthcoming Annual General Meeting [in pursuance of Regulation 36 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 & Secretarial Standard 2 issued by Institute of Company Secretaries of India]

Particulars	Item No. 4	Item No. 3 & 5
Name of the Director	Shri Rajendra Kumar Rajgarhia	Shri Hari Ram Sharma
Director Identification Number (DIN)	00141766	00178632
Date of Birth	August 14, 1938	June 3, 1951
Age	80 Years	67 Years
Nationality	Indian	Indian
Date of Appointment on Board	August 1, 1994	March 1, 1997
Qualification	Graduate	Graduate
Experience	57 Years	45 Years
Nature of his expertise in specific functional areas	Investment decision, financing activities, strategic planning in capital budgeting and overall decision of the Company.	Strategic planning for production, sales and overall activities of the Company
Shareholding in APM Industries Limited	17.81%	0.004%
Directorships held in other listed companies	Perfectpac Limited	-
List of Directorships held in other Companies	1. Rajgarhia Leasing and Financial Services Pvt. Ltd.	1. Arvind Syntex Private Limited 2. Ajay Overseas Private Limited
Memberships / Chairmanships of Committees in APM Industries Limited	1. Chairman of Corporate Social Responsibility Committee, and 2. Member in Nomination and Remuneration Committee	1. Member in stakeholder Relationship committee 2. Member in Corporate Social Responsibility committee and 3. Member in Risk Management committee
Memberships / Chairmanships of in other Public Companies	1. Member in Nomination and Remuneration Committee of Perfectpac Limited	Nil
Relationship with other directors	Related to Shri S G Rajgarhia, Non Executive Director of the Company as brother	Not related to any other Director of the Company
Number of Board meeting attended during the year	Refer to corporate Governance Report	Refer to corporate Governance Report
Remuneration last drawn	Refer to corporate Governance Report	Refer to corporate Governance Report

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013

The following Explanatory Statements, as required under Section 102 (1) of the Companies Act, 2013, set out all material facts relating to the business under Item No. 4 to 6 of the accompanying Notice.

ITEM NO. 4 & 5 - REVISION IN TERMS OF REMUNERATION OF SHRI RAJENDRA KUMAR RAJGARHIA (DIN: 00141766), CHAIRMAN AND SHRI HARI RAM SHARMA (DIN: 00178632), MANAGING DIRECTOR OF THE COMPANY

Shri Rajendra Kumar Rajgarhia aged 80 years was appointed as Whole Time Director designated as Chairman and Shri Hari Ram Sharma aged 67 years was appointed as Managing Director of the Company for a period of 5 years (Five Years) w.e.f. June 1, 2016 to May 31, 2021 on the terms and conditions including remuneration as approved in the 42nd Annual General Meeting of the Company held on September 24, 2016. They are also entitled to perquisites and allowances including Contribution to Provident Fund, Gratuity provided that the aggregate of the remuneration shall be within the maximum limits as laid down under Sections 196, 197, 203 and all other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V of the Act as amended from time to time.

Minimum Remuneration: In terms of the provisions of Section II of Part II of Schedule V of the Companies Act, 2013, where in any financial year, during the currency of the tenure of managerial personnel, the Company has no profits or its profits are inadequate, the remuneration can be paid by the Company to its managerial personnel as minimum remuneration within the limits arrived at in accordance with the requirements of the said section II, subject to the following:-

- (i) The payment of remuneration is approved by a resolution passed by the Board and also by the Nomination and Remuneration Committee of Directors.
- (ii) There is no default in repayment of any of its debts or interest payable thereon.
- (iii) An ordinary / special resolution as the case may be, has been passed for payment of remuneration as per limit laid down in item (A) of Section II of Part II of Schedule V of the Companies Act, 2013 for a period not exceeding three years.

The Board of Directors and Nomination and remuneration committee at their meeting held on August 6, 2018, have already approved the revision in terms of remuneration payable to Shri Rajendra Kumar Rajgarhia and Shri Hari Ram Sharma for a period of three years i.e. June 1, 2018 to May 31, 2021. The Company has no inadequate profits in the previous year 2017-18 and for the quarter ended June 30, 2018 in current financial year 2018-19. However, out of abundant caution and in view of the relevant extant provisions of law relating to managerial remuneration and in case where in any financial year, during the currency of the tenure of **Shri Rajendra Kumar Rajgarhia** as Chairman and **Shri Hari Ram Sharma** as Managing Director, the Company has no profits or its profits are inadequate, the remuneration paid will be subject to the limits and conditions prescribed under Schedule V of the Companies Act, 2013, as may be amended from time to time. Further, the Company has not made any default in repayment of any of its debts or interest payable thereon.

Except for the aforesaid revision in terms of salary, all other terms and conditions of their appointment in the Company as approved by the members of the Company shall remain unchanged.

APM INDUSTRIES LIMITED
CIN No. L21015RJ1973PLC015819

Statement containing the information as required under Section-II, Part-II of Schedule V to the Companies Act, 2013

I. GENERAL INFORMATION

GENERAL INFORMATION			
S.No.	Particulars / Subject	Information (Shri Rajendra Kumar Rajgarhia, Chairman & Shri Hari Ram Sharma, Managing Director)	
1.	Nature of Industry	Textile and Finance & Investment	
2.	Date or Expected date of commencement of commercial production.	In the year 1980	
3.	In case of new companies, expected date of commencement of activities as per Project approved by financial institutions appearing in the prospects.	Not applicable	
4.	Financial performance based on given indicators	(Rs in Lakhs)	
		Particulars	2017-18
			(as per Audited Financials)
		Total revenue from operations	28,464
		Total Expenses	26,662
		Profit before tax	1,802
		Tax expenses including deferred tax	548
		Profit after tax	1,254
5.	Foreign Investments or collaborations, if any.	The Company has not made any foreign investments and neither entered into any foreign collaborations, except the shareholding by Non-Resident Indians in the Company.	

II. INFORMATION ABOUT THE APPOINTEE

S.No.	Particulars / Subject	Shri Rajendra Kumar Rajgarhia	Shri Hari Ram Sharma
1.	Background detail	Shri Rajendra Kumar Rajgarhia is a B.Com graduate having more than 50 years of work experience in textile industries. He is being appointed as a Director in the Board of the Company since 1994. During the term of his office, the Company has made a steady growth and strengthened its financial position as evidenced in the financial results.	Shri Hari Ram Sharma is a graduate having more than 40 years of experience in textile industries. He is associated with the Company since 1976. He is being appointed as a Director in the Board of the Company in the year 1997. Shri Hari Ram Sharma has put in much effort to improve the business performance and devoted attention to the developmental activities of the Company.
2.	Past Remunerations	Shri Rajendra Kumar Rajgarhia was paid Rs.91.72 Lakh as annual remuneration for the financial year 2017-18.	Shri Hari Ram Sharma was paid Rs.92.47 Lakh as annual remuneration for the financial year 2017-18.
3.	Recognition or awards	Under the guidance and technical expertise of Shri Rajendra Kumar Rajgarhia and Shri Hari Ram Sharma, the Company has been recognized with the following awards: The appreciation of the achievements in National Energy Conservation in the Textile Sector for the year 2013, the Govt. of India, Ministry of Power awarded the FIRST PRIZE under National Energy Conservation Award. In appreciation of the achievements in energy conservation in the Textile Sector for the year 2009-10 Govt. of Rajasthan, Department of Energy awarded the SECOND PRIZE to the Company. In appreciation of the achievements in Energy conservation in the Textile Sector for the year 2008-09, Govt. of Rajasthan, Department of Energy awarded the SECOND PRIZE to the company.	
4.	Job Profile and his suitability	Shri Rajendra Kumar Rajgarhia devotes his full time and attention to the business of the Company and is responsible for the general conduct and management of the affairs of the Company. Shri Rajendra Kumar Rajgarhia has over 3 decades of invaluable experience in the line of the business of the Company which is compatible with the Organizational requirements and the Company would definitely benefit under his leadership and valuable guidance.	Shri Hari Ram Sharma plays an important role in successful management of Company's operational, production and technical affairs. Shri Hari Ram Sharma is guiding force behind the success of the Company.
5.	Remunerations proposed	Details of proposed remuneration as stated above is the same as approved earlier by the Members at 42nd Annual General Meeting held on September 24, 2016.	
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position & person	The Company has no inadequate profits in the previous year 2017-18 and for the quarter ended June 30, 2018 in current financial year 2018-19. However, out of abundant caution and in view of the relevant extant provisions of law relating to managerial remuneration, the Company is complying with the provisions of Section II of Part II of Schedule V of the Companies Act, 2013.	
7.	Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel, if any.	Shri Rajendra Kumar Rajgarhia is the Promoter / Director of the Company. The pecuniary relationship of Shri Rajendra Kumar Rajgarhia with the Company or with any managerial personnel is detailed in the Note no. 49.1 of Notes to Accounts.	The pecuniary relationship of Shri Hari Ram Sharma with the Company or with any managerial personnel is detailed in the Note no. 49.1 of Notes to Accounts.

III. OTHER INFORMATION

S.No.	Particulars / Subject	Information Shri Rajendra Kumar Rajgarhia, Chairman & Shri Hari Ram Sharma, Managing Director
1	Reasons for loss or inadequate profits	The company has earned profits however, the Company proposes to obtain approval of Members as an abundant caution in case where in any financial year, during the currency of the tenure of Shri Rajendra Kumar Rajgarhia as Chairman and Shri Hari Ram Sharma as Managing Director, the Company has no profits or its profits are inadequate, then the remuneration being paid will subject to the limits and conditions prescribed under Schedule V of the Companies Act, 2013, as may be amended from time to time.
2.	Steps taken or proposed to be taken for improvement.	The Company is always looking forward to take all such steps and measures including expansion, diversification, restructuring which are in the best interest of the company. Though, the prices of raw materials and products are influenced by external factors, the Company is making all possible efforts to improve the margins.
3.	Expected increase in productivity and profits in measurable terms	The Company is very conscious about improvement in productivity and undertakes constant measures to improve it. However, it is extremely difficult in the present scenario to predict profits in measurable terms.

IV. DISCLOSURES:

The information, as required, is provided under Corporate Governance Section of the Annual Report 2018. The Report on Corporate Governance in the Annual Report indicates the remuneration paid to the managerial personnel as well as to all other Directors. There is no severance fee or stock option in the case of the aforesaid managerial personnel.

Shri Rajendra Kumar Rajgarhia and Shri S G Rajgarhia and their relatives are interested in the resolution set out at Item No. 4 of the Notice.

Similarly, Shri Hari Ram Sharma is interested in the resolution set out at Item No. 5 of the Notice with regard to his remuneration proposed. The relatives of Shri Hari Ram Sharma may be deemed to be interested in the respective resolutions to the extent of his shareholding interest, if any, and remuneration proposed to him.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives is, in any way, concerned or interested, financially or otherwise, in these resolutions. The Board recommends the Special Resolution set out at Item No. 4 and 5 of the Notice for approval by the members.

ITEM NO. 6 - RATIFICATION OF COST AUDITORS' REMUNERATION FOR THE FINANCIAL YEAR 2018-19

In accordance with the provisions of Section 148(2) and 148(3) read with The Companies (Cost Records and Audit) Rules, 2014, the Company is required to appoint a Cost Auditor for audit of cost record of the Company. Based on the recommendation of the Audit Committee, the Board of Directors has approved the re-appointment of Shri Naresh Kumar Goel, Cost Accountant (Membership No. 9876), as the Cost Auditor for the Financial Year 2018 - 2019 on a remuneration of Rs 50,000 (Rs Fifty Thousand only) (apart from reimbursement of out-of-pocket expenses incurred for the purpose of Audit) subject to ratification of remuneration by the Members. Section 148(3) read with Rule 14 of The Companies (Audit and Auditors) Rules 2014 prescribes that the remuneration of the Cost Auditor shall be ratified by the members of the Company.

None of the other Directors / Key Managerial Personnel of the Company / their relatives is, in any way, concerned or interested, financially or otherwise, in these resolution. The Board recommends the Ordinary Resolution set out at Item No. 6 of the Notice for approval by the members.

Registered Office:

SP-147, RIICO Industrial Area,
Bhiwadi, Dist. Alwar
(Rajasthan)-301019
Tel: (01493)- 662400,
Fax: (01493)-662413
e-mail: bhiwadi@apmindustries.co.in
website: www.apmindustries.co.in

Place: New Delhi
Dated: August 6, 2018

By Order of the Board

Jyoti Upadhyay
Company Secretary
(Membership No. 37410)

APM INDUSTRIES LIMITED

CIN No. L21015RJ1973PLC015819

BOARDS' REPORT TO THE MEMBERS

Your Directors hereby present the 44th Annual Report of the Company, together with the Audited standalone and consolidated financial statements for the financial year ended March 31, 2018.

FINANCIAL SUMMARY

The statements of accounts have been prepared in accordance with Indian Accounting Standards (IND AS) which have been made applicable to the Company w.e.f April 1, 2017 as per rules laid down in this regard. Accordingly, accounts of the Company have been restated w.e.f April 1, 2016 (being comparative year for the current financial year) as per the IND AS requirements.

The highlights of the "Standalone Financial Results" are as under:

Particulars	(Rs in Lakhs)	
	2017-18	2016-17
Total Revenue	28,464	25,837
Total Expenses	26,662	23,519
Profit before tax	1,802	2,318
Less: Tax (including deferred tax)	548	715
Profit for the period	1,254	1,603
Other Comprehensive income	(1)	(4)
Total comprehensive profit for the year	1,253	1,599
Retained earnings:-		
Balance brought forward	10,273	9,063
Total Comprehensive income for the year	1,254	1,603
Equity Dividend	(108)	(324)
Tax on equity dividend	(22)	(69)
Balance carried forward	11,397	10,273

The highlights of the "Consolidated Financial Results" are as under:

Particulars	(Rs in Lakhs)	
	2017-18	2016-17
Total Revenue	28,495	25,847
Total Expenses	26,664	23,527
Profit before tax	1,831	2,320
Less: Tax (including deferred tax)	555	716
Profit for the period	1,276	1,604
Other Comprehensive income	(1)	(4)
Total comprehensive profit for the year	1,275	1,600
Retained earnings:-		
Balance brought forward	10,274	9,063
Total Comprehensive income for the year	1,275	1,604
Equity Dividend	(108)	(324)
Tax on equity dividend	(22)	(69)
Balance carried forward	11,419	10,274

Note: Pursuant to Companies (Indian Accounting Standards) (Amendment) Rules, 2016 (hereinafter 'Rules'), as notified by Ministry of Corporate Affairs on March 30, 2016, the management has restated the relevant data of wholly owned subsidiary, APM Finvest Limited in accordance with Ind AS for the purpose of preparation of consolidated financial statement, as Ind AS is not applicable to Non-Banking Financial Company (NBFC) Subsidiary for Financial Year 2017-18.

STATE OF COMPANY AFFAIRS / OPERATIONS

Our Company operates in two business segment - yarn and finance & investment. Segment wise operations of the company given below.

Yarn: The Profit before Tax and Profit after Tax for the year under review amounted to Rs. 1209.00 Lakhs and Rs 720.00 Lakhs respectively as compared to Rs 1570.00 Lakhs and Rs 879.00 Lakhs, in the previous financial year.

Finance and Investment: - The Profit before Tax and Profit after Tax for the year under review amounted to Rs. 593.00 Lakhs and Rs 533.00 Lakhs respectively as compared to Rs 748.00 Lakhs and Rs 720.00 Lakhs, in the previous financial year.

The performance of each business segment of the Company has been comprehensively discussed in the 'Management Discussion and Analysis Report' forming part of this Annual Report.

CHANGE IN THE NATURE OF BUSINESS, IF ANY

There is no change in the nature of business of your Company during the year under review.

TRANSFER TO RESERVES

The Company has not transferred any amount to the reserves during the current financial year.

EXPORTS

The export turnover decreased to Rs.76.00 lakhs from Rs.202.00 lakhs in the previous year.

EXPANSION AND MODERNIZATION

The company continues to modernize its plant and machinery and add balancing equipment. The production capacity remains 55584 spindles during the Financial Year 2017-18.

During the year under review, your company invested Rs.20.00 crores on addition of balancing equipments and modernization & up-gradations of its plant & machinery.

The company has also added Sewing Thread dyeing & cone/tube winding machines having capacity of 350 MT per year. The addition of valued added new product enables company to further strengthen its presence in the market.

SUBSIDIARY

The Company has one wholly owned subsidiary namely "APM Finvest Limited" registered with Reserve Bank of India as Non-Banking Financial Company. The Company has complied with the corporate governance requirements with respect to Subsidiary as specified in Regulation 24 and other provisions of the Listing Regulations and the Companies Act, 2013 (the "Act"). In compliance with Section 129(3) of the Act, the Company has prepared the consolidated financial statements of the Company which forms part of this Annual Report. Further, a statement containing salient features of the financial statement of Subsidiary in the prescribed format AOC-1 is annexed as **ANNEXURE - I** to this Report. Pursuant to the provisions of Section 136 of the Act, the standalone financial statements of the Company, the consolidated financial statements along with relevant documents and separate audited financial statements in respect of subsidiary, are available at Investor section of the website of the Company at www.apmindustries.co.in.

In accordance with LODR Regulations, the Company's policy on materiality of Subsidiaries specifying the criteria for determining the Material Subsidiaries is available on Company's website at the link <http://apmindustries.co.in/Annual%20Reports/Policy-DMS.pdf>. As per the criteria in LODR Regulations, the Company has no Material Subsidiary as of today. There has been no change in the nature of business of subsidiaries during the year under review.

SCHEME OF ARRANGEMENT AMONG APM INDUSTRIES LIMITED ("AIL") AND APM FINVEST LIMITED ("AFL")

During the year 2017-18, the Board of Directors of the Company has approved the demerger of Finance & Investment Undertaking (termed as "Demerged Undertaking") of APM Industries Limited (termed as "Demerged Company") and subsequent amalgamation with its wholly owned subsidiary, APM Finvest Limited (termed as "Resulting Company") pursuant to a Scheme of Arrangement ("Scheme") under Sections 230-232 and other applicable provisions of the Act. To maintain economical interest of shareholders of AIL, the management has proposed to issue 1 (One) Equity Share of face value of Rs. 2 (Rupees Two) each at par in Resulting Company for every 1 (One) Equity Share of face value of Rs.2 (Rupees Two) each held by shareholders in Demerged Company as a consideration for the demerger which was assessed by M/s Bansal Abhinav & Co. Chartered Accountants (appointed as Independent Valuer by the Company and AFL) in their Share Entitlement Ratio Report. The entire paid up capital of AFL is held by AIL. Pursuant to the approval of scheme by NCLT, Jaipur Bench the shares held by AIL in AFL shall be cancelled as integral part of the scheme.

The Company has received the Observation Letter from BSE Limited containing no adverse observation regarding draft scheme of arrangement, which is posted on the Company's website at the given link <http://apmindustries.co.in/scheme-of-arrangement/>.

PUBLIC DEPOSIT

Your company has not accepted any public deposits during the Financial Year and as such, no amount of principal or interest was outstanding as on March 31, 2018.

DIVIDEND

Your Directors recommend a final dividend of Rs 1/- per equity share on face value of Rs 2/- each (50%) for the financial year 2017 - 18 (Previous year 100%), subject to approval of the members.

DIRECTORS' RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134(3) (c) and 134(5) of the Companies Act, 2013 the Board hereby submits its responsibility Statement:

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year i.e. March 31, 2018 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 have prepared the annual accounts on a going concern basis;
- (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.

INTERNAL FINANCIAL CONTROLS

The Company has adequate internal control systems in place, and also has reasonable assurance on authorizing, recording and reporting transactions of its operations. The Company has a well-placed, proper and adequate internal controls environment, commensurate with its size, scale and complexities of its operations. The Company had already developed and implemented a framework for ensuring internal controls over financial reporting. Internal control systems are an integral part of your Company's Corporate Governance structure. These have been designed to provide reasonable assurance with regard to inter-alia a. recording and providing reliable financial and operational information; b. complying with the applicable statutes; c. safeguarding assets from unauthorized use; d. executing transactions with proper authorization, and ensuring compliance with corporate policies e. Prevention and detection of Frauds / errors; f. Continuous updating of IT systems. The Company's management has assessed the effectiveness of the Company's internal control over financial reporting as of March 31, 2018. Your Company has appointed M/s TN Chaturvedi & Co., Chartered Accountants; New Delhi to assess the effectiveness of internal financial controls of the Company. The Company's internal financial controls were adequate and operating effectively.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

- i. **Declaration by Independent Directors:** - The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of Independence as prescribed both under the Companies Act, 2013 and Regulation 16(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- ii. **Retirement by Rotation:** - In accordance with the provisions of the Companies Act, 2013 and applicable Regulations issued by the Securities & Exchange Board of India, Shri Hari Ram Sharma (DIN: 00178632), Managing Director of the Company will retire by rotation at the forthcoming Annual General Meeting ('AGM') and being eligible, offers himself for re-appointment. The Board recommends his re-appointment. The brief resume and others details as required under SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Companies Act, 2013 are provided in the Notice of Annual General Meeting of the Company.

- iii. **Revision in remuneration:** - The Board of Directors in its Meeting held on August 6, 2018, on the recommendation of Nomination and Remuneration Committee at its Meeting held on the same day, approved revision in terms of remuneration of Shri Rajendra Kumar Rajgarhia, Chairman and Shri Hari Ram Sharma, Managing Director of the Company for a period of three years i.e., from June 1, 2018 to May 31, 2021. Revision in terms of remuneration of Shri Rajendra Kumar Rajgarhia, Chairman and Shri Hari Ram Sharma, Managing Director of the Company, as per the details provided in the Notice convening the Annual General Meeting, is recommended for the approval of members.

- iv. **Board/Directors' Evaluation:** - The Board has carried out an annual performance evaluation of its own performance, its committees and individual Directors pursuant to the provisions of the Act, SEBI Listing Regulations and the Guidance Note on Board evaluation issued by the Securities and exchange Board of India on January 5, 2017. The annual performance evaluation of all the Independent Directors has been done by the entire Board, excluding the Director being evaluated. Pursuant to the provisions of the Companies Act, 2013 and Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Nomination and Remuneration Committee has carried out evaluation of every Director's performance. The Independent Directors, in a separate meeting, has also carried out the performance evaluation of the Non-Independent Directors and the Board as a whole and of the Chairman of the company and has reviewed the performance of the Secretarial Department. The Directors expressed their satisfaction with the evaluation process. The performance evaluation criteria for independent directors are disclosed in the section on the corporate governance of the annual report.

AUDITORS

STATUTORY AUDITORS

At the 43rd Annual General Meeting of the Company held on September 25, 2017, pursuant to the provisions of the Act and the Rules made there under, M/s. Chaturvedi & Partners, Chartered Accountants (Firm Registration No. 307068E), were appointed as Statutory Auditors of the Company from the conclusion of the 43rd AGM until the conclusion of the 48th Annual General Meeting of the Company, at such remuneration and terms and conditions as may be decided by the Board of Directors of the Company, subject to ratification of their appointment at every AGM, if so required under the Act. M/s. Chaturvedi & Partners, Chartered Accountants have submitted a certificate confirming that their appointment is in accordance with Section 139 read with Section 141 of the Act. The Audit Report of M/s. Chaturvedi & Partners, Chartered Accountants on the Financial Statements of the Company for the Financial Year 2017-18 is a part of the Annual Report. The Auditor's Report does not contain any qualification, reservation or adverse remark.

**Ministry of Corporate Affairs (MCA) vide its notification dated May 7, 2018, omitted the requirement of ratification of Auditor's appointment by members at every Annual general Meeting.*

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 RSM & Co., Company Secretaries, New Delhi to undertake the

Secretarial Audit of the Company for the financial year ended March 31, 2018. The Report of the Secretarial Audit Report (MR – 3) is annexed herewith as **ANNEXURE - II** to this Report.

COST AUDITOR

Pursuant to Section 148 of the Act read with the Rules made thereunder, the cost audit records maintained by the Company in respect of its manufacturing activities are required to be audited. The Board has, on the recommendation of the Audit Committee, re-appointed Shri Naresh Kumar Goel, Cost Accountant (Membership No. 9876), to audit the cost accounts of the Company for Financial Year 2018-19. As required under the Act, the remuneration payable to the Cost Auditors is required to be placed before the Members in the general meeting for their ratification. Accordingly, a resolution seeking Members ratification for the remuneration payable to Shri Naresh Kumar Goel, Cost Accountant, is included at item no. 6 of the Notice of the AGM.

INTERNAL AUDITOR

Pursuant to provisions of Section 138 of the Companies Act, 2013, the Board of Directors has re-appointed M/s MM Sharma & Co., Chartered Accountant, Delhi as an Internal Auditors of the Company, for the financial year 2018-19.

BOARD MEETINGS

The Board of Directors duly met 7 (Seven) times in respect of which proper notices were given and the proceedings were properly recorded and signed. The details of the Board Meetings and attendance of Directors are provided in the Report on Corporate Governance, which forms part of this Annual Report. The intervening gap between the meetings was within the period prescribed under the Act and Listing Regulations.

COMMITTEES OF THE BOARD

Currently the Board have five committees, they are:

- AUDIT COMMITTEE

The Company has in place an Audit Committee in terms of the requirements of Section 177 of the Act read with the Rules made thereunder and Regulation 18 of the Listing Regulations. The details pertaining to the composition, meetings and terms of reference of the committee are included in the Report on Corporate Governance which forms part of this Annual Report

- CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

In compliance with the requirements of Section 135 of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Board has constituted a Corporate Social Responsibility Committee. The details pertaining to the composition, meetings and terms of reference of the committee are included in the Report on Corporate Governance which forms part of this Annual Report.

The brief outline of the (CSR) policy of the Company and the initiatives undertaken by the Company on CSR activities during the year annexed herewith as **ANNEXURE - III** to this Report.

The Policy on Corporate Social Responsibility may be accessed on the Company's website at the link <http://apmindustries.co.in/Annual%20Reports/Policy-CSR.pdf>

- NOMINATION AND REMUNERATION (NRC) COMMITTEE

The Nomination and Remuneration Committee's role and terms of reference are in compliance with provisions of Section 178 of the Act and Regulation 19 read with Part D of the Schedule of the Listing Regulations, as amended from time to time. The details pertaining to the composition, meetings and terms of reference of the committee are included in the Report on Corporate Governance which forms part of this Annual Report. The Nomination and Remuneration Policy and Policy on fixation of criteria for selection & appointment of Directors & Senior Management Personnel annexed herewith as **ANNEXURE - IV** to this Report.

The policy may be accessed on the Company's website at the link <http://apmindustries.co.in/Annual%20Reports/Policy-NRC.pdf>

- STAKEHOLDER RELATIONSHIP COMMITTEE

The Stakeholder Relationship Committee has been constituted in terms of Section 178 of the Act and Regulation 20 of the Listing Regulations for redressal of Shareholders and Investors complaints and other shareholders related issues. The details pertaining to the composition, meetings and terms of reference of the committee are included in the Report on Corporate Governance which forms part of this Annual Report.

- RISK MANAGEMENT COMMITTEE

The Board has constituted a Risk Management Committee to frame, implement and monitor the risk management plan for the Company. The Committee is responsible for reviewing the risk management plan and ensuring its effectiveness. The details pertaining to the composition, meetings and terms of reference of the committee are included in the Report on Corporate Governance which forms part of this Annual Report.

The Risk Management Policy may be accessed on the Company's website at the link <http://apmindustries.co.in/Annual%20Reports/Policy-RM.pdf>

VIGIL MECHANISM

The Company has a Whistle Blower Policy to deal with instances of unethical behavior, actual or suspected fraud or violation of the company's code of conduct. The Policy on Vigil Mechanism / Whistle Blower may be accessed on the Company's website at the link <http://apmindustries.co.in/Annual%20Reports/Policy-WBM.pdf>

RELATED PARTY TRANSACTIONS

All transactions entered into with Related Parties as defined under the Companies Act, 2013 and Regulation 23 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 during the financial year were in the ordinary course of business and on an arm's length pricing basis and do not attract the provisions of Section 188 of the Companies Act, 2013. All related party transactions during the year 2017-18 are disclosed in Form No. AOC - 2 in **ANNEXURE – V** to this Report. Suitable disclosure as required by the Accounting Standards (AS18) has been made in the notes to the Financial Statements. The Board has approved a policy for related party transactions which has been uploaded on the Company's website at the link <http://apmindustries.co.in/Annual%20Reports/Policy-RPT.pdf>

PREVENTION OF SEXUAL HARASSMENT

The Company is committed to provide a protective environment at workplace for all its women employees. To ensure that every woman employee is treated with dignity and respect and as mandated under "The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013" the Company has in place a formal policy for prevention of sexual harassment of its women employees.

The policy may be accessed on the Company's website at the link <http://apmindustries.co.in/Annual%20Reports/Policy-PSH.pdf>.

Your Directors further state that during the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

POLICY FOR DETERMINING MATERIALITY FOR DISCLOSURES

This policy applies to disclosure of events affecting APM Industries limited. The policy may be accessed on the Company's website at the link <http://apmindustries.co.in/Annual%20Reports/Policy-DME.pdf>

DOCUMENTS RETENTION AND ARCHIVAL POLICY

This policy deals with retention and archival of corporate records of APM Industries Limited. The policy may be accessed on the Company's website at the link <http://apmindustries.co.in/Annual%20Reports/Policy-POD.pdf>

PARTICULARS OF LOAN, GUARANTEES OR INVESTMENTS

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

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The prescribed details as required under Section 134(3) (m) of the Companies Act, 2013, read with the Companies (Accounts) Rules, 2014, are annexed as **ANNEXURE - VI** to this Report.

PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

Particulars of remuneration paid to the employees as required to be disclosed under section 197(12) of the Act read with Rule 5 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules 2014, are set out in **ANNEXURE - VII** to this Report.

EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual Return in form MGT 9 is annexed herewith as **ANNEXURE - VIII** to this Report.

CORPORATE GOVERNANCE

As per SEBI LODR Regulations, a separate section on Corporate Governance practices followed by the Company, together with a certificate from the Company's Auditors confirming compliance, is annexed herewith as **ANNEXURE - IX** to this Report.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management's Discussion and Analysis Report for the year 2017-18 under review, as stipulated under Regulation 34(e) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 with the Stock Exchanges, is presented in a separate section forming part of the Annual Report.

MATERIAL CHANGES AND COMMITMENTS AFTER THE END OF FINANCIAL YEAR

No material changes or commitments, affecting the financial position of the Company have occurred between the end of the financial year of the company to which the financial statements relate, i.e. Change in nature of business No changes has been made in nature of business carried out by March 31, 2018 and the date of the Board's Report.

STATEMENT

Certain statements in the "Board's Report & Management Discussion and Analysis" describing the Company's views about the Industry, expectations/ predictions, objectives etc., may be forward looking within the meaning of applicable laws and regulations. Actual results may differ materially from those expressed in the Statement. Company's operations may inter-alia affect with the supply and demand stipulations, input prices and their availability, changes in Government regulations, taxes and other factors such as Industrial relations and economic developments etc.

GENERAL

No significant or material orders were passed by the regulators or Courts or Tribunals which impact the going concern status and Company's operation in future.

APPRECIATION

The Board of Directors wishes to express its gratitude and record its sincere appreciation for the commitment and dedicated efforts put in by all the employees. Your Directors take this opportunity to express their grateful appreciation for the encouragement, cooperation and support received by the Company from the local authorities, bankers, customers, suppliers and business associates. The directors are thankful to the esteemed shareholders for their continued support and the confidence reposed in the Company and its management.

For and on behalf of the Board

Rajendra Kumar Rajgarhia
Chairman
DIN : 00141766

Place : New Delhi
Dated : August 6, 2018

ANNEXURE – I TO BOARDS' REPORT

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/ associate companies/ joint ventures
Part A- Subsidiary

Sl. No.	Particulars	Details (Amount in Rs)
1	Name of the subsidiary	APM Finvest Limited
2	The date since when subsidiary was acquired/incorporated	13.05.2016
3	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Reporting period same as Holding Company i.e. April 1, 2017 – March 31, 2018
4	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	N.A.
5	Share capital	2,00,00,000
6	Reserves and surplus	11,03,376
7	Total assets	2,13,24,737
8	Total Liabilities	2,13,24,737
9	Investments	99,22,516
10	Turnover	15,58,620
11	Profit before taxation	13,49,249
12	Provision for taxation	3,46,400
13	Profit after taxation	10,02,849
14	Proposed Dividend	-
15	Extent of shareholding (in percentage)	100.00%

Notes: The following information shall be furnished at the end of the statement:

- Names of subsidiaries which are yet to commence operations- NA
- Names of subsidiaries which have been liquidated or sold during the year- NA

Part B- Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures- NA

For and on behalf of the Board

Rajendra Kumar Rajgarhia
Chairman
DIN : 00141766

Place : New Delhi
Dated : August 6, 2018

ANNEXURE – II TO BOARDS' REPORT

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2018

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

The Members

APM Industries Limited

CIN: L21015RJ1973PLC015819

Registered Office: SP-147, RIICO Industrial Area

Bhiwadi, Dist. Alwar

Rajasthan- 301019

We have conducted the Secretarial Audit of the compliances of applicable statutory provisions and the adherence to good corporate practices by **APM INDUSTRIES LIMITED** (hereinafter called the Company"). The Secretarial 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 the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the Financial Year ended on March 31, 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 on 31st March, 2018 according to the provisions of:-

1. The Companies Act, 2013 ("the Act") and Rules made thereunder as amended/modified;
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;
3. The Depositories Act, 1996 and the Regulations and Bye - laws framed thereunder;
4. The Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **(Not applicable to the Company during the audit period)**;
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations 2014, **(Not applicable to the Company during the audit period)**;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008. **(Not applicable to the Company during the audit period)**;
 - (f) The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding Companies Act and dealing with client; **(Not applicable as the Company is not registered as Registrar and Transfer Agent during the audit period)**;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable to the Company during the audit period)**;
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998. **(Not applicable to the Company during the audit period)**. and
 - (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
6. We further report that, we relied on the representation made by the Company and its officer for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company.
7. We further report that the compliances by the Company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this Audit since the same have been subject to review by statutory financial audit and other designated professionals.

8. We have also examined the compliances with the applicable clauses of the following:-

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India; and
- (ii) The Listing Agreement entered into by the Company with Stock Exchanges.

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

9. We further report that:-

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

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

Majority of decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of meetings of the Board of Directors or committee of the Board, as the case may be.

There are adequate systems and processes in the Company commensurate with the size and operations of the company to monitor and ensure compliances with applicable laws, rules, regulations and guidelines.

We further report that during the audit period, the Company has passed following resolution which is having major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines standard etc:-

- (i) Approval of Merger, Amalgamation and reconstruction with APM Finvest Limited

This report is to be read with our letter of even date which is annexed as **"Annexure-1"** and form an integral part of this report.

For RSM & CO.
Company Secretaries

RAVI SHARMA
PARTNER

FCS NO.4468, C. P. NO. 3666

Dated: 01.08.2018

Place: New Delhi

Annexure-1

The Members

APM Industries Limited

CIN: L21015RJ1973PLC015819

Registered Office: SP-147, RIICO Industrial Area

Bhiwadi, Dist. Alwar

Rajasthan- 301019

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

1. Maintenance of Secretarial records is the responsibility of the Management of the Company. Our responsibility is to express an opinion on the 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 verifications were done on the 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 and books of accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliances of Laws, Rules and Regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable Laws, rule and regulations, standards is the responsibility of the Management. Our examination was limited to the verification of procedures on test basis.
6. Our Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For RSM & CO.
Company Secretaries

RAVI SHARMA
PARTNER

FCS NO.4468, C. P. NO. 3666

Dated: 01.08.2018

Place: New Delhi

ANNEXURE – III TO BOARDS' REPORT

REPORT ON CORPORATE SOCIAL RESPONSIBILITY ACTIVITIES FOR THE FINANCIAL YEAR 2017 - 2018

A brief outline of the Company's CSR policy:

For your Company, CSR means Corporate Sustainable Responsibility and this means embedding CSR into its business model. The CSR activities and programs are initiated towards the communities and environment in which the Company operates. It represents the continuing commitment and actions of the Company towards socio-economic development. Web-link to the CSR policy and projects / programs- <http://apmindustries.co.in/Annual%20Reports/Policy-CSR.pdf>.

Composition of CSR Committee:-

Shri Rajendra Kumar Rajgarhia : Chairman
Shri Ram Ratan Bagri : Member
Shri Hari Ram Sharma : Member

Particulars

Average net profit of the Company for the last three Financial years	Amount (in lakhs) 2594.91
Prescribed CSR Expenditure (2% of Average Net Profit as computed above)	51.90
Unspent amount carry forward from previous Financial year 2016-17	09.06
Total CSR Expenditure to be spent in the Financial year 2017-18	60.96
Details of CSR spent during the financial year:	
- Total amount spent for the financial year	50.67
- Amount unspent, if any	10.29

Details of Amount spent on CSR activities during the Financial Year 2017-18

S. No	CSR Activity or activity identified	Sector in which the project is covered Clause no. of Schedule VII of Companies Act, 2013	Project or Program (1) Local area or other; (2) Specify the State and district where projects of program was undertaken	Amount outlay or (Budget) Project or program wise	Amount spent on the projects or programs Sub-head		Cumulative Expenditure upto the reporting period	Amount spent direct or through implementing agency
					Direct Expenditure on projects or programmes	Overheads		
1	Promoting education	Clause (ii) promoting education	Bhiwadi, Tijara & Delhi	12.00	11.79	-	11.79	Direct/through registered Trust
2	Promotion of Healthcare	Clause (i) promoting health care including preventive health care	Bhiwadi, Distt. Alwar (Rajasthan) Alwar & Delhi	15.50	15.49	-	15.49	Direct/Ram Lal Rajgarhia Memorial Trust/ Other Trusts
3	Promoting special education and employment enhancing vocational skill among women	Clause (ii) promoting education	Delhi	05.00	4.99	-	4.99	Through various trusts
4	Contribution for Running old age home for senior citizens	Clause (iii)	Gurgaon	02.00	2.00	-	2.00	The earth saviours foundation, Gurgaon
5	Conservation of Natural resources	Clause (IV) Conservation of natural resources	Tijara tehsil of Distt. Alwar (Rajasthan)	15.75	6.08	-	6.08	Direct
6	Animal Welfare	Clause (iv)	Tijara & Salasar Salasar in Rajasthan and New Delhi	09.00	8.61	-	8.61	Various Trust
7	Ensuring environmental sustainability	Clause(IV)	New Delhi	1.50	1.50	-	1.50	Chinton Environmental research and action group New Delhi.
8	Measures for the benefit of the armed forces Veetran, war widows, and their dependents	Clause (VI)	New Delhi	0.21	0.21	-	0.21	The institute of company secretary of India New Delhi.
	Total Expenditure			60.96	50.67		50.67	

Reason for unspent amount

The projects undertaken under Sl. No 5 above could not be incurred fully because proper location could not be identified, as to where water conservation project to be implemented. The unspent amount of Rs 10.29 Lakhs will be incurred in 2018-19.

Responsibility Statement

The CSR Committee confirms that 'The implementation and monitoring of Corporate Social Responsibility Policy is in compliance with CSR objectives and Policy of the Company.'

Place : New Delhi
Dated : August 6, 2018

Rajendra Kumar Rajgarhia
Chairman in CSR Committee
DIN : 00141766

Hari Ram Sharma
Managing Director
DIN: 00178632

ANNEXURE – IV TO BOARDS' REPORT

1. PREAMBLE

In pursuance of the Company's policy to consider human resources as its invaluable assets, to pay equitable remuneration to all Directors, key managerial personnel and employees of the company, to harmonize the aspirations of human resources consistent with the goals of the company and in terms of the provisions of the Companies Act, 2013 and the Listing Agreement with the stock exchanges (as amended from time to time), this policy on nomination and remuneration of Directors, Key Managerial Personnel (KMP) and Senior Management has been formulated by the Nomination and Remuneration/Compensation Committee ("NRC") and approved by the Board of Directors of the Company.

2. DEFINITIONS

- 2.1 Act means the Companies Act, 2013 and Rules framed thereunder, as amended from time to time.
- 2.2 Board means Board of Directors of the company.
- 2.3 Directors mean Directors of the company.
- 2.4 Key Managerial Personnel means:
 - 2.4.1 Chief Executive Officer or the Managing Director;
 - 2.4.2 Whole-time director;
 - 2.4.3 Chief Financial Officer;
 - 2.4.4 Company Secretary; and
 - 2.4.5 Such other officer as may be prescribed.
- 2.5 Senior Management means personnel of the company who are members of its core management team excluding the Board of Directors but including Functional Heads.
- 2.6 Listing agreement shall mean an agreement that is entered into between a recognized stock exchange and an entity, on the application of that entity to the recognized stock exchange, undertaking to comply with conditions for listing of designated securities.

3. GUIDING PRINCIPLES

The Nomination and Remuneration Committee and this policy shall be in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and Regulation 19(4) under the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015.

4. ROLE OF THE COMMITTEE

The role of the Committee inter-alia will be the following:-

- a. formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees.
- b. formulation of criteria for evaluation of performance of independent directors and the board of directors;
- c. devising a policy on diversity of board of directors;
- d. identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal;
- e. whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

5. CONSTITUTION OF COMMITTEE

The Board of Directors of the Company (the Board) shall constitute the committee to be known as the Nomination and Remuneration Committee consisting of three or more non-executive directors out of which not less than one-half are independent directors. The Chairman of the Committee is an Independent Director. However, the chairperson of the company (whether executive or nonexecutive) may be appointed as a member of the Nomination and Remuneration Committee but shall not chair such Committee.

6. FREQUENCY OF MEETING

The meeting of the Committee shall be held at such regular interval as may be required.

COMMITTEE MEMBERS' INTERESTS

- 6.1. A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated.
- 6.2. The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

7. SECRETARY

The Company Secretary of the company shall act as Secretary of the Committee.

8. BOARD DIVERSITY

The Board should consist of minimum three Directors and maximum fifteen Directors.

Provided that Company may appoint more than fifteen Directors after passing a Special resolution.

The Board shall consist of such number of Directors, including at least one women Director and not less than fifty percent of the Board of Directors comprising non-executive directors, as is necessary to effectively manage the Company of its size.

Where the chairperson of the board of directors is a non-executive director, at least one-third of the board of directors shall comprise of independent directors and where the listed entity does not have a regular non-executive chairperson, at least half of the board of directors shall comprise of independent directors.

Provided that where the regular non-executive chairperson is a promoter of the listed entity or is related to any promoter or person occupying management positions at the level of board of director or at one level below the board of directors, at least half of the board of directors of the listed entity shall consist of independent directors.

The Committee will lead the process for Board appointments. All Board appointments will be based on the skills, diverse experience, independence and knowledge which the Board as a whole requires to be effective. The Board may consider diversifying its existing structure by appointment of experts from various specialized fields such as finance, law, information technology, corporate strategy, marketing and business development, international business, operations management etc. so as to bring diversified skill sets on board or succeed any outgoing director with the same expertise.

9. POLICY FOR APPOINTMENT AND REMOVAL OF DIRECTOR, KMP AND SENIOR MANAGEMENT

9.1. Appointment Criteria and Qualifications

- a) The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his / her appointment.
- b) A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person are sufficient / satisfactory for the concerned position.
- c) The Company shall not appoint or continue the employment of any person as Whole-time Director who is below the age of 21 years or who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.
- d) No person, shall be appointed as a Director who hold office as a director, including any alternate directorship, in more than twenty companies at the same time: Provided that the maximum number of public companies in which a person can be appointed as a Director shall not exceed ten.

9.2. Term / Tenure

- a) **Managing Director/Whole-time Director:** The Company shall appoint or re-appoint any person as its Executive Chairman, Managing Director or Executive Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.
- b) **Independent Director:** An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report. No Independent Director shall hold office for more than two consecutive terms of upto maximum of 5 years each, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director.

Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.

At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director

serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed company or such other number as may be prescribed under the Act. The Committee shall carry out evaluation of performance of every Director, KMP and Senior Management Personnel at regular interval (yearly).

10. DIRECTORS' REMUNERATION

10.1.1 Remuneration to Managing/Whole-time / Executive / Managing Director, KMP and Senior Management Personnel:

The Remuneration/ Compensation/ Commission etc. to be paid to Director / Managing Director etc. shall be governed as per provisions of the Companies Act, 2013 and rules made there under or any other enactment for the time being in force. While deciding the remuneration of Managing Director and Whole-time Directors, the Nomination and Remuneration Committee and the Board should consider pay and employment conditions in the industry and merit and seniority of the person.

The term of office and remuneration of whole time directors are subject to approval of the Board of Directors, shareholders and the limit laid down under the Companies Act, 2013 from time to time.

10.2 Remuneration to Non- Executive / Independent Director:

The Non-Executive Independent Director may receive remuneration / compensation / commission as per the provisions of Companies Act, 2013. The amount of sitting fees shall be subject to ceiling/ limits as provided under Companies Act, 2013 and rules made there under or any other enactment for the time being in force.

11. KEY MANAGERIAL PERSONNEL & SENIOR MANAGEMENT

Appointment of KMP and senior management and their cessation of the service are subject to the approval of the Nomination and Remuneration

Committee and Board of Directors. Remuneration of KMP and senior management is decided by the Managing Director on the recommendation by the Whole Time Directors / Executive Directors concerned.

12. REMOVAL

Due to reasons for any disqualifications mentioned in the Act or under any other applicable Act, rules and regulations there under, or any other reasons, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the said Act, rules and regulations.

13. RETIREMENT

The Directors, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

14. DISCLOSURE OF INFORMATION

The information of remuneration may be disclosed in the Company's annual financial statements as per statutory requirements.

15. REVIEW AND AMENDMENT

- The NRC or the Board may review the Policy as and when it deems necessary.
- This Policy may be amended or substituted by the NRC or by the Board as and when required and also by the Compliance Officer where there is any statutory changes necessitating the change in the policy.

For and on behalf of the Board

Rajendra Kumar Rajgarhia
Chairman
DIN: 00141766

Place : New Delhi
Dated : August 6, 2018

ANNEXURE – V TO BOARDS' REPORT

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 transactions under third proviso thereto

<p>1 Details of contracts or arrangements or transactions not at arm's length basis:</p>	
<p>a) Name(s) of the related party and nature of relationship b) Nature of contracts / arrangements / transactions c) Duration of the contracts / arrangements / transactions d) Salient terms of the contracts or arrangements or transactions including the value, if any e) Justification for entering in to such contracts or arrangements or transactions f) Date(s) of approval by the Board g) Amount paid as advances, if any h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188</p>	<p>The Company has not entered into any contract or arrangement with its related parties which is not at arm's length during Financial Year 2017-18</p>
<p>2 Details of material contracts or arrangement or transactions at arm's length basis:</p>	
<p>a) Name(s) of the related party and nature of relationship b) Nature of contracts / arrangements / transactions c) Duration of the contracts / arrangements / transactions d) Salient terms of the contracts or arrangements or transactions including the value, if any e) Justification for entering into such contracts or arrangements or transactions f) Date(s) of approval by the Board g) Amount paid as advances, if any h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188</p>	<p>The Company has not entered into any contract or any material contract or arrangement with its related parties at arm's length during Financial Year 2017-18</p>

Note: No transaction was required to be reported in Form AOC-2 in terms of Section 134 of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014. However, the details of the transactions with Related Party are provided in the Company's financial statements in accordance with the Accounting Standards.

For and on behalf of the Board

Place : New Delhi
Dated : August 6, 2018

Rajendra Kumar Rajgarhia
Chairman
DIN: 00141766

ANNEXURE – VI TO BOARDS' REPORT

PARTICULARS REQUIRED UNDER THE COMPANIES (ACCOUNTS) RULES, 2014

A. CONSERVATION OF ENERGY

(i) Energy conservation measures taken:

The Company has taken following Energy Conservation Measures to save the Energy.

1. Installation of 1 MW solar power plant.
2. Replacement of 24 nos. old TFO machines by new energy efficient TFO machines.
3. Replacement of 6 nos. old Cheese winding machines by new energy efficient 3 nos. Cheese winding machines.
4. Replacement of 6 nos. old Automatic cone winding machines by 3 nos. new energy efficient Automatic cone winding machines.

(ii) Steps taken for utilizing alternate sources of energy:

Installed 1 MW solar power rooftop system in the Financial year 2017-18.

(iii) Capital investment on energy conservation equipments - Rs. 1171.03 Lakhs.

B. RESEARCH & DEVELOPMENT AND TECHNOLOGY ABSORPTION

Efforts made in R&D and Technology Absorption is given in Form 'B'.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO.

The activities relating to exports, initiatives taken to increase exports, development of new export market for products and services and export plans:

We have been continuously developing new varieties of yarn to meet the requirement of the export market so that, we can increase the export.

FORM 'A'

FORM FOR DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSUMPTION OF ENERGY

	<u>Unit</u>	<u>2017-18</u>	<u>2016-17</u>
A POWER AND FUEL CONSUMPTION			
1 Electricity			
- Purchased unit	Unit in lakhs	505.25	484.63
- Total amount	Rs. In lakhs	4015.22	3136.68
- Rate	Rs./Unit	7.95	6.47
2 Own Generation			
A - Through Diesel Generator	Unit in lakhs	3.55	7.24
- Unit per Litre of Diesel	Unit	3.58	3.59
- Cost	Rs./Unit	16.60	15.08
B - Through Solar Power	Unit in lakhs	0.18	-
3 Coal (Grade B, C, D & E)/Petcock/Biomass			
- Quantity	MT	3505.58	2337.05
- Total cost	Rs. in lakhs	309.25	207.20
- Average rate	Rs./MT	8821.77	8866.02
4 Diesel			
- Quantity	Ltrs. In lakhs	0.99	2.01
- Total cost	Rs. In lakhs	57.82	107.21
- Average rate	Rs./Ltr.	59.20	53.58
B CONSUMPTION PER UNIT OF PRODUCTION*			
1 Electricity		293.47	291.77
2 Coal B, C, D & E Grade/Pet coke		20.23	13.86

* Production unit, per 100 kgs.

FORM 'B'

RESEARCH & DEVELOPMENT AND TECHNOLOGY ABSORPTION

A. Research & Development:

- **Specific areas in which R&D carried out by the Company:**
The Company has been giving special emphasis on development of new products and cost reduction. The Company has developed new products for exporters of fabrics, furnishings and Readymade garments, keeping in touch with latest trend of fabrics and readymade garment exports. The company has also developed Sewing Thread as a new variety of yarn for domestic markets.
- **Benefits derived as a result of R & D:**
Product improvement, enhancement in product range, Induction of new customers, cost reduction and improvement in customer satisfaction.
- **Future course of action:**
To develop new varieties and shades as per market requirements.
- **Expenditure on R&D:**
No specific expenditure exclusively on R&D has been incurred.

B. Technology Absorption, Adaptation and Innovation:

- **Efforts made:**
The company has imported 5 nos. Automatic cone winding machines replaced 24 nos. TFO machines, 6nos. Cheese winding machines, and 3 nos. Ring frame machines to improve quality of products.
- **Benefit derived:**
Improvement in the overall performance of the Company and increasing presence in new markets.
- **Particulars of imported technology:**
Imported 5 Nos. Automatic Cone Winding machines to improve quality of products.

For and on behalf of the Board

Rajendra Kumar Rajgarhia
Chairman
DIN: 00141766

Place : New Delhi
Dated : August 6, 2018

ANNEXURE – VII TO BOARDS' REPORT

Statement of Disclosure of Remuneration under Section 197 of the Companies Act, 2013 and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

- i Ratio of remuneration of each Executive Director to the median remuneration of Employees of the Company for the financial year 2017-18, the percentage increase in remuneration of Chairman, Managing Director, CFO and Company Secretary during the financial year 2017-18 and Comparison on the Remuneration of KMP against performance of the Company

Sl. No.	Name of Director/ KMP	Designation	Ratio of Remuneration of each Director to median remuneration of employees	% increase in Remuneration	Comparison on the Remuneration of KMP against performance of the Company
1.	Shri Rajendra Kumar Rajgarhia	Chairman	70:47:1	-	Performance of the company affected negative due to increase in power cost.
2.	Shri Hari Ram Sharma	Managing Director	71:05:1	13.70	
3.	Shri C S Vijay	CFO	14:15:1	4.53	
4.	Ms. Jyoti Upadhyay	Company Secretary	2.65:1	16.27	

Note:

The Non-Executive Directors of the Company are entitled for sitting fees. The detail of remuneration of Non-Executive Directors is provided in Corporate Governance Report and is governed by the Remuneration Policy. The ratio of remuneration and percentage increase for Non-executive Directors remuneration is therefore not considered for the purpose above.

Sl. No.	Particulars	Details
1	% increase in the median remuneration of employee for the financial year.	5%
2	Total number of employees of the Company as on 31 st March 2018	1994
3	Explanation on the relationship between average increase in remuneration and Company performance	The Company's net profit has been decreased during the year, mainly due to ncrease in power cost. However the company has given normal increase in remuneration w.e.f. 01.04.2017.
4	Key parameters for any variable component of remuneration availed by the Directors	Variable component of remuneration (i.e commission) paid to the Directors are directly linked to the Company's Performance.
5	i) Variation in market capitalization of the Company	Market Capitalization of the Company has been decreased from Rs.149.01 Crores as on 31st March 2017 to Rs.114.43 Crores as on 31st March 2018.
	ii) Variation in price earning (PE) ratio	PE Ratio was 9.11 at 31st March 2018 as compared to 9.78 at 31 st March 2017.
	iii) Percentage increase over decrease in the market quotation of the shares of the Company in comparison to the rate at which the Company came out with the last public offer	The closing price of the Company's equity share on BSE as on 31st March 2018 was Rs. 52.95 as compare to Rs.68.95 on 31 st March 2017.
6	Average percentile increase in the salaries of employees excluding managerial personnel during financial year 2018 and comparison with the percentile increase in remuneration of Executive Directors and justification thereof	Average percentile increase in the salary of employees excluding managerial personnel during financial year 2018 was 5%. Average increase in remuneration of executive directors was also 5%

The ratio of the remuneration of the highest paid Director to that of the employees who are not Directors but receive remuneration in excess of the highest paid Director during the year:

There is no employee who receives remuneration in excess of remuneration paid to the highest paid Director.

- iii. Affirmation that the remuneration is as per the remuneration policy of the Company: Remuneration is as per the Nomination and Remuneration policy of the Company.

APM INDUSTRIES LIMITED
CIN No. L21015RJ1973PLC015819

Name of Employees of the Company as per Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

1. Employed throughout the year and in receipt of remuneration in aggregate of not less than Rs.1.02 Crores. - NIL
2. Employed for part of the year and in receipt of remuneration of not less than Rs.8.50 Lakhs per month - NIL.
3. Information as per Rule 5 (3) of Chapter XIII, Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 - top ten employee of the company in terms of remuneration drawn.

Sl. No	Name	Designation	Qualification	Age	Experience (In Years)	Date of Joining	Nature of Employment	Remuneration (Rs. In Lakh)	No. of Equity shares & % held	Previous Employment
1	Sh Rajendra Kumar Rajgarhia	Chairman	B.Com	80	58	01.08.1994	Permanent	91.72	3850000 17.81	Orient Steel & Industries Ltd.
2	Sh Hari Ram Sharma	Managing Director	B.Com	67	46	15.01.1976	Permanent	92.47	1045 -	Perfectpac Ltd.
3	Sh Arun Kumar Sharma	V.P.(Per & Admn)	MA LLB, D.LL	64	36	20.10.1984	Permanent	18.51	1000 -	Hansi Coop Spinning Mills Ltd.
4	Sh C S Vijay	V.P.(Comm.)/CFO	B.Com	56	36	05.08.1982	Permanent	18.41	1000 -	State Bank of Bikaner & Jaipur
5	Sh Ajay Rajgarhia	V.P.(Bus. Dev)	MBA	51	26	22.06.1992	Permanent	18.47	2250000 10.41	-
6	Sh J S Somani	V.P.(Marketing)	M.A.	72	51	21.08.1989	Permanent	17.28	1000 -	Indian Rayon & Industries Ltd.
7	Sh Suresh Kumar Gupta	V.P.(Operations)	B.Tech	66	43	28.08.2016	Permanent	15.25	-	Devshree Cotsyn Pvt. Ltd.
8	Sh Ravi Dutt Sharma	V.P.(Engg)	ITI	66	43	05.04.1981	Permanent	15.61	1000 -	Uttara Rasayan Udyog
9	Sh Anup Banerjee	V.P.(Tech & Dev)	M.Tech	65	43	14.04.1994	Permanent	14.10	1000 -	Viral Filaments Ltd.
10	Sh Prem Dutt	G.M. Mktg.	Graduate	64	40	08.02.1983	Permanent	13.33	-	Arunodaya Mills Ltd.

For and on behalf of the Board

Place : New Delhi
Dated : August 6, 2018

Rajendra Kumar Rajgarhia
Chairman
DIN: 00141766

ANNEXURE – VIII TO BOARDS' REPORT

FORM NO. MGT-9

EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON MARCH 31, 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:

CIN	: L21015RJ1973PLC015819
Registration Date	: 21/09/1973
Name of the Company	: APM INDUSTRIES LIMITED
Category/ Sub-Category of the Company	: Company Limited by shares / Indian Non-Government Company.
Address of the registered office and contact details	: SP-147, RIICO Industrial Area, Bhiwadi, Dist. Alwar (Rajasthan) - 301019 Telephone : 01493 – 662400, Fax : 01493 – 662413, E-mail : bhiwadi@apmindustries.co.in
Whether listed company	: Yes listed on BSE Limited
Name, Address and Contact details of Registrar and Transfer Agent, if any	: M/s Skyline Financial Services Pvt. Ltd. D-153A, 1 st Floor, Okhla Industrial Area, Phase -1, New Delhi – 110 020 Telephone 011-40450193-97, Fax : 011-26812683, E-mail : admin@skylinerta.com

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:-

Name and Description of main Products / Services	NIC Code of the Product / service	% to total turnover of the company
Manmade fiber Spun Yarn	13114	98.72

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Name and address of the company	CIN	Holding / subsidiary / associate	% of shares held	Applicable Section
APM Finvest Limited, SP-147, RIICO Industrial Area, Bhiwadi, Dist. Alwar (Rajasthan) - 301019	U65990RJ2016PLC054921	Subsidiary	100%	2(87)

APM INDUSTRIES LIMITED
CIN No. L21015RJ1973PLC015819

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

i)	Category-wise Shareholding	No. of Shares held at the beginning of the year (01.04.2017)				No. of Shares held at the end of the year (31.03.2018)				% of Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A	Promoters									
	1) Indian									
	a) Individual / HUF	9683120	-	9683120	44.81	9543120	-	9543120	44.16	-0.65
	b) Central Govt.	-	-	-	-	-	-	-	-	-
	c) State Govt(s)	-	-	-	-	-	-	-	-	-
	d) Bodies Corp.	3997500	-	3997500	18.50	3900000	-	3900000	18.05	-0.45
	e) Banks / FI	-	-	-	-	-	-	-	-	-
	f) Any Other	50000	-	50000	0.23	287500	-	287500	1.33	1.10
	Sub-total (A) (1)	13730620	-	13730620	63.53	13730620	-	13730620	63.53	-
	2) Foreign									
	a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
	b) Other – Individuals	-	-	-	-	-	-	-	-	-
	c) Bodies Corp.	-	-	-	-	-	-	-	-	-
	d) Banks / FI	-	-	-	-	-	-	-	-	-
	e) Any Other	-	-	-	-	-	-	-	-	-
	Sub-total (A) (2)									
	Total shareholding of Promoter (A) = (A)(1) + (A)(2)	13730620	-	13730620	63.53	13730620	-	13730620	63.53	-
B	Public Shareholding									
	1) Institutions									
	a) Mutual Funds	6416	-	6416	0.03					
	b) Banks / FI	-	250	250	0.00	-	250	250	0.00	-
	c) Central Govt	-	-	-	-	-	-	-	-	-
	d) State Govt(s)	-	-	-	-	-	-	-	-	-
	e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
	f) Insurance Companies	-	-	-	-	-	-	-	-	-
	g) FIs	-	-	-	-	-	-	-	-	-
	h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
	i) Others (specify)	-	-	-	-	-	-	-	-	-
	Sub-total (B)(1)	6416	250	6666	0.03	-	250	250	0.00	-0.03
	2) Non- Institutions									
	a) Bodies Corp.									
	i) Indian	751653	20835	772488	3.57	527328	20835	548163	2.54	-1.04
	ii) Overseas	-	-	-	-	-	-	-	-	-
	b) Individuals									
	i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	3621629	1796672	5418301	25.07	3813850	1740352	5554202	25.70	0.63
	ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	1096772	-	1096772	5.07	1101780	0	1101780	5.10	0.02
	c) Others (NRI & HUF)	586513	-	586513	2.71	676045	300	676345	3.13	0.42
	Sub-total (B)(2)	6056567	1817507	7874074	36.43	6119003	1761737	7880490	36.46	0.03
	Total Public Shareholding (B)=(B)(1)+(B)(2)	6062983	1817757	7880740	36.47	6119003	1761987	7880740	36.47	-
C	Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
	Grand Total (A+B+C)	19793603	1817757	21611360	100.00	19849623	1761987	21611360	100.00	-

APM INDUSTRIES LIMITED

CIN No. L21015RJ1973PLC015819

ii) SHAREHOLDING OF PROMOTERS								
Sl. No	Shareholder's Name	Shareholding at the beginning of the year (01.04.2017)			Shareholding at the end of the year (31.03.2018)			
		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	% change in shareholding during the year
1	RAJENDRA KUMAR RAJGARHIA	3850000	17.81	3.12	3850000	17.81	3.12	-
2	PRABHA RAJGARHIA	1600000	7.40	-	1600000	7.40	-	-
3	SANJAY RAJGARHIA	275000	1.27	-	275000	1.27	-	-
4	POOJA RAJGARHIA	130000	0.60	-	130000	0.60	-	-
5	ADITI RAJGARHIA	150000	0.69	-	150000	0.69	-	-
6	AJAY RAJGARHIA	2250000	10.41	-	2250000	10.41	-	-
7	JAYATI RAJGARHIA	140000	0.65	-	0	0.65	-	-0.65
8	ESSVEE FISCAL PVT. LTD.	97500	0.45	-	0	0.45	-	-0.45
9	RKR FOUNDATION	50000	0.23	-	50000	0.23	-	-
10	FARIDABAD PAPER MILLS LIMITED	2770000	12.82	-	2770000	12.82	-	-
11	RAJGARHIA LEASING AND FINANCIAL SERVICES PVT. LTD.	1130000	5.23	-	1130000	5.23	-	-
12	SHRI GOPAL RAJGARHIA	573850	2.66	-	573850	2.66	-	-
13	ANISHA MITTAL	398770	1.85	-	398770	1.85	-	-
14	BHAVNA RAJGARHIA	315500	1.46	-	315500	1.46	-	-
15	ESSVEE FIISCAL LLP (Formerly ESSVEE FISCAL PVT LTD)	-	-	-	97500	0.45	-	0.45
16	RAJENDRA KUMAR RAJGARHIA - KABIR RAJGARHIA FOUNDATION TRUST	-	-	-	70000	0.32	-	0.32
17	RAJENDRA KUMAR RAJGARHIA- ANYA RAJGARHIA FOUNDATION TRUST	-	-	-	70000	0.32	-	0.32
	TOTAL	13730620	63.53	-	13730620	63.53	-	-

iii) CHANGE IN PROMOTERS' SHAREHOLDING (PLEASE SPECIFY, IF THERE IS NO CHANGE)								
Sl. No.	Name	Shareholding		Date	Increase / decrease in shareholding	Reason	Cumulative shareholding during the year	
		No. of Share at the beginning of the year (01.04.2017)	% of total shares of the company				No. of shares	% of total shares of the company
1	JAYATI RAJGARHIA	140000	0.65	23-Mar-18	-140000	Transferred by way of gift	-	-
2	RAJENDRAKUMAR RAJGARHIA - KABIR RAJGARHIA FOUNDATION TRUST	-	-	23-Mar-18	70000	received as gift	70000	0.32
3	RAJENDRAKUMAR RAJGARHIA- ANYA RAJGARHIA FOUNDATION- TRUST	-	-	23-Mar-18	70000	received as gift	70000	0.32

iv) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRs AND ADRs)								
Sl. No.	Name	Shareholding		Date	Increase / decrease in shareholding	Reason	Cumulative shareholding during the year (01.04.17 to 31.03.18)	
		No of Shares at the Beginning (01.04.17)	% of total shares of the company				No of Shares at the end of the Year (31.03.18)	% of total shares of the company
1	SUBRAMANIAN P	529000	2.45	27-Oct-17	-4410	Sale	524590	2.43
2	SASMAL MARCOM PVT. LTD.	250000	1.16				250000	1.16
3	JITEN KANWAR SINGH	-	-	05-May-17	2000	Purchase	2000	0.01
				02-June-17	260	Purchase	2260	0.01
				09-Jun-17	1740	Purchase	4000	0.02
				16-Jun-17	4000	Purchase	8000	0.04
				23-Jun-17	4000	Purchase	12000	0.06
				14-Jul-17	12000	Purchase	24000	0.11

APM INDUSTRIES LIMITED
CIN No. L21015RJ1973PLC015819

Sl. No.	Name	Shareholding		Date	Increase / decrease in shareholding	Reason	Cumulative shareholding during the year (01.04.17 to 31.03.18)	
		No of Shares at the Beginning (01.04.17)	% of total shares of the company				No of Shares at the end of the Year	% of total shares of the company
				21-Jul-17	8000	Purchase	32000	0.15
				28-Jul-17	6579	Purchase	38579	0.18
				04-Aug-17	650	Purchase	39229	0.18
				11-Aug-17	350	Purchase	39579	0.18
				25-Aug-17	1321	Purchase	40900	0.19
				01-Sep-17	15820	Purchase	56720	0.26
				08-Sep-17	4280	Purchase	61000	0.28
				22-Sep-17	-1000	Sale	60000	0.28
				27-Oct-17	27000	Purchase	87000	0.40
				17-Nov-17	6000	Purchase	93000	0.43
				15-Dec-17	7022	Purchase	100022	0.46
				19-Jan-18	3978	Purchase	104000	0.48
				02-Feb-18	6000	Purchase	110000	0.51
				23-Feb-18	9000	Purchase	119000	0.55
				09-Mar-18	1000	Purchase	120000	0.56
3	TANVI JIGNESH MEHTA	100000	0.46				100000	0.46
4	SHARAD DALPATRAI TRIVEDI	86733	0.40	07-Apr-17	1700	Purchase	88433	0.41
				30-Jun-17	3037	Purchase	91470	0.42
				22-Sep-17	-526	Sale	90944	0.42
				29-Sep-17	-562	Sale	90382	0.42
				06-Oct-17	-29	Sale	90353	0.42
				24-Nov-17	2396	Purchase	92749	0.43
				16-Feb-18	-98	Sale	92651	0.43
5	MAHENDRA GIRDHARILAL	89754	0.42				89754	0.42
6	DR RAMESH CHIMANLAL SHAH	86000	0.40	26-May-17	-5183	Sale	80817	0.37
				02-Jun-17	-52	Sale	80765	0.37
				09-Jun-17	-765	Sale	80000	0.37
				08-Sep-17	-600	Sale	79400	0.37
				06-Oct-17	-2000	Sale	77400	0.36
				17-Nov-17	-5000	Sale	72400	0.34
				24-Nov-17	-4400	Sale	68000	0.31
				15-Dec-17	-3000	Sale	65000	0.30
				22-Dec-17	-2000	Sale	63000	0.29
				19-Jan-18	-3000	Sale	60000	0.28
				16-Feb-18	-1560	Sale	58440	0.27
				23-Feb-18	-3440	Sale	55000	0.25
				16-Mar-18	-5000	Sale	50000	0.23
7	VISHWANATH HARLALKA	80930	0.37				80930	0.37
8	MAHENDRA CHANDULAL DHARU	66546	0.31	14-Apr-17	101	Purchase	66647	0.31
				21-Apr-17	-101	Sale	66546	0.31
				30-Jun-17	25	Purchase	66571	0.31
				07-Jul-17	-25	Sale	66546	0.31
				08-Sep-17	300	Purchase	66846	0.31
				15-Sep-17	200	Purchase	67046	0.31
				18-Sep-17	-500	Sale	66546	0.31
				22-Sep-17	400	Purchase	66946	0.31
				29-Sep-17	-93	Sale	66853	0.31
				06-Oct-17	-307	Sale	66546	0.31
				13-Oct-17	200	Purchase	66746	0.31
				20-Oct-17	-200	Sale	66546	0.31
				27-Oct-17	1000	Purchase	67546	0.31
				31-Oct-17	-800	Sale	66746	0.31
				03-Nov-17	-200	Sale	66546	0.31
				10-Nov-17	900	Purchase	67446	0.31
				17-Nov-17	2265	Purchase	69711	0.32
				24-Nov-17	-3165	Sale	66546	0.31
				29-Dec-17	100	Purchase	66646	0.31
				05-Jan-18	-100	Sale	66546	0.31
9	KAILASH GUPTA	65209	0.30	07-Apr-17	-700	Sale	64509	0.30
				28-Apr-17	-1000	Sale	63509	0.29
				05-May-17	-1000	Sale	62509	0.29
				12-May-17	-3000	Sale	59509	0.28
				30-Jun-17	9522	Purchase	69031	0.32
				04-Aug-17	-11911	Sale	57120	0.26
				18-Aug-17	-200	Sale	56920	0.26

APM INDUSTRIES LIMITED
CIN No. L21015RJ1973PLC015819

Sl. No.	Name	Shareholding		Date	Increase / decrease in shareholding	Reason	Cumulative shareholding during the year (01.04.17 to 31.03.18)	
		No of Shares at the Beginning (01.04.17)	% of total shares of the company				No of Shares at the end of the Year (31.03.18)	% of total shares of the company
				08-Sep-17	-3606	Sale	53314	0.25
				15-Sep-17	-400	Sale	52914	0.24
				17-Nov-17	6385	Purchase	59299	0.27
				01-Dec-17	-1404	Sale	57895	0.27
				29-Dec-17	-3000	Sale	54895	0.25
				12-Jan-18	11288	Purchase	66183	0.31
				19-Jan-18	1000	Purchase	67183	0.31
				25-Jan-18	-55884	Sale	11299	0.05
				26-Jan-18	44585	Purchase	55884	0.26
				02-Feb-18	11299	Purchase	67183	0.31
10	BHARTINEGANDHI	57125	0.26	25-Jan-18	-21125	Sale	36000	0.17
				26-Jan-18	-14875	Sale	21125	0.17
				02-Feb-18	36000	Purchase	57125	0.10
11	RAMESHC SHAH	74000	0.34	28-Apr-17	-19000	Sale	55000	0.26
				06-Oct-17	-1000	Sale	54000	0.25
				24-Nov-17	-80	Sale	53920	0.25
				01-Dec-17	-3920	Sale	50000	0.25
				15-Dec-17	-5000	Sale	45000	0.23
				12-Jan-18	-5000	Sale	40000	0.21
				23-Mar-18	-2000	Sale	38000	0.19
12	MASTERCAPITAL SERVICES LTD	67943	0.31	07-Apr-17	-5	Sale	67938	0.18
				14-Apr-17	-6000	Sale	61938	0.31
				21-Apr-17	-560	Sale	61378	0.29
				28-Apr-17	-1050	Sale	60328	0.28
				05-May-17	-4354	Sale	55974	0.28
				19-May-17	300	Purchase	56274	0.26
				02-Jun-17	-100	Sale	56174	0.26
				09-Jun-17	616	Purchase	56790	0.26
				16-Jun-17	110	Purchase	56900	0.26
				23-Jun-17	-4264	Sale	52636	0.26
				30-Jun-17	-13000	Sale	39636	0.24
				21-Jul-17	-800	Sale	38836	0.18
				04-Aug-17	-50	Sale	38786	0.18
				01-Sep-17	300	Purchase	39086	0.18
				08-Sep-17	-110	Sale	38976	0.18
				18-Sep-17	-250	Sale	38726	0.18
				29-Sep-17	-10000	Sale	28726	0.18
				06-Oct-17	-50	Sale	28676	0.13
				27-Oct-17	1450	Purchase	30126	0.13
				31-Oct-17	400	Purchase	30526	0.14
				03-Nov-17	300	Purchase	30826	0.14
				10-Nov-17	100	Purchase	30926	0.14
				17-Nov-17	25	Purchase	30951	0.14
				24-Nov-17	100	Purchase	31051	0.14
				08-Dec-17	-150	Sale	30901	0.14
				29-Dec-17	250	Purchase	31151	0.14
				05-Jan-18	-1000	Sale	30151	0.14
				12-Jan-18	-850	Sale	29301	0.14
				19-Jan-18	275	Purchase	29576	0.14
				26-Jan-18	-971	Sale	28605	0.14
				02-Feb-18	600	Purchase	29205	0.13
				09-Feb-18	-600	Sale	28605	0.14
				16-Feb-18	50	Purchase	28655	0.13
				02-Mar-18	200	Purchase	28855	0.13
				09-Mar-18	-150	Sale	28705	0.13
				16-Mar-18	-100	Sale	28605	0.13
				23-Mar-18	-580	Sale	28025	0.13
				31-Mar-18	-20	Sale	28005	0.13
13	SUBHASHAGARWAL	67230	0.31	07-Apr-17	-222	Sale	67008	0.31
				14-Apr-17	-40364	Sale	26644	0.12
				21-Apr-17	-2500	Sale	24144	0.11
				28-Apr-17	-2650	Sale	21494	0.10
				05-May-17	-7077	Sale	14417	0.07
				12-May-17	-3466	Sale	10951	0.05
				28-Jul-17	-10951	Sale	0	0.00

v) SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL								
Sl. No.	Name	Shareholding		Date	Increase / decrease in shareholding	Reason	Cumulative shareholding during the year (01.04.17 to 31.03.18)	
		No. of Share at the beginning of the year (01.04.2017)	% of total shares of the company				No. of shares	% of total shares of the company
1	Shri Rajendra Kumar Rajgarhia	3850000	17.81	N.A.			3850000	17.81
2	Shri S G Rajgarhia	573850	2.66				573850	2.66
3	Shri Hari Ram Sharma	1045	-				1045	-
4	Shri Ram Ratan Bagri	20000	0.09				20000	0.09
5	Shri Chandra Shekhar Vijay	250	-				250	-

V. INDEBTEDNESS					(Amount in Rs.)
Indebtedness of the Company including interest outstanding / accrued but not due for payment					
		Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year					
i) Principal Amount		37,43,12,526	3,94,73,584		41,37,86,110
ii) Interest due but not paid					
ii) Interest accrued but not due		11,58,290	-	-	11,58,290
Total (i + ii + iii)		37,54,70,816	3,94,73,584		41,49,44,400
Change in Indebtedness during the financial year					
- Addition		13,24,78,760	-	-	13,24,78,760
- Reduction		3,60,70,221	3,94,73,584	-	7,55,43,805
- Exchange difference		-	-	-	-
Net Change					
Indebtedness at the end of the financial year					
i) Principal Amount		47,00,18,377	-	-	47,00,18,377
ii) Interest due but not paid		-	-	-	-
iii) Interest accrued but not due		18,60,978	-	-	18,60,978
Total (i + ii + iii)		47,18,79,355			47,18,79,355

APM INDUSTRIES LIMITED
CIN No. L21015RJ1973PLC015819

VI.	REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL				(Amount in Rs.)	
A	Remuneration to Managing Director, Whole-time Directors and/or Manager:					
Sl. No.	Particulars of Remuneration	Shri Rajendra Kumar Rajgarhia Chairman	Shri Hari Ram Sharma Managing Director	Total Amount		
1	Gross salary					
	a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	87,14,815	90,69,340	1,77,84,155		
	b) Value of perquisites U/S 17(2) Income-tax Act, 1961	4,56,808	1,56,256	6,13,064		
	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 (PF)	-	21,600	21,600		
	Total (A)	91,71,623	92,47,196	1,84,18,819		
Ceiling as per the Act		Rs.1.86 crores (being 10% of the net profit of the company calculated as per Section 198 of the Companies Act, 2013)				
B	Remuneration to other directors:					
Sl. No.	Particulars of Remuneration	Name of Directors				Total Amount
		Shri Khushi Ram Gupta	Shri Ram Ratan Bagri	Smt. Uma Hada	Shri S G Rajgarhia	
1	Independent Directors					
	- Fee for attending board / committee meetings	3,35,000	3,35,000	20,000	-	6,90,000
	- Commission	-	-	-	-	-
	- Others, please specify	-	-	-	-	-
	Total (1)	3,35,000	3,35,000	20,000	-	6,90,000
2	Other Non-Executive Directors					
	- Fee for attending board / committee meetings	-	-	-	2,60,000	2,60,000
	- Commission	-	-	-	-	-
	- Others, please specify	-	-	-	-	-
	Total (2)	-	-	-	2,60,000	2,60,000
	Total (B)=(1+2)	3,35,000	3,35,000	20,000	2,60,000	9,50,000
Ceiling as per the Act		Rs.0.18 crores (being 1% of the net profits of the company calculated as per Section 198 of the Companies Act, 2013)				
C	Remuneration to Key Managerial Personnel other than MD / Manager / WTD					
Sl. No.	Particulars of Remuneration	Key Managerial Personnel		Total Amount		
		Shri C S Vijay (CFO)	Ms. Jyoti Upadhyay (Company Secretary)			
1	Gross salary					
	a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	17,66,361	3,07,368	20,73,729		
	b) Value of perquisites U/S 17(2) Income-tax Act, 1961	21,600	21,600	43,200		
	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	-	-	-		
5	Others:					
	- Medical	53,400	16,344	69,744		
	- Cars	-	-	-		
	- Interest concession on loan	-	-	-		
	Total	18,41,361	3,45,312	21,86,673		

APM INDUSTRIES LIMITED
CIN No. L21015RJ1973PLC015819

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	NONE				
	- Punishment					
	- Compounding					
	B	DIRECTORS				
	- Penalty	NONE				
	- Punishment					
	- Compounding					
	C	OTHER OFFICERS IN DEFAULT				
	- Penalty	NONE				
	- Punishment					
	- Compounding					

For and on behalf of the Board

Rajendra Kumar Rajgarhia
Chairman
DIN : 00141766

Place : New Delhi.
Dated : August 6, 2018

ANNEXURE – IX TO BOARDS' REPORT

CORPORATE GOVERNANCE

A Report on compliance with the Corporate Governance provisions as prescribed under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations" or "SEBI (LODR) Regulations, 2015") is given herein below:

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Company believes that good Corporate Governance is a pre-requisite for achieving sustainable corporate growth and enhancing value for all stakeholders in the business. Good Corporate Governance emerges from transparency in business dealings and having in place robust systems and processes defining accountability, integrity, fairness and ethics in business practices, thereby fulfilling the responsibilities of corporate citizenship.

2. COMPOSITION & CATEGORY OF BOARD OF DIRECTORS

- 2.1 The Board of Directors as on March 31, 2018, comprised of six Directors, of which three were Non-Executive and Independent Directors (including one woman Director), One Non-Executive and Non Independent Director, One Executive Chairman and one Managing Director. The composition of the Board is in conformity with Regulation 17 of the Listing Regulations read with Section 149 of the Act.
- 2.2 None of the Directors on the Board is a Member of more than 10 Committees and Chairperson of more than 5 Committees (Committees being Audit Committee and Stakeholders Relationship Committee, as per Regulation 26(1) of the Listing Regulations), across all the Companies in which he/ she is a Director. The necessary disclosures regarding committee positions have been made by all the Directors.
- 2.3 In case of business exigencies, the Board's approval was taken through circular resolution/s. The circular resolution/s is noted at the subsequent Board Meeting.
- 2.4 The necessary quorum was present for all the meetings.
- 2.5 The names and categories of the Directors on the Board, their attendance at Board Meetings held during the financial year 2017-18 and at the last Annual General Meeting (AGM) and the number of Directorships and Committee Chairmanships / Memberships held by them in other public limited companies as on March 31, 2018 are given herein below:

Name of the Directors	DIN No.	Designation	Category	No. of Shares held
Shri Rajendra Kumar Rajgarhia	00141766	Chairman	Promoter & Executive	38,50,000
Shri S G Rajgarhia	00002245	Director	Promoter & Non - Executive & Non-Independent	5,73,850
Shri Khushi Ram Gupta	00027295	Director	Non – Executive & Independent	-
Shri Ram Ratan Bagri	00275313	Director	Non – Executive & Independent	20,000
Smt Uma Hada	06463684	Director	Non – Executive & Independent	-
Shri Hari Ram Sharma	00178632	Managing Director	Executive	1,045

During the year 2017-18, seven Board meetings were held on **12.05.2017, 12.07.2017, 11.08.2017, 21.09.2017, 15.11.2017, 11.01.2018** and **06.02.2018**. The 43rd Annual General Meeting of the Company was held on Monday the **25th** day of **September, 2017**.

Name of the Directors	No. of Board Meetings		No. of Directorships in other public companies	No. of Board/Committees of all public companies in which the Director is Member/Chairman		Last AGM Attended
	Held	Attended		Member	Chairman	
Shri Rajendra Kumar Rajgarhia	7	7	1	2	1	Yes
Shri S G Rajgarhia	7	7	1	1	-	Yes
Shri Khushi Ram Gupta	7	7	-	-	3	Yes
Shri Ram Ratan Bagri	7	7	2	4	1	Yes
Smt Uma Hada	7	1	1	2	-	No
Shri Hari Ram Sharma	7	7	-	3	-	Yes

2.6 Disclosure of relationships between Directors inter-se

None of the Directors are related to each other except Shri S G Rajgarhia who is related to Shri Rajendra Kumar Rajgarhia, Chairman of the Company.

2.7 Number of shares and / or convertible instruments held by Non – Executive Directors as on March 31, 2018

Name of the Director	No. of shares	Percentage
Shri S G Rajgarhia	5,73,850	2.66
Shri Khushi Ram Gupta	Nil	Nil
Shri Ram Ratan Bagri	20,000	0.09
Smt Uma Hada	Nil	Nil

3. FAMILIARIZATION PROGRAMME FOR DIRECTORS

The Company has conducted familiarization programme for Independent Directors with regard to their roles, rights, responsibilities in the Company, nature of Industry in which the Company operates and the business model of the Company. The details of familiarization programme imparted to the Independent Directors during the year are available on the website of the Company at <http://apmindustries.co.in/wp-content/uploads/2018/08/Famprog03.pdf>. The Independent Directors are regularly briefed with respect to the developments that are taking place in the Company and its operations.

4. AUDIT COMMITTEE

The role, powers and functions of the Audit Committee are as per Section 177 of the Companies Act 2013, Audit Committee of the Board of Directors ("the Audit Committee") is entrusted with the responsibility to supervise the Company's internal controls and financial reporting process. The composition, quorum, powers, role and terms of reference of the Audit Committee covers the areas as contemplated under Regulation 18 of the Listing Regulations and Section 177 of the Act, as applicable

Composition and Attendance of Members at the Meetings of the Audit Committee held during 2017-2018

Composition

During the year 2017-18, there were four members in Audit Committee.

Name	Category	Designation in committee
Shri Khushi Ram Gupta	Non – Executive & Independent	Chairman
Shri S G Rajgarhia	Non – Executive & Non Independent	Member
Shri Ram Ratan Bagri	Non – Executive & Independent	Member
Smt Uma Hada	Non – Executive & Independent	Member

Attendance

During the year 2017-18, six Audit Committee meetings were held.

Name	Meeting	Date of meeting					
		12.05.2017	11.08.2017	21.09.2017	15.11.2017	11.01.2018	06.02.2018
Shri Khushi Ram Gupta	Held	✓	✓	✓	✓	✓	✓
	Attended	✓	✓	✓	✓	✓	✓
Shri S G Rajgarhia	Held	✓	✓	✓	✓	✓	✓
	Attended	✓	✓	✓	✓	✓	✓
Shri Ram Ratan Bagri	Held	✓	✓	✓	✓	✓	✓
	Attended	✓	✓	✓	✓	✓	✓
Smt Uma Hada	Held	✓	✓	✓	✓	✓	✓
	Attended	-	-	-	-	-	-

5. Nomination and Remuneration Committee (NRC)

The role, powers and functions of the Nomination and Remuneration Committee are as per Section 178 of the Companies Act 2013, and the guidelines set out in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The terms of reference of this Committee are as required by SEBI - under Regulation 19 read with Part D of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Committee was constituted for identifying the persons to be appointed as Directors and Senior Management personnel, recommend to the Board - the appointment and removal of Directors, carry out evaluation of Directors, formulate the criteria for determining qualifications, positive attributes and independence of Directors and to recommend a policy relating to the remuneration of Directors.

Composition and Attendance of Members at the Meetings of the NRC held during 2017-2018

Composition

During the year 2017-18, there were four members in NRC.

Name	Category	Designation in committee
Shri Khushi Ram Gupta	Non – Executive & Independent	Chairman
Shri Rajendra Kumar Rajgarhia	Executive Director	Member
Shri Ram Ratan Bagri	Non – Executive & Independent	Member
Smt Uma Hada	Non – Executive & Independent	Member

Attendance

During the year 2017-18, two NRC meetings were held.

Name	Meeting	Date of meeting	
		11.08.2017	06.02.2018
Shri Khushi Ram Gupta	Held	✓	✓
	Attended	✓	✓
Shri Rajendra Kumar Rajgarhia	Held	✓	✓
	Attended	✓	✓
Shri Ram Ratan Bagri	Held	✓	✓
	Attended	✓	✓
Smt Uma Hada	Held	✓	✓
	Attended	-	-

6. Performance Evaluation for Independent Directors

The Nomination and Remuneration Committee of the Board has laid down the following performance evaluation criteria for the Independent Directors:

1. Understanding the duties, responsibilities, qualifications, disqualifications and liabilities as a Director.
2. Regularly and constructively attending Board, Committee and General Meetings.
3. Maintains confidentiality
4. Abides by the legal obligations and code of conduct
5. Appropriate expertise and experience to meet the best interests of the company.

The performance evaluation of all the Independent Directors has been done by the entire Board, excluding the Director being evaluated. The Directors expressed their satisfaction with the evaluation process.

7. Remuneration of Directors

The non-executive directors, except Shri S G Rajgarhia, do not have any material pecuniary relationship with the company. Shri S G Rajgarhia's pecuniary relationship to the company is limited to the extent of his shareholding which is **5,73,850 equity shares** as on March 31, 2018 and the sitting fees received by him. He may also be deemed to have some pecuniary interest with respect to transactions of sale and purchase of materials with the Companies in which he is a director, brief details of the transactions with Related Party are provided in the Company's financial statements in accordance with the Accounting Standards. The Non-executive Directors are paid sitting fees for the Board/committee meetings attended by them and are not paid remuneration in any other form.

Details of remuneration paid to Chairman and Managing Director during 2017 - 18 are as under:

Name of the Directors	Remuneration (Rs. in Lakhs)
Shri Rajendra Kumar Rajgarhia, Chairman	91.72
Shri Hari Ram Sharma, Managing Director	92.47

Service contract, notice period and severance fees of Chairman & Managing Director. The remuneration payable to Chairman & Managing Director was approved in 42nd Annual General Meeting within the limit of Schedule V of Companies Act, 2013 and as provided in Annexure VIII to this Report. There is no notice period required for Chairman & Managing Director.

The details of the sitting fees paid to the Directors for the year ended March 31, 2018 are given below:

Name of the Directors	Board Meetings	Committee Meetings	Total (Rs.)
Shri Khushi Ram Gupta	1,40,000	1,95,000	3,35,000
Shri S G Rajgarhia	1,40,000	1,20,000	2,60,000
Shri Ram Ratan Bagri	1,40,000	1,95,000	3,35,000
Smt Uma Hada	20,000	-	20,000

8. Stakeholders' Relationship Committee (SRC)

The Stakeholders' Relationship Committee has been constituted in compliance with Section 178(5) of the Act and Regulation 20 of Listing Regulations. The said committee deals with all matters relating to Shareholders'/Investors' Grievance and its redressal and approval of transfer of shares and issue of duplicate/split/consolidation/transmission of share certificates.

Composition and Attendance of Members at the Meetings of the SRC held during 2017-2018

Composition

During the year 2017-18, there were three members in SRC.

Name	Category	Designation in committee
Shri Khushi Ram Gupta	Non – Executive & Independent	Chairman
Shri Ram Ratan Bagri	Non – Executive & Independent	Member
Shri Hari Ram Sharma	Executive Director	Member

Attendance

During the year 2017-18, two SRC meetings were held.

Name	Meeting	Date of meeting	
		12.05.2017	15.11.2017
Shri Khushi Ram Gupta	Held	✓	✓
	Attended	✓	✓
Shri Ram Ratan Bagri	Held	✓	✓
	Attended	✓	✓
Shri Hari Ram Sharma	Held	✓	✓
	Attended	✓	✓

Miss Jyoti Upadhyay, Company Secretary is the Compliance Officer of the Company.

Number of complaints received / solved / pending during the year 2017-2018.

Quarter ended	No. of investor complaints pending at the beginning of the quarter	No. of investor complaints received during the quarter	No. of investor complaints disposed of during the quarter	No. of investor complaints unresolved the end of the quarter
June, 2017	Nil	2	2	Nil
September, 2017	Nil	1	1	Nil
December, 2017	Nil	2	2	Nil
March, 2018	Nil	2	2	Nil

There were no pending share transfers as on 31.03.2018.

With a view to regulate Trading in securities by the Directors and designated employees, the Company has adopted a policy for "Code of conduct for prohibition of Insider trading", which can be viewed at the link <http://apmindustries.co.in/wp-content/uploads/2017/08/CodeOfConduct.pdf>.

9. Corporate Social Responsibility (CSR) Committee

The Corporate Social Responsibility Committee promotes a culture that emphasizes and sets high standards for corporate social responsibility and reviews the implementation Plan. The Committee's prime responsibility is to assist the Board in discharging its social responsibilities by way of formulating and monitoring implementation of the framework of corporate social responsibility policy; recommending the amount of expenditure to be incurred; and monitoring the CSR Policy of the Company. And any such other responsibilities as given under Section 135 of the Act, read with Schedule VII of the Act.

Composition and Attendance of Members at the Meetings of the CSR Committee held during 2017-2018

Composition

During the year 2017-18, there were three members in CSR Committee.

Name	Category	Designation in committee
Shri Rajendra Kumar Rajgarhia	Executive Director	Chairman
Shri Ram Ratan Bagri	Non – Executive & Independent	Member
Shri Hari Ram Sharma	Executive Director	Member

Attendance

During the year 2017-18, four CSR committee meetings were held.

During the year 2017-18, three Corporate Social Responsibility Committee meeting were held on 12.05.2017, 12.07.2017, 29.09.2017 and 11.01.2018.

Name	Meeting	Date of meeting			
		12.05.2017	12.07.2017	29.09.2017	11.01.2018
Shri Rajendra Kumar Rajgarhia	Held	✓	✓	✓	✓
	Attended	✓	✓	✓	✓
Shri Ram Ratan Bagri	Held	✓	✓	✓	✓
	Attended	✓	✓	✓	✓
Shri Hari Ram Sharma	Held	✓	✓	✓	✓
	Attended	✓	✓	✓	✓

10. RISK MANAGEMENT COMMITTEE

The Risk Management Committee is headed by Shri Ram Ratan Bagri. The other members of the Committee are Shri Hari Ram Sharma and Shri C S Vijay.

11. SEPARATE MEETING OF INDEPENDENT DIRECTORS

During the year under review, the Independent Directors met on March 01, 2018, inter alia, to discuss:

- To review the performance of Non-Independent Directors and Board as a whole
- To review the performance of the Chairperson of the Company
- To assess the quality, quantity and timeliness flow of information between the Company Management and the Board and its Members

As on the date of meeting there were three Independent Directors in the Company and the meeting was attended by Shri Khushi Ram Gupta, Shri Ram Ratan Bagri. Smt Uma Hada sought for leave of absence

12. General Body Meetings

(I) Location and time of last Three Annual General Meeting held:

Annual General Meeting (AGM)	Location	Day & Date	Time
2017 – 43rd AGM	SP-147, RIICO Industrial Area, Bhiwadi, Dist. Alwar (Rajasthan) – 301019	Monday the 25th day of September, 2017	11.30 A.M.
2016 – 42nd AGM	SP-147, RIICO Industrial Area, Bhiwadi, Dist. Alwar (Rajasthan) – 301019	Monday the 24th day of September, 2016	11.30 A.M.
2015 – 41st AGM	SP-147, RIICO Industrial Area, Bhiwadi, Dist. Alwar (Rajasthan) – 301019	Monday the 25th day of September, 2015	11.30 A.M.

(II) Special Resolutions passed in previous Three Annual General Meetings

Annual General Meeting (AGM)	Special Resolution passed
43rd AGM	-
42nd AGM	<ul style="list-style-type: none"> - To consider appointment of Shri Rajendra Kumar Rajgarhia as Chairman of the Company- - To consider appointment of Shri H R Sharma as Managing Director of the Company- - To keep Register and Index of Members at other place
41st AGM	<ul style="list-style-type: none"> - To revise the remuneration of Shri H R Sharma (DIN: 00178632), Whole Time Director in the Company- - Borrowing limits of the Company pursuant to Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013- - Creation of charge / Mortgage on the assets of the Company pursuant to Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013

III) Details of Special Resolutions passed through Postal Ballot during the financial year 2017-18:

The Company sought the approval of shareholders by way of Special resolution through notice of postal ballot dated July 12, 2017 for the following three resolutions-

Resolution No. 1	To amend Memorandum of Association of the Company as per the provisions of the Companies Act, 2013
Resolution No. 2	To alter object clause of the Memorandum of Association of the Company
Resolution No. 3	To adopt new Articles of Association of the Company as per the provisions of the Companies Act, 2013

Details of voting pattern were as below:

Resolution	No. of shares held	No. of votes polled	Votes in favour		Votes against	
			in number	In %	in number	In %
Resolution No. 1	21611360	13453591	13452175	99.99	1416	0.01
Resolution No. 2		13453591	13449874	99.98	3717	0.02
Resolution No. 3		13453641	13452225	99.99	1416	0.01

Akash Gupta & Associates, Company Secretaries, acted as the scrutinizer for conducting postal ballot in a fair and transparent manner. The process for the postal ballot was mentioned in the Notice of Postal Ballot dated July 12, 2017 and can be accessed from the Company's website at the given link <http://apmindustries.co.in/wp-content/uploads/2017/08/Postal-Ballot-Notice.pdf>.

13. **MEANS OF COMMUNICATION**

The Audited / unaudited Financial Results duly approved by the Board of Directors are sent to BSE Limited immediately after the meeting. The quarterly Financial Results are published in Business Standard (all Editions) and Seema Sandesh (Jaipur Edition).

The Company also posts its financial results for all quarters on its website: www.apmindustries.co.in

14. **CODE OF CONDUCT**

The company has formulated and implemented a Code of Conduct for Board Members and senior management of the company. Requisite annual affirmations of compliance with the respective Codes have been made by the Directors and Senior Management of the company.

A declaration signed by the Company's Managing Director is published in this report.

15. **CFO CERTIFICATION**

Shri C S Vijay, CFO of the Company, has given the above certificate pertaining to financial year 2017-18 to the Board of Directors which was taken note of at the Board meeting and published in this report.

16. **DISCLOSURES**

- There was no materially significant related party transaction that may have potential conflict with the interest of the Company at large during the financial year 2017-18.
- Details of non-compliance by the Company, penalties and strictures imposed on the Company by the Stock Exchange / SEBI or any statutory authority on any matters related to capital markets during the last three years - NIL
- The Company has adopted a Whistle Blower Policy approved by Board. The Whistle Blower Policy of the Company is disclosed on the Company's website at <http://apmindustries.co.in/Annual%20Reports/Policy-WBM.pdf>. In terms of the said policy, associates of the Company have got direct access to the Chairman of the Audit Committee to report matters of exceptional nature.
- The Company has complied with all the requirements of Regulations 17 to 27 and clause (b) to (i) of regulation 46(2) of SEBI (LODR) Regulations, 2015 except those regulations which are not applicable to the Company.
- The Company has only one subsidiary which was incorporated on 13.05.2016.
- The Board has approved a policy for Related Party Transactions which has been uploaded on the Company's website at <http://apmindustries.co.in/Annual%20Reports/Policy-RPT.pdf>.
- The Company does not have the commodity price risks and commodity hedging activities.
- In the preparation of financial statements, the Company has followed the Accounting Standards issued by the Institute of Chartered Accountants of India to the extent applicable.
- During the year, the Company has not raised any funds from Public issue, right issue, preferential issue and FCCB issue.
- The terms and condition of appointment of independent Directors can be assessed at the web link <http://apmindustries.co.in/Appointment.aspx>.
- The Company has adopted policy for determining material subsidiary which is disclosed on the company's website <http://apmindustries.co.in/wp-content/uploads/2017/08/Policy-DMS.pdf>

17. DETAILS OF COMPLIANCE WITH DISCRETIONARY REQUIREMENT OF LISTING REGULATION

The status of Compliance with discretionary requirements of Part – E of Schedule – II of the Listing Agreement is provided below:

i. The Board

The company has appointed an Executive Chairman, being the promoter of the company.

ii. Shareholder Rights

As the quarterly and half-yearly performance are published in the newspapers and are posted on the Company's website, the same are not being sent separately to each household of the shareholders.

iii. Modified opinion in Audit Report

The Company's financial statement for the year 2018 does not contain any modified opinion.

iv. Separate posts of Chairman / Managing Director

Shri Rajendra Kumar Rajgarhia is the Chairman and Shri Hari Ram Sharma is the Managing Director of the Company.

v. Reporting of Internal Auditor

The independent Internal Auditors has been appointed and is reporting directly to the Audit Committee.

18. GENERAL SHAREHOLDER INFORMATION

A. Annual General Meeting:

Date : September 22, 2018

Day : Saturday

Time : 11.30 A.M.

Venue : SP – 147 RIICO Industrial Area, Bhiwadi, Dist. Alwar (Rajasthan) - 301019

B. Tentative Financial Calendar for 2018-19

Adoption of Quarterly Results Ended 2018-19	On or before
30 th June, 2018	August 06, 2018
30 th September, 2018	November 14, 2018
31 st December, 2018	February 14, 2019
31 st March, 2019 (Audited Annual Accounts)	May 15, 2019 (May 30, 2019)

C. Date of Book Closure

From **September 15, 2018 (Saturday) to September 22, 2018 (Saturday)** both days inclusive.

D. Listing on Stock Exchange at:

Scrip Code

BSE Limited

523537

The Listing fees for the financial year 2018 – 2019 have been paid to the above Stock Exchange.

Demat ISIN No. in NSDL and CDSL for equity shares **INE170D01025**

E. Market Share Price for the year 2017-18

Closing share prices on BSE Limited:

(in Rs.)		
Month	High	Low
Apr-17	71.00	62.15
May-17	70.00	56.10
Jun-17	60.60	53.00
Jul-17	64.40	56.00
Aug-17	60.00	52.00
Sep-17	69.90	58.00
Oct-17	84.40	59.80
Nov-17	79.70	60.10
Dec-17	65.70	59.10
Jan-18	74.90	61.30
Feb-18	65.75	56.50
Mar-18	60.50	52.00

F. Performance in comparison to broad based indices such as BSE Sensex.

The shares of the company are not considered by the Stock Exchange in their index fluctuations.

G. Shareholding Pattern of the Company as on 31st March 2018.

Category	No. of Shares Held	%age of share holding
a) Promoters and Promoters Group	13730620	63.53
b) Banks, Financial Institutions, Insurance Companies	250	0.00
c) NRIs & HUF	676345	3.13
d) Other Corporate bodies	548163	2.54
e) Indian Public	6655982	30.80
Total	21611360	100.00

H. Distribution of shareholding as on 31st March 2018

Share or Debenture holding Nominal Value (Rs.)	Number of Shareholders	% to Total Numbers	Share or Debenture holding Amount (Rs.)	% to Total Amount
1	2	3	4	5
Upto 5,000	11336	96.69	7314948	16.92
5001 10,000	222	1.89	1665718	3.85
10001 20,000	83	0.71	1164982	2.70
20001 30,000	23	0.20	565104	1.31
30001 40,000	4	0.03	153700	0.36
40001 50,000	10	0.09	435102	1.01
50001 1,00,000	19	0.16	1350908	3.13
1,00,001 And above	27	0.23	30572258	70.73
Total	11724	100.00	43222720	100.00

I. Share Transfer System

Share transfers in physical form are registered by the Registrars and returned to the respective transferees within a period ranging from two to three weeks, provided the documents lodged with the Registrars / Company are complete in all respects.

J. Dematerialization of shares and liquidity

Nearly 91.84% of total equity share capital is held in dematerialized form upto 31.03.2018 with NSDL / CDSL. The shares of the Company are listed on BSE Limited, which provide sufficient liquidity to the investors.

K. Registered Office and Plant Location of the Company

APM Industries Limited
SP-147 RIICO Industrial Area
Bhiwadi Dist. Alwar (Rajasthan) – 301 019
Tel. : 01493 – 662400
Fax : 01493 – 662413
Email : bhiwadi@apmindustries.co.in

L. Address for Correspondence

Shareholders can make correspondence at the following addresses both for Demat and Physical transfer work and other grievances, if any:

1. Corporate office

APM Industries Limited
910 – Chiranjiv Tower
43 – Nehru Place
New Delhi – 110 019
Tel : 011 – 26441015 – 17
Fax : 011 – 26441018
E-mail : delhi@apmindustries.co.in

2. Registrars and Share Transfer Agent

M/s Skyline Financial Services Pvt. Ltd.,
D-153/A, 1st Floor
Okhla Industrial Area Phase -1
New Delhi – 110 020
Tel : 011 – 40450193-197
E-mail : admin@skylinerta.com

M. Redressal of Investor Grievances through SEBI Complaints Redress System (SCORES).

SCORES is a web based centralized grievance redressal system of SEBI that enables the investors to lodge, follow up and track the status of redressal of complaints online. The investor complaints are processed in a centralized web based complaints redressal system. The Company is registered with SEBI Complaints Redress System (SCORES) and ensures to file Action Taken Report under SCORES well within the prescribed timeframe.

For and on behalf of the Board

Place : New Delhi
Dated : August 06, 2018

Rajendra Kumar Rajgarhia
Chairman
DIN : 00141766

CFO CERTIFICATE

To

Board of Directors
APM Industries Limited

Dear Sir,

I, C. S. Vijay, hereby certify that:

- A. I, have reviewed financial statements and the cash flow statement for the year and that to the best of my knowledge and belief:
1. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 2. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. To the best of my knowledge and belief, no transactions entered into by the Company during the year which is fraudulent, illegal or violated of the Company's code of conduct.
- C. I accept responsibility for establishing and maintaining internal controls for financial reporting. I have evaluated the effectiveness of internal control systems of the listed entity pertaining to financial reporting and disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- D. I have indicated to the auditors and the Audit committee that:
1. No significant changes in internal control over financial reporting during the year;
 2. No significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 3. No instances of significant fraud of which I have 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.

Place : Bhiwadi
Dated : April 12, 2018

C. S. Vijay
CFO

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT

This is to confirm that the Company has adopted a Code of Conduct for its employees including the Chairman and Managing Director. In addition, the Company has adopted a Code of Conduct for its Non-Executive Directors and Independent Directors. These Codes are available on the Company's website.

I confirm that the Company has in respect of the year ended March 31, 2018, received from Members of the Board and Senior Management Team of the Company a declaration of compliance with the Code of Conduct as applicable to them.

For the purpose of this declaration, Senior Management Team means the Chief Financial Officer, employees in the Executive level, Vice President and the Company Secretary as on March 31, 2018.

For and on behalf of the Board

Place: New Delhi
Date: August 06, 2018

Rajendra Kumar Rajgarhia
Chairman
DIN : 00141766

INDEPENDENT AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

To

The Members,

APM INDUSTRIES LIMITED

1. This certificate is issued in accordance with the terms of our engagement letter dated September 25, 2017.
2. We have examined the compliance of conditions of Corporate Governance by APM Industries Limited ('the Company') for the year ended on 31 March, 2018, as stipulated in Regulations 17 to 27, Clauses (b) to (i) of Regulation 46(2), and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

Management's Responsibility

3. The compliance of conditions of Corporate Governance is the responsibility of the Management including the preparation and maintenance of all relevant supporting records and documents. This responsibility includes the designing, implementing and maintaining operating effectiveness of internal control to ensure compliance with the conditions of Corporate Governance as stipulated in the Listing Regulations.

Auditor's Responsibility

4. Pursuant to the requirements of the Listing Regulations, our responsibility is to express a reasonable assurance in the form of an opinion as to whether the Company has complied with the conditions of Corporate Governance as stated in paragraph 2 above. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring the compliance with the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
5. We have examined the relevant records of the Company in accordance with the applicable generally accepted auditing standards in India, the Guidance Note on Certification of Corporate Governance issued by the Institute of Chartered Accountants of India ('ICAI'), and Guidance Note on Reports or Certificates for Special Purposes issued by the ICAI which requires that we comply with the 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 the procedures performed by us and to the best of our information and according to the explanations provided to us, in our opinion, the Company has complied, in all material respects, with the conditions of Corporate Governance as stipulated in the Listing Regulations during the year ended 31 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.

Restriction on use

9. This certificate is issued solely for the purpose of complying with the aforesaid regulations and may not be suitable for any other purpose.

For CHATURVEDI & PARTNERS
Chartered Accountants
Firm Registration No. 307068E

New Delhi
August 06, 2018

ANUJ MAHANSARIA
Partner
Membership No.500819

MANAGEMENT DISCUSSION AND ANALYSIS

[Schedule V – Regulation 34(3) of SEBI (LODR) Regulations, 2015]

Introduction

Management Discussion and Analysis mainly comprise of the statements which, inter-alia, involve predictions based on perceptions and may, therefore, be prone to risks and uncertainties. It is the sum total of the Company's expectations, beliefs, estimates and projections which may be forward looking within the meaning of applicable laws and regulations. The actual results could differ materially from those expressed herein specifically or impliedly.

a) INDUSTRY STRUCTURE AND DEVELOPMENTS

In India, many states announced capital subsidy and interest subsidy apart from the Technology Upgradation Fund Scheme (TUFS) announced by the Government of India for new investments in the textile sector. However, under the Amended Technology Upgradation Fund Scheme (ATUFS) the capital investment subsidy is not available to spinning sector. The pace of investments was not higher than the previous years due to reduced export of all textile products.

With positive sentiments about consistent growth projections for India and implementation of GST from July 2017, we expect to do well in coming year.

b) OPPORTUNITIES & THREATS

We expect that there will be good growth potential in the apparel sector. With the growth of automobiles, demand for technical textiles will also increase. The awareness of fashion amongst the young generation is pushing up the per capita consumption of textiles in India. The Government of India has been given special incentives to the garment sector under TUF Scheme, which are all opportunities.

The fall in yarn prices, sluggish demand and short term disruptions due to implemented Good & Service Tax (GST) is a threat to the industry. Also there is a shortage of skilled / unskilled labour, which is affecting the working of the company.

c) SEGMENT-WISE PERFORMANCE

The Company operates in two business segments i.e. manufacturing of synthetic blended yarn and finance & investment, accordingly segment wise reports has been provided wherever required.

Yarn: The Profit before Tax and Profit after Tax for the year under review amounted to R 1209.00 Lakhs and Rs 720.00 Lakhs respectively as compared to Rs 1570.00 Lakhs and Rs 879.00 Lakhs, in the previous financial year. The Company's net profit has been decreased during the year mainly due to increase in power cost.

Finance and Investment: - The Profit before Tax and Profit after Tax for the year under review amounted to R 593.00 Lakhs and Rs 533.00 Lakhs respectively as compared to Rs 748.00 Lakhs and Rs 720.00 Lakhs, in the previous financial year. The profit has been decreased due to Indian markets witnessed volatility during the last year, as recent rally was skewed towards very few sector and stocks, overall returns on MF / PMS portfolio are under performing in last year. Which is leading to losses in the investment portfolio as recent investments in mid / small cap funds have not done well.

The Company has no activity outside India except export of yarn manufactured in India; therefore, there is no geographical segment.

d) OUTLOOK

The company continues to modernize its plant and machinery and add balancing equipment. The production capacity remains 55584 spindles during the Financial Year 2017-18.

The company has replaced 24 Nos. Two for one Twister Machines, 6 Nos. Automatic cone winding machines, 6 Nos. cheese winding machines & 3 Nos. Ring Frame machines with balancing machinery for modernization of plant & machinery. The company has further installed additional Cheese winding machines 2 No., two for one twisters 8 no. to increase doubling capacity & 2 no Automatic cone winding machines to meet

increased production requirements. The company has also installed 1 MW Solar power plant in the year 2017-18. This would enable the company to improve quality of products & save cost of production.

The company has further plan to install sewing thread dyeing & cone/ Tube winding machines having capacity 30 MT/ month, 3 No. TFO machine, and replace 33 KV power supply system to 132 KV power supply system & coal fired boiler to gas fired boiler. This would enable the company to save cost of production & profitability.

e) RISKS & CONCERNS

Volatile oil prices directly influence pressure on Polyester Fibre prices almost on daily basis. This cannot be passed on to the customers on day to day basis. Hence new element of risk has been introduced in yarn industry. Also the non-availability of trained / skilled man power is a matter of concern.

f) INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The company has a professional internal control system, which provides adequate safeguards and effective monitoring of transactions. The company has a strong internal audit system and an independent Internal Auditor. The Internal Auditor reports to the Chairman, and the Audit Committee of the Board. Personnel of the Internal Auditor conduct periodical audits in all the areas to ensure that the company's control mechanism is properly followed and all statutory requirements are duly complied with.

g) DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATING PERFORMANCE

The operating performance of the Company has been discussed in Directors Report under the head Financial Summary and State of Company Affairs/ Operations. The profit before tax for the year 2017-18 was at Rs 18.02 crores as against Rs. 23.18 crores in the year 2016-17.

h) MATERIAL DEVELOPMENTS IN HUMAN RESOURCES / INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED

The company treats its human resources as its most important asset and believes in its contribution to the all-round growth of the company. Your company's progress is a reflection and outcome of the human resources it has. Your company has fostered a culture of ownership, accountability and self-evaluation that encourages employees to continuously improve on their efficiency. The industrial relations remained cordial throughout the year.

i) OVERVIEW OF THE COMPANY'S PERFORMANCE

During the year 2017-18, the production of synthetic blended yarn was higher i.e. 173 lakh Kgs as compared to 169 lakh kgs in 2016-17. The gross revenue also increased by 10.17% from Rs.258 crores to Rs.285 crores. This was due to a increase in the sale volume and the prices of finished products. Net profits reduced from Rs.16.03 crores in 2016-17 to Rs.12.54 Crores in 2017-18, which was mainly due increase in the power cost.

The earnings per share for the year 2017-18 was Rs.5.79 as compared to the previous year's Rs.9.30.

j) LONG TERM AND SHORT TERM STRATEGY OF COMPANY

The company has installed Solar power plant of 1 MW during the year 2017-18 to save power cost on long term basis.

k) CAUTIONARY STATEMENT

Statements in the Management Discussion and Analysis describing the Company's expectations or predictions may be forward looking within the meaning of applicable laws or regulations. Actual results may differ materially from those expressed or implied.

For and on behalf of the Board

Rajendra Kumar Rajgarhia

Chairman

DIN: 00141766

Place: New Delhi

Dated: August 06, 2018

INDEPENDENT AUDITORS' REPORT

**The Members of
APM INDUSTRIES LIMITED**

Report on the Standalone Ind AS Financial Statements

We have audited the accompanying standalone Ind AS Financial Statements of APM Industries Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2018, the Statement of Profit and Loss (including other comprehensive income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information for the year then ended.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these standalone 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') specified under Section 133 of the Act, read with relevant rules made thereunder. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these standalone Ind AS Financial Statements based on our audit.

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

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone Ind AS Financial Statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone Ind AS Financial Statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone 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 standalone 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 standalone Ind AS Financial Statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS Financial Statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Indian Accounting Standards specified under Section 133 of the Act, read with relevant Rules issued thereunder, of the state of affairs of the Company as at March 31, 2018, and its profit (including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Other Matter

The comparative financial information of the Company for the year ended March 31, 2017 and the transition date opening balance sheet as at April 1, 2016 included in these Ind AS Financial Statements, are based on the previously issued audited financial statements for the period ended March 31, 2017 and March 31, 2016 prepared in accordance with the Companies (Accounting Standards) Rules, 2006 which were audited by Chaturvedi & Co., on which they have expressed an unmodified opinion dated May 12, 2017 and May 13, 2016 respectively. The adjustments for the differences in the accounting principles adopted by the Company on transition to the Ind AS, have been audited by us.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the Order to the extent possible.
2. As required by section 143 (3) of the Act, we report that:
 - a. we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - b. in our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - c. The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Cash Flows and the Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
 - d. In our opinion, the aforesaid standalone Ind AS Financial Statements comply with the Accounting Standards specified under section 133 of the Act, read with the relevant rules issued thereunder;
 - e. on the basis of the written representations received from the directors as on March 31, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 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
 - 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, in our opinion and to the best of our information and according to the explanations given to us:
 - i. the Company has disclosed the impact of pending litigations on its financial position in its standalone Ind AS Financial Statements- Refer Note 37;
 - ii. the Company has made provision, as required under the applicable law or accounting standards for material foreseeable losses. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For CHATURVEDI & PARTNERS
Chartered Accountants
Firm Registration No. 307068E

ANUJ MAHANSARIA
Partner
Membership No. 500819

New Delhi
May 08, 2018

ANNEXURE A REFERRED IN INDEPENDENT AUDITORS REPORT OF EVEN DATE

The Annexure referred to in Independent Auditors' Report to the members of APM Industries on the standalone Ind AS Financial Statements for the year ended March 31, 2018, we report that:

- i. a. The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- b. These Fixed assets have been physically verified by the management during the year pursuant to a regular programme designed for physical 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, title deeds of immovable properties have been mortgaged as security with lenders i.e. banks for security of the borrowings raised by the company. On the basis of our examination of records of the company and the copies of the title deeds available with the company, title deeds of immovable properties are held in the name of the company.
- ii. Physically verification of inventories has been conducted at reasonable interval by the management and no material discrepancies were noticed.
- iii. According to the information and explanations given to us, the Company has not granted any loan, secured or unsecured, to companies, firms, LLP firms or other parties covered in the register maintained under Section 189 of the Companies Act, 2013. Accordingly, the clause iii (a), (b) and (c) of paragraph 3 of the Order are not applicable to the Company.
- iv. According to the information and explanation given to us, the company has not, directly or indirectly, advance any loan, including any loan represented by a book debt, to any of its directors or to any other person in whom the directors are interested or give any guarantee or provide any security in connection with any loan taken by him or such other person. The Company had complied with the provision of Section 186 of the Companies Act, 2013 regarding investment and loan.
- v. According to the information and explanations given to us, the Company has not accepted any deposit during the year. Accordingly, the clause (v) of paragraph 3 of the Order is not applicable to the Company.
- vi. We have broadly reviewed the cost records maintained by the Company specified by the Central Government under Sub Section (1) of Section 148 of the Companies Act, 2013 and rules thereunder and are of the opinion that prima facie the prescribed cost records have been made and maintained. We have however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- vii. a. The Company is regular in depositing undisputed statutory dues including provident fund, employee state insurance, income tax, Good and Service Tax, sales tax, service tax, duty of customs, value added tax, cess and other statutory dues, as applicable with the appropriate authorities and there are no outstanding

statutory due outstanding at year end for a period of more than six months from the date they became payable.

- b. According to the information and explanation given to us, there were no disputed amounts payable in respect of income tax, sales tax, service tax, duty of customs, value added tax or cess as at March 31, 2018 except:

Name of the Statute	Nature of Dues	Amount (Rs. in lakhs)	Financial Year	Forum where dispute is pending	Remarks
Income Tax Act, 1961	Income Tax	2.00	AY 2011-12	Commissioner Appeal	Adjusted from Refundable tax
Income Tax Act, 1961	Income Tax	4.00	AY 2014-15	ITAT Jaipur	Adjusted from Refundable tax
The Central Excise Act, 1944	Excise Duty	138.00	FY 2016-17	Additional Commissioner	Adjustable from GST Input Tax Credit Balance
Finance Act, 1994	Service Tax	7.00	FY 2015-16 FY 2016-17	Assistant Commissioner	

- viii. In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of dues to any bank or financial institution. The Company did not have any debenture outstanding during the year.
- ix. According to the information and explanations given to us, the Company has not raised any money by way of initial public offer or further public offer during the year. The term loan availed during the year were applied for the purpose for which term loan was taken.
- x. According to the information and explanation given to us, no fraud by the company or on the company by its officers or employees has been noticed or reported during the year.
- xi. According to the information and explanations given to us, the Company has paid or provided managerial remuneration in accordance with the requisite approval mandated by the provisions of Section 197 read with Schedule V of the Companies Act, 2013.
- xii. The company is not a Nidhi Company. Accordingly, the clause xii of paragraph 3 of the Order is not applicable to the Company.
- xiii. The company has complied with the provisions of the sections 177 and 188 of the Companies Act, 2013 and have disclosed the details in the Ind AS Financial Statements as required by the applicable accounting standard with respect to the transaction with the related parties during the year.
- xiv. According to the information and explanations given to us, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debenture during the year under review. Accordingly, the clause xiv of paragraph 3 of the Order is not applicable to the Company.
- xv. According to the information and explanations given to us, the company has not entered into any non-cash transaction with directors or person connected with them. Accordingly, the clause xv of paragraph 3 of the Order is not applicable to the Company.
- xvi. The company is not required to be registered under section 45 –IA of Reserve Bank of India Act, 1934. Accordingly, the clause xvi of paragraph 3 of the Order is not applicable to the Company.

For CHATURVEDI & PARTNERS
Chartered Accountants
Firm Registration No. 307068E

New Delhi
May 08, 2018

ANUJ MAHANSARIA
Partner
Membership No. 500819

Annexure - B REFERRED IN INDEPENDENT AUDITORS REPORT OF EVEN DATE

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of "APM INDUSTRIES LIMITED ("the Company") as of March 31, 2018 in conjunction with our audit of the standalone Ind AS 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, both 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. 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 Ind AS 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 Ind AS 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 Ind AS Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations 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 Ind AS Financial Statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 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 CHATURVEDI & PARTNERS
Chartered Accountants
Firm Registration No. 307068E

New Delhi
May 08, 2018

ANUJ MAHANSARIA
Partner
Membership No. 500819

BALANCE SHEET

AS AT MARCH 31, 2018

(Rs. in lakhs)

PARTICULARS	Note No.	As At March 31, 2018	As At March 31, 2017	As at April 1, 2016
I. ASSETS				
(1) Non-Current Assets				
(a) Property, Plant & Equipment	5	14,528	13,022	11,997
(b) Capital Work-in-progress	5	144	285	49
(c) Other Intangible Assets	5	8	9	11
(d) Intangible Assets Under Development	5			
(e) Financial Assets				
(i) Investments	6	6,735	5,708	4,816
(ii) Other Financial Assets	7	146	103	115
(f) Non Current Tax Assets	8	29	46	32
(g) Other Non Current Assets	9	68	27	201
		21,658	19,200	17,221
(2) Current Assets				
(a) Inventories	10	4,087	4,649	4,247
(b) Financial Assets				
(i) Investment	11	393	100	362
(ii) Trade Receivables	12	2,652	2,754	2,420
(iii) Cash & Cash Equivalents	13	38	33	24
(iv) Bank Balance other than (iii) above	14	151	120	149
(v) Loans	15	350	479	500
(vi) Other Financial Assets	16	46	28	58
(c) Other Current Assets	17	392	484	293
		8,109	8,647	8,053
TOTAL ASSETS		29,767	27,847	25,274
II. EQUITY AND LIABILITIES				
EQUITY				
(a) Equity Share Capital	18	432	432	432
(b) Other Equity	19	18,568	17,445	16,239
		19,000	17,877	16,671
LIABILITIES				
(1) Non Current Liabilities				
(a) Financial Liabilities				
(i) Borrowings	20	1,671	1,142	520
(b) Provisions	21	-	-	-
(c) Deferred tax liabilities (Net)	22	3,669	3,556	3,275
(2) Current Liabilities				
(a) Financial Liabilities				
(i) Borrowings	23	2,489	2,566	2,204
(ii) Trade Payables	24	1,393	1,373	1,555
(iii) Other Financial liabilities	25	1,284	1,128	838
(b) Other current Liabilities	26	70	65	67
(c) Provisions	27	154	140	117
(d) Current tax Liabilities (Net)	28	37	-	27
TOTAL LIABILITIES		10,767	9,970	8,603
TOTAL EQUITY AND LIABILITIES		29,767	27,847	25,274

Significant accounting policies and notes forming part of the financial statements

1-53

As per our report of even date attached

For and on behalf of the Board

For CHATURVEDI & PARTNERS

Chartered Accountants
Firm Registration No. 307068E

HARI RAM SHARMA

Managing Director
DIN 00178632

R K RAJGARHIA

Chairman
DIN 00141766

K R GUPTA

Director
DIN 00027295

ANUJ MAHANSARIA

Partner
Membership No. 500819

C S VIJAY

Chief Financial Officer

JYOTI UPADHYAY

Company Secretary
Membship No. 37410

Place : New Delhi

Date : May 8, 2018

STATEMENT OF PROFIT AND LOSS

FOR THE YEAR ENDED MARCH 31, 2018

(Rs. in lakhs)

PARTICULARS	Note No.	For the Year Ended March 31, 2018	For the Year Ended March 31, 2017
INCOME			
Revenue from operations	29	27,578	24,761
Other Income	30	886	1,076
Total Income		28,464	25,837
EXPENSES:			
Cost of materials consumed	31	15,295	14,657
Changes in inventories of finished goods and work-in-progress	32	182	(822)
Employee benefits expenses	33	3,850	3,622
Finance costs	34	408	239
Depreciation and amortization Expenses	35	485	420
Excise duty		6	11
Other expenses	36	6,436	5,392
Total expenses		26,662	23,519
Profit before exceptional item and tax		1,802	2,318
Exceptional Items		-	-
Profit before tax		1,802	2,318
Tax expenses	45		
Current tax		418	431
MAT credit entitlement		(178)	-
Deferred Tax		292	284
Tax related to earlier year		16	0
Profit for the year		1,254	1,603
Other Comprehensive Income			
A i) Items that will not be reclassified to profit or loss			
-Remeasurement of defined benefit plans		(2)	(6)
ii) Income tax relating to items that will not be reclassified to profit or loss			
-Remeasurement of defined benefit plans	45	1	2
B i) Items that will be reclassified to profit or loss			
ii) Income tax relating to items that will be classified to profit or loss			
Total Comprehensive Income for the year		1,253	1,599
Earning per equity share	51		
(Face value of Rs. 2/- each)			
Basic		5.81	7.42
Diluted		5.81	7.42
Significant accounting policies and notes forming part of the financial statements	1-53		

As per our report of even date attached

For and on behalf of the Board

For CHATURVEDI & PARTNERS

Chartered Accountants
Firm Registration No. 307068E

HARI RAM SHARMA

Managing Director
DIN 00178632

R K RAJGARHIA

Chairman
DIN 00141766

K R GUPTA

Director
DIN 00027295

ANUJ MAHANSARIA

Partner
Membership No. 500819

C S VIJAY

Chief Financial Officer

JYOTI UPADHYAY

Company Secretary
Membership No. 37410

Place : New Delhi

Date : May 8, 2018

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2018		(Rs. in lakhs)	
	Year Ended March 31, 2018	Year Ended March 31, 2017	
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit for the year before Taxation	1802	2,318	
Adjustments for			
Depreciation and amortisation	485	420	
Excess Provision Written Back	(364)	(77)	
(Profit)/ Loss on Sale of Fixed Assets	32	(15)	
Allowances for doubt full debtors	23	-	
Profit on Sale of Units of Mutual Fund/Shares	(513)	(620)	
Interest & Finance Charges	408	229	
Interest Income	(39)	(127)	
Dividend Income	(1)	(5)	
Operating profit before working capital changes	1,833	2,123	
Changes in assets and liabilities			
(Increase)/Decrease in Inventories	562	(402)	
(Increase)/Decrease in Trade Receivables	79	(333)	
(Increase)/Decrease in Other Bank Balances	(31)	29	
(Increase)/Decrease in current and non-current assets	92	(191)	
(Increase)/Decrease in current and non-current financial assets	68	58	
Increase/(Decrease) in current and non-current liabilities and provisions	17	16	
Increase/(Decrease) in current and non-current financial liabilities	419	(81)	
Cash generated from operations activities	3,039	1,219	
Taxes Paid	381	472	
Net cash provided by operating activities	2,658	747	
CASH FLOWS FROM INVESTING ACTIVITIES			
Purchase of Property Plant and Equipment	(2,080)	(1,512)	
Sale of Property Plant and Equipment	158	23	
Purchase of Investments (net)	(806)	190	
Investment in subsidiary	-	(200)	
Dividend received	1	5	
Interest Received	39	132	
Net cash used in investing activities	(2,688)	(1,362)	
CASH FLOWS FROM FINANCING ACTIVITIES			
Increase/(decrease) in Long Term borrowings	640	894	
Increase/(decrease) in Working Capital and other borrowings	(78)	363	
Dividend and Corporate Dividend Tax Paid	(126)	(414)	
Interest and finance charges paid	(401)	(219)	
Net cash provided by financing activities	35	624	
NET (DECREASE)/ INCREASE IN CASH AND CASH EQUIVALENTS DURING THE YEAR	5	9	
Cash and cash equivalents at the beginning of the year	33	24	
Cash and cash equivalents at the end of the year	38	33	
Notes			
1. The cash flow statement has been prepared under the indirect method as set out in the Ind AS 7 - Statement of Cash Flow			
2. Figures in brackets indicate cash outflow.			
3. Cash & Cash Equivalents include:			
Cash in Hand	3	2	
Cheques in Hand			
Balances with Banks			
- In Current Accounts	35	31	
	38	33	
The accompanying notes form an integral part of the financial statements			
As per our report of even date attached		For and on behalf of the Board	
For CHATURVEDI & PARTNERS Chartered Accountants Firm Registration No. 307068E	HARI RAM SHARMA Managing Director DIN 00178632	R K RAJGARHIA Chairman DIN 00141766	K R GUPTA Director DIN 00027295
ANUJ MAHANSARIA Partner Membership No. 500819	C S VIJAY Chief Financial Officer		JYOTI UPADHYAY Company Secretary Membership No. 37410
Place : New Delhi			
Date : May 8, 2018			

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

A. EQUITY SHARE CAPITAL

Equity shares of Rs. 2 each issued, subscribed and fully paid up

Particulars	Numbers of Shares	Amount (in Rupees lakhs)
As at April 1 2016	21,611,360	432
Changes in equity share capital during the year	-	-
As at March 31, 2017	21,611,360	432
Changes in equity share capital during the year	-	-
As at March 31, 2018	21,611,360	432

B. OTHER EQUITY

(Rs. in Lakhs)

Particulars	Reserves and Surplus			Other Items of other Comprehensive Income	Total
	Securities Premium Reserve	Capital Reserve*	General Reserve	Retained Earnings	
Balance as at April 1, 2016	243	0	6,987	9,063	16,239
Profit for the year				1,603	1,603
Remeasurement of the defined benefits plan (net)				-	(4)
Dividends				(324)	(324)
Dividend distribution tax				(69)	(69)
Balance as at March 31, 2017	243	0	6,987	10,273	17,445
Profit for the year				1,254	1,254
Remeasurement of the defined benefits plan (net)				(1)	(1)
Dividends				(108)	(108)
Dividend Distribution Tax				(22)	(22)
Balance as at March 31, 2018	243	0	6,987	11,397	18,568

* Rs. 0.31 Lakhs (March 31, 2017 Rs. 0.31 Lakhs and April 1, 2016 Rs. 0.31 Lakhs)

For CHATURVEDI & PARTNERS

Chartered Accountants
Firm Registration No. 307068E

ANUJ MAHANSARIA

Partner
Membership No. 500819

Place : New Delhi

Date : May 8, 2018

For and on behalf of the Board

HARI RAM SHARMA

Managing Director
DIN 00178632

R K RAJGARHIA

Chairman
DIN 00141766

K R GUPTA

Director
DIN 00027295

C S VIJAY

Chief Financial Officer

JYOTI UPADHYAY

Company Secretary
Membership No. 37410

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2018

1. Company Overview

APM INDUSTRIES LIMITED (the Company) having its registered office at SP-147, RIICO Industrial Area, Bhiwadi, Dist. Alwar-301019, Rajasthan India, is a Public Limited Company domiciled in India and is incorporated in India under the provisions of Companies Act, 1956. The company is engaged in the manufacturing and selling of Man Made Fibre's Spun Yarn and Finance & Investment Business. The corporate office of the Company is located at 910, Chiranjiv Tower, 43, Nehru Place, New Delhi-110019, India.

2. Recent accounting pronouncement

Standards issued but not yet effective

The amendments to standards that are issued, but not yet effective, up to the date of issuance of the Company's financial statements are disclosed below. The Company intends to adopt these standards, if applicable, when they become effective.

Amendments to Ind AS 12 Recognition of Deferred Tax Assets for Unrealised Losses

The amendments clarify that an entity needs to consider whether tax law restricts the sources of taxable profits against which it may make deductions on the reversal of that deductible temporary difference. Furthermore, the amendments provide guidance on how an entity should determine future taxable profits and explain the circumstances in which taxable profit may include the recovery of some assets for more than their carrying amount.

Entities are required to apply the amendments retrospectively. However, on initial application of the amendments, the change in the opening equity of the earliest comparative period may be recognised in opening retained earnings (or in another component of equity, as appropriate), without allocating the change between opening retained earnings and other components of equity. Entities applying this relief must disclose that fact.

These amendments are effective for annual periods beginning on or after April 1, 2018. The company is in the process of assessing the impact of this amendment.

Appendix B to Ind AS 21, foreign currency transactions and advance consideration:

On March 28, 2018, Ministry of Corporate Affairs ("MCA") has notified the Companies (Indian Accounting Standards) Amendment Rules, 2018 containing Appendix B to IndAS 21, Foreign currency transactions and advance consideration which clarifies the date of the transaction for the purpose of determining the exchange rate to use on initial recognition of the related asset, expense or income, when an entity has received or paid advance consideration in a foreign currency.

The amendment will come into force from April 1, 2018. The Company has evaluated the effect of this on the financial statements and the impact is not material.

Transfers of Investment Property — Amendments to Ind AS 40

The amendments clarify when an entity should transfer property, including property under construction or development into, or out of investment property. The amendments state that a change in use occurs when the property meets, or ceases to meet, the definition of investment property and there is evidence of the change in use. A mere change in management's intentions for the use of a property does not provide evidence of a change in use.

Entities should apply the amendments prospectively to changes in use that occur on or after the beginning of the annual reporting period in which the entity first applies the amendments. An entity should reassess the classification of property held at that date and, if applicable, reclassify property to reflect the conditions that exist at that date. Retrospective application in accordance with Ind AS 8 is only permitted if it is possible without the use of hindsight. The amendments are effective for annual periods beginning on or after April 01, 2018. The Company will apply amendments when they become effective. However, since Company's current practice is in line with the clarifications issued, the Company does not expect any effect on its financial statements

Amendments to Ind AS 112 Disclosure of Interests in Other Entities: Clarification of the scope of disclosure requirements in Ind AS 112

The amendments clarify that the disclosure requirements in Ind AS 112, other than those in paragraphs B10–B16, apply to an entity's interest in a subsidiary, a joint venture or an associate (or a portion of its interest in a joint venture or an associate) that is classified (or included in a disposal group that is classified) as held for sale.

The Company has not included any of its subsidiary, joint ventures or associate in disposal group /classified as held for sale. Accordingly, the amendments in Ind AS 112 will not have any impact on the Company.

Ind AS 115- Revenue from Contract with Customers:

On March 28, 2018, Ministry of Corporate Affairs ("MCA") has notified the Ind AS 115, Revenue from Contract with Customers. The core principle of the new standard is that an entity should recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Further the new standard requires enhanced disclosures about the nature, amount, timing and uncertainty of revenue and cash flows arising from the entity's contracts with customers.

The standard permits two possible methods of transition: Retrospective approach - Under this approach the standard will be applied retrospectively to each prior reporting period presented in accordance with Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors Retrospectively with cumulative effect of initially applying the standard recognized at the date of initial application (Cumulative catch - up approach). The effective date for adoption of Ind AS 115 is financial periods beginning on or after April 1, 2018. The effect on adoption of Ind AS 115 is expected to be insignificant.

3. Significant Accounting policies

3.1. Statement of Compliance

These financial statements of the Company have been prepared in accordance with Indian Accounting Standards notified under the Companies (Indian Accounting Standards) Rules, 2015, as amended and the relevant provisions of Companies Act, 2013 and guidelines issued by the Security and Exchange Board of India (SEBI), as applicable.

The Company has prepared its financial statements up to the year ended March 31, 2017 in accordance with generally accepted accounting principles in India, including accounting standards read with Section 133 of the Companies Act, 2013 notified under Companies (Accounting Standards) Rules, 2006 ("Previous GAAP"). These are the Company's first Ind AS financial statements. The date of transition to Ind AS is April 01, 2016. **Refer note 4** below for the details of first time adoption exemptions availed by the Company.

3.2. Basis of preparation

These financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 ('the Act') read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015, as amended and presentation requirements of Division II to Schedule III to the Act under the historical cost convention on the accrual basis except for the following:

- a. Certain financial assets and liabilities that are measured at fair value
- b. Assets held for sale – measured at the lower of carrying amount and fair value less costs to sell
- c. Defined benefit plans – plan assets measured at fair value

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

3.3. Critical accounting judgments and key sources of estimation uncertainty

The preparation of the financial statements in conformity with the Ind AS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities and disclosures as at date of the financial statements and the reported amounts of the revenues and expenses for the years presented. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Although these estimates are based upon the management's best knowledge of current events, actual results may differ from these estimates under different assumptions and conditions.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Critical Judgments In the process of applying the Company's accounting policies, management has made the following judgments, which have the most significant effect on the amounts recognized in the financial statements:

Discount rate used to determine the carrying amount of the Company's defined benefit obligation: The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate; future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

Contingences and commitments: In the normal course of business, contingent liabilities may arise from litigations and other claims against the Company. Where the potential liabilities have a low probability of crystallizing or are very difficult to quantify reliably, company treat them as contingent liabilities. Such liabilities are disclosed in the notes but are not provided for in the financial statements. Although there can be no assurance regarding the final outcome of the legal proceedings, the company do not expect them to have a materially adverse impact on the financial position or profitability.

Key sources of estimation uncertainty

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

Income taxes: The Company's tax jurisdiction is India. Significant judgments are involved in determining the provision for income taxes, including amount expected to be paid / recovered for uncertain tax positions.

Useful lives of property, plant and equipment: As described in Note 3.8, the Company reviews the estimated useful lives and residual values of property, plant and equipment at the end of each reporting period. During the current financial year, the management determined that there were no changes to the useful lives and residual values of the property, plant and equipment.

Allowances for doubtful debts: The Company makes allowances for doubtful debts based on an assessment of the recoverability of trade and other receivables. The identification of doubtful debts requires use of judgment and estimates.

3.4. Operating Cycle and Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification in accordance with Part-I of Division- II of Schedule III of the Companies Act, 2013.

An asset is treated as current when it (a) Expected to be realized or intended to be sold or consumed in normal operating cycle; (b) Held primarily for the purpose of trading; or (c) Expected to be realized within twelve months after the reporting period, or (d) The asset is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period. All other assets are classified as non-current.

A liability is current when (a) It is expected to be settled in normal operating cycle; or (b) It is held primarily for the purpose of trading; or (c) It is due to be settled within twelve months after the reporting period, or (d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period. Terms of a liability that could, at the option of the counterparty, results in its settlement by the issue of equity instruments do not affect its classification. The Company classifies all other liabilities as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its normal operating cycle.

3.5. Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment inclusive of excise duty and excluding taxes or duties collected on behalf of government.

Sale of Goods Revenue from the sale of goods is recognized when all the significant risks and rewards of ownership of the goods have been transferred to the buyer, usually on delivery of the goods.

Revenue from Services

Revenue from services is recognised in the accounting period in which the services are rendered.

Interest income Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable.

Dividends Dividend income from investments is recognized when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

Profit/Loss on sale of units of Mutual funds/Bonds/Shares are accounted on transfer of ownership.

3.6. Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker regularly monitor and review the operating results of the whole company as two segments of manmade fibre spurn yarn and finance and investment business. Thus, as defined in Ind AS 108 'Operating Segment' the company's entire business falls under the two operating segments and hence the necessary information's has been disclosed in the financial statements.

3.7. Foreign Currencies

Functional and presentation Currencies: The financial statements are presented in Indian Rupees, which is the functional currency of the Company and the currency of the primary economic environment in which the Company operates.

Transactions and translations: Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign-currency-denominated monetary assets and liabilities are translated into the relevant functional currency at exchange rates in effect at the Balance Sheet date. The gains or losses resulting from such translations are included in net profit in the Statement of Profit and Loss. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at fair value are translated at the exchange rate prevalent at the date when the fair value was determined. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of the transaction.

Transaction gains or losses realized upon settlement of foreign currency transactions are included in determining net profit for the period in which the transaction is settled. Revenue, expense and cash flow items denominated in foreign currencies are translated into the relevant functional currencies using the exchange rate in effect on the date of the transaction.

3.8. Property, plant and equipment

Property, plant and equipment (PPE) are initially recognized at cost. The initial cost of PPE comprises its purchase price, including non-refundable duties and taxes net of any trade discounts and rebates. The cost of PPE includes interest on borrowings (borrowing cost) directly attributable to acquisition, construction or production of qualifying assets subsequent to initial recognition, PPE are stated at cost less accumulated depreciation (other than freehold land, which are stated at cost) and impairment losses, if any.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to statement of profit or loss during the reporting period in which they are incurred.

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets. However, when there is no reasonable certainty that ownership will be obtained by the end of the lease term, assets are depreciated over the shorter of the lease term and useful lives.

Depreciation is recognized so as to write off the cost of assets (other than freehold land and capital work in progress) less their residual values over the useful lives, using the straight-line method ("SLM") in the manner prescribed in schedule II to the Act. Management believes based on a technical evaluation (which is based on technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers warranties and maintenance support, etc.) that the useful lives of the assets as considered by the company reflect the periods over which these assets are expected to be used. Such classes of assets and their estimated useful lives are as under;

S. No	Nature of Asset/Component of an Assets	Useful life of assets/components of assets
1	Building	30-60 years
2	Plant and Equipment	25 years
3	Electrical Equipment	10 years
4	Power Generation Unit	40 years
5	Furniture and Fixtures	10 years
6	Office Equipment	5 years
7	Vehicles	8-10 years
8	Computer Software	6 years

Cost of leasehold Land is being amortized over the period of lease of 99 years.

The carrying values of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable.

The residual values, useful life and depreciation method are reviewed at each financial year end to ensure that the amount, method and period of depreciation are consistent with previous estimates and the expected pattern of consumption of the future economic benefits embodied in the items of property, plant and equipment.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on disposal or retirement of an item of property, plant and equipment is determined as the difference between sales proceeds and the carrying amount of the asset and is recognized in statement of profit or loss. Fully depreciated assets still in use are retained in financial statements.

3.9. Capital work-in-progress and intangible assets under development

Capital work-in-progress/intangible assets under development are carried at cost, comprising direct cost, related incidental expenses and attributable borrowing cost.

3.10. Intangible assets

Intangible assets are measured on initial recognition at cost and subsequently are carried at cost less accumulated amortization and accumulated impairment losses, if any.

An intangible asset is derecognized on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses on derecognition are determined by comparing proceeds with carrying amount. These are included in statement of profit or loss.

The Company amortizes intangible assets with a finite useful life using the straight-line method over the useful lives determined by the terms of the agreement /contract. The estimated useful life is reviewed annually by the management.

3.11. Impairment of Assets

Financial assets: The Company assesses on a forward-looking basis the expected credit loss associated with its financial assets. The impairment methodology applied depends on whether there has been a significant increase in credit risk. For trade receivables only, the Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognized from initial recognition of the receivables.

PPE and intangibles assets: Property, plant and equipment and intangible assets with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash-generating unit (CGU) to which the asset belongs. If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognized in the Statement of Profit and Loss.

3.12. Income tax

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred taxes are recognized in Statement of Profit and Loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity, respectively.

Current tax: Current tax is measured at the amount of tax expected to be payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961. Current tax assets and current tax liabilities are off set when there is a legally enforceable right to set the recognized amounts and there is an intention to settle the asset and the liability on a net basis.

Deferred tax: Deferred income tax is recognized using the Balance Sheet approach. Deferred income tax assets and liabilities are recognized for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount, except when the deferred income tax arises from the initial recognition of an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred tax assets are recognized only to the extent that it is probable that either future taxable profits or reversal of deferred tax liabilities will be available, against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized. The carrying amount of a deferred tax asset is reviewed at the end of each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized.

Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred tax asset is realized or the deferred tax liability is settled. Deferred tax assets and liabilities are offset when there is a legally enforceable right to set current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority.

Minimum Alternate Tax (MAT) credit is recognized as deferred tax asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. Such asset is reviewed at each Balance Sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a convincing evidence to the effect that the Company will pay normal income tax during the specified period.

3.13. Leases

Leases are classified as finance leases whenever the terms of lease transfer substantially all the risks and rewards of ownership to the lessee. Leases where a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases.

Operating Lease: Operating lease payments are recognized as an expense in the Statement of Profit and Loss 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 leased assets are consumed. The aggregate benefit of incentives (excluding in inflationary increases where rentals are structured solely to increase in line with the expected general inflation to compensate for the lessor's inflationary cost increases, such increases are recognized in the year in which the benefits accrue) provided by the lessor is recognized as a reduction of rental expense over the lease term on a straight-line basis.

Finance Lease: Assets held under finance leases are initially recognized as assets of the Company 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. Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets or, where shorter, the term of the relevant lease. Lease payments are apportioned between finance expenses and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance expenses are recognized immediately in statement of profit or loss, unless they are directly attributable to qualifying assets, in which case they are capitalized in accordance with the Company's general policy on borrowing costs. Contingent rentals are recognized as expenses in the periods in which they are incurred.

3.14. Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

3.15. Provisions and Contingent Liabilities:

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

If the effect of the time value of money is material, provisions are discounted to reflect its present value using a current pre-tax rate that reflects the current market assessments of the time value of money and the risks specific to the obligation. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of

the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

A contingent asset is disclosed, where an inflow of economic benefit is probable. An entity shall not recognize a contingent asset unless the recovery is virtually certain.

3.16. Inventories

Inventories of raw materials and stores and parts are valued at lower of cost on Weighted Average Cost and net realizable value. Cost of raw materials and stores and spares is determined on weighted average cost method. Cost comprises all cost of purchase, taxes and other cost incurred in bringing the inventories to their present location and condition. Due allowance is estimated and made for defective and obsolete items, wherever necessary.

Work in progress and finished goods are valued at lower of cost on Weighted Average Cost and net realizable value. Cost includes direct material, labour, cost of conversion and other overheads incurred in bringing the inventory to their present location and condition.

Saleable scrap, whose cost is not identifiable, is valued at net realizable value.

Net realizable value is the estimated selling price in the ordinary course of business less estimated cost of completion/costs necessary to make the sale.

3.17 Non-derivative financial instruments

Financial assets and liabilities are recognized when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

a. Investments and Financial assets

Cash and cash equivalents: The Company considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks, which are unrestricted for withdrawal and usage.

Trade Receivables and Loans: Trade receivables are initially recognized at fair value. Subsequently, these assets are held at amortized cost, using the effective interest rate (EIR) method net of any expected credit losses. The EIR is the rate that discounts estimated future cash income through the expected life of financial instrument.

Debt Instruments: Debt instruments are initially measured at amortized cost, fair value through other comprehensive income ('FVOCI') or fair value through profit or loss ('FVTPL') till derecognition on the basis of (i) the entity's business model for managing the financial assets and (ii) the contractual cash flow characteristics of the financial asset.

Investment in subsidiary: Investment in subsidiary is recognized at cost as per Ind AS 27. Except where investments accounted for at cost shall be accounted for in accordance with Ind AS 105, Non-Current Assets Held for Sale and Discontinued Operations, when they are classified as held for sale.

Equity Instruments: All investments in equity instruments other than in subsidiary classified under financial assets are initially measured at fair value, the Company may, on initial recognition, irrevocably elect to measure the same either at FVOCI or FVTPL. The Company makes such election on an instrument-by-instrument basis.

b. Investments and Financial assets – Subsequent measurement

Financial assets at amortized cost: Financial assets are subsequently measured at amortized cost if these financial assets are held within a business whose objective is to hold these 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.

Financial assets at fair value through other comprehensive income (FVTOCI): Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows that give rise on specified dates to solely payments of principal and interest on the principal amount outstanding and by selling financial assets.

Financial assets at fair value through profit or loss (FVTPL): Financial assets are measured at fair value through profit or loss unless it is measured at amortized cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognized in profit or loss.

c. Financial liabilities

All financial liabilities are initially recognized at fair value. The financial liabilities includes trade and other payables, other financial liabilities, loans and borrowings.

d. Financial liabilities - Subsequent measurement

Financial liabilities are measured at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, carrying amounts approximate the fair value due to the short maturity of these instruments.

e. Derecognition of financial instrument

The Company de-recognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of financial liabilities) is de-recognized from the company's balance sheet when the obligation specified in the contract is discharged or cancelled or expires.

f. Offsetting of financial instruments

Financial assets and financial liabilities are set off and the net amount is reported in financial statements if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

g. Impairment of financial assets

The Company measures the expected credit loss associated with its assets based on historical trend, industry practices and the business environment in which the equity operates or any other appropriate basis. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

3.18. Impairment of non-financial assets

Goodwill and intangible assets that have an indefinite useful life are not subject to amortization and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment wherever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or group of assets (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of such reporting period.

3.19. Exceptional items

Items of income or expense from ordinary activities which are non-recurring and are of such size, nature or incidence that their separate disclosure is considered necessary to explain the performance of the Company are disclosed as Exceptional items in the Statement of Profit & Loss.

3.20. Borrowing costs

General and specific borrowing costs (including exchange differences arising from foreign currency borrowing to the extent that they are regarded as an adjustment to interest cost) that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalized during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization. Other borrowing costs are expensed in the period in which they are incurred.

3.21. Employee Benefits

Employee benefits consist of short term obligations, contribution to employees state insurance, provident fund, gratuity fund and compensated absences.

A. Short Term Obligations

Liabilities for wages and salaries including non-monetary benefits that that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related services are recognised in respect of employees' services upto the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled.

B. Compensated Absences

The employees are entitled to accumulate leave upto 30 days for future encashment and availment, as per the policy of the Company. The liability towards such unutilized leave as at the year end is determined based on independent actuarial valuation and recognized in the Statement of Profit and Loss.

The classification of the Company net obligation into current and non-current is as per the actuarial valuation report.

The Company fully contributes all ascertained liabilities demanded by Life Insurance Corporation of India for Employee Company Leave Encashment cum Life Assurance (Cash Accumulation) administered by it.

The Company treats accumulated leaves expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the end of each financial year. The Company presents the leave as current liability in the balance sheet, to the extent it does not have an unconditional right to defer its settlement beyond 12 months after the reporting date. Where the Company has unconditional legal and contractual right to defer the settlement for the period beyond 12 months, the same is presented as non-current liability.

C. Defined Contribution plans

Contributions to defined contribution schemes such as employees' state insurance, labour welfare fund, employee pension scheme etc. are charged as an expense based on the amount of contribution required to be made as and when services are rendered by the employees. Company provident fund contribution is made to a government administered fund and charged as an expense to the Statement of Profit and Loss. The above benefits are classified as Defined Contribution Schemes as the Company has no further defined obligations beyond the monthly contributions.

D. Defined benefit plans:

The Company operates defined benefit plan in the form of gratuity. The liability or asset recognized in the balance sheet in respect of its defined benefit plans is the present value of the defined benefit obligation at the end of the reporting period. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method. The present value of the said obligation is determined by discounting the estimated future cash out flows, using market yields of government bonds that have tenure approximating the tenures of the related liability.

The interest expenses are calculated by applying the discount rate to the net defined benefit liability or asset. The net interest expense on the net defined benefit liability or asset is recognized in the Statement of Profit and loss.

The Company fully contributes all ascertained liabilities to the APM Industries Limited (Unit Orient Syntex) Employee Gratuity Fund Trust ('the Trust'). Trustees took the policy from Life Insurance Corporation of India to administer contributions made to the Trust.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the Statement of Changes in Equity and in the Balance Sheet. Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognized immediately in profit or loss as past service cost.

3.22. Borrowings

Borrowings are initially recognized at net of transaction costs incurred and measured at amortized cost. Any difference between the prospects (net of transaction costs) and the redemption amount is recognized in the Statement of Profit and Loss over the period of the borrowing using the effective interest method.

3.23. Manufacturing and operating expenses

The Company classifies separately manufacturing and operating expenses which are directly linked to manufacturing and service activities of the company.

3.24. Earnings per share (EPS)

Basic EPS is computed by dividing the profit or loss attributable to the equity shareholders of the Company by the weighted average number of Equity shares outstanding during the year –Diluted EPS is computed by adjusting the profit or loss attributable to the ordinary equity shareholders and the weighted average number of equity shares outstanding, for the effects of all dilutive potential Ordinary shares.

4. Explanation of transition to Ind AS

As stated in Note 3.1, the Company's financial statements for the year ended March 31, 2018 are the first annual financial statements prepared by the Company in order to comply with Ind AS. The adoption of Ind AS was carried out in accordance with Ind AS 101, using April 01, 2016 as the transition date. The transition was carried out from Previous GAAP (based on the AS framework) to Ind AS. The effect of adopting Ind AS has been summarized in the reconciliations provided below.

Ind AS 101 generally requires full retrospective application of the Standards in force at the first reporting date. However, Ind AS 101 allows certain exemptions in the application of particular Standards to prior periods in order to assist companies with the transition process.

Exemptions Availed:

Ind AS 101 allows first-time adopters certain exemptions from the retrospective application of certain requirements under Ind AS. The Company has availed the following exemptions:

- a. The Company has elected to continue with the carrying value of all of its plant and equipment and intangible assets as recognized as of April 1, 2016 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date. Revaluation reserve created earlier on revaluation of property plants and Equipment has been transferred to retained earnings.
- b. The company has classified the financial assets and financial liabilities in accordance with Ind AS-109 on the basis of facts and circumstances that existed at the date of transition to Ind AS.

Reconciliations The accounting policies as stated above in Note 3 have been applied in preparing the financial statements for the year ended March 31, 2018, the financial statements for the financial year ended March 31, 2017 and the preparation of an opening Ind AS statement of financial position as at April 1, 2016. In preparing its opening Ind AS Balance Sheet, Balance Sheet and Statement of Profit and Loss for the financial year ended March 31, 2017, the Company has adjusted amounts reported in financial statements prepared in accordance with Previous GAAP.

An explanation of how the transition from Previous GAAP to Ind AS has affected the Company's financial position, financial performance and cash flows is set out in the following tables:

i. Reconciliation of equity:

(in lakhs otherwise stated)

Particulars	As at March 31, 2017	As at April 1, 2016
Equity as per Previous GAAP	19,739	18,882
Fair valuation/Impairment of Investment (net)	485	77
Deferred tax liabilities-Investment (net)	(167)	(73)
Deferred tax liabilities on revaluated assets	(2,180)	(2,215)
Others*	-	-
Deferred tax on Ind AS adjustment*	-	-
Equity as per Ind AS	17,877	16,671

*Amount is Less than Rs. One Lakh

ii. Reconciliation of total comprehensive income:

(in lakhs otherwise stated)

Particulars	For the year ended March 31, 2017
Profit for the year as per Previous GAAP	1,250
Re-measurement of employees defined benefits plans	7
Effect of financial assets fair valuation	408
Others*	-
Impact of Deferred tax on above	(62)
Net Profit for the year as per Ind AS	1,603
Others Comprehensive income (net of income tax)	(4)
Total comprehensive income as per Ind AS	1,599

*Amount is Less than Rs. One Lakh

iii. Explanation of material adjustments to Statement of Cash Flows for the financial year ended March 31, 2017:

The transition from Previous GAAP to Ind AS has no material impact on the Statement of Cash Flows.

APM INDUSTRIES LIMITED
CIN No. L21015RJ1973PLC015819

iv. Reconciliation of Balance Sheet

(Rs. in Lakh)

		Balance Sheet as at March 31, 2017				Opening Balance Sheet as at April 1, 2016		
		Foot- notes	Previous GAAP	Ind AS adjustment	Ind AS	Previous GAAP	Ind AS adjustments	Ind As
I	Assets							
1	Non-current assets							
A	Property, plant and equipment	(a) & (h)	13,021	1	13,022	11,996	1	11,997
B	Capital work-in-progress		285	-	285	49	-	49
C	Intangible Assets		9	-	9	11	-	11
D	Financial assets							
	i) Investments	(b)	5,223	485	5,708	4,801	15	4,816
	ii) Other financial assets		103	-	103	115	-	115
E	Non-current tax assets (net)		46	-	46	32	-	32
F	Other non-current assets		27	-	27	201	-	201
2	Current assets							
A	Inventories		4,649	-	4,649	4,247	-	4,247
B	Financial assets							
	i) Investments		100	-	100	300	62	362
	ii) Trade Receivables		2,754	-	2,754	2,420	-	2,420
	iii) Cash and cash equivalents		33	-	33	24	-	24
	iv) Bank balances other than (iii) above		120	-	120	149	-	149
	v) Loans		479	-	479	500	-	500
	vi) Others financial assets		28	-	28	58	-	58
C	Other current assets		484	-	484	293	-	293
	Total assets		27,361	486	27,847	25,196	78	25,274
II	Equity and liabilities							
1	Equity							
A	Equity share capital		432	-	432	432	-	432
B	Other equity	(a), (b), (c), (d), (h)	19,307	(1,862)	17,445	18,450	(2,211)	16,239
2	Liabilities							
2.1	Non-current liabilities							
A	Financial liabilities							
	i) Borrowings	(h)	1,141	1	1,142	519	1	520
	ii) Other financial liabilities		-	-	-	-	-	-
B	Provisions		-	-	-	-	-	-
C	Deferred tax liabilities (Net)	(c)	1,209	2,347	3,556	987	2,288	3,275
D	Other non-current liabilities		-	-	-	-	-	-
2.2	Current liabilities							
A	Financial liabilities							
	i) Borrowings		2,566	-	2,566	2,204	-	2,204
	ii) Trade Payables		1,373	-	1,373	1,555	-	1,555
	iii) Other financial liabilities	(h)	1,128	-*	1,128	838	-*	838
B	Other current liabilities		65	-	65	67	-	67
C	Provisions		140	-	140	117	-	117
D	Current Tax Liabilities (Net)		-	-	-	27	-	27
	Total equity and liabilities		27,361	486	27,847	25,196	78	25,274

*Amount is Less than Rs. One Lakh

APM INDUSTRIES LIMITED
CIN No. L21015RJ1973PLC015819

v. Reconciliation of Statement of Profit and Loss for the year ended March 31, 2017

(Rs. in Lakhs)

	Footnotes	Previous GAAP	Ind AS adjustments	Ind AS
Income				
Revenue from operation	(f)	24,750	11	24,761
Other Income	(b)	668	408	1076
Total Income		25,418	419	25,837
Expenses				
Cost of material consumed		14,657	-	14,657
Change in inventories of finished goods and Work-in-progress		(822)	-	(822)
Employee benefit expenses	(g)	3,638	(16)	3,622
Finance cost	(g) & (h)	230	9	239
Depreciation and amortization expenses.	(h)	420	-	420
Excise duty	(f)		11	11
Other expenses		5,392	-	5,392
Total expenses		23,515	4	23,519
Profit before exceptional items and tax		1,903	415	2,318
Exceptional items		-	-	-
Profit before tax		1,903	415	2,318
Tax expenses				
Current tax		431	-	431
Deferred tax	(c)	222	62	284
Taxes related to earlier year		-	-	-
Profit for the year (A)		1,250	353	1,603
Other comprehensive income				
Items that will not be reclassified to profit or loss	(g) & (c)	-	(6)	(6)
Income tax relating to items that will not be reclassified to profit or loss		-	2	2
Items that will be reclassified to profit or loss		-	-	-
Income tax relating to items that will be reclassified to profit or loss		-	-	-
Other comprehensive income for the year (B)		-	(4)	(4)
Total comprehensive income for the year (A+B)		1,250	349	1,599

*Amount is Less than Rs. One Lakh

Footnotes to the Reconciliations

- a) **Property Plant and Equipment:** The Company has elected to continue with the carrying value of all of its plant and equipment and intangible assets as recognised as of April 01, 2016 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date. Revaluation reserve created earlier on revaluation of property plants and Equipment has been transferred to retained earnings.
- b) **Fair Valuation of Investments**
Under the previous GAAP, investments in equity instruments and mutual funds were classified as long term investments or current investments based on the intended holding period and realisability. Long term investments were carried at cost less provision for other than temporary decline in the value of such investment. Current investments were carried at lower of cost and fair value. Under Ind AS, these investments are required to be measured at fair value. The resulting fair value changes have been recognized in retained earnings.
- c) **Deferred tax:** Current income tax component on the gain/ (loss) on fair value of defined benefit plans have been transferred to the OCI under Ind AS. Deferred tax has been recognised on the adjustments made on transition to Ind AS.
- d) **Other equity:** Adjustments to retained earnings and OCI have been made in accordance with Ind AS, for the transition items.
- e) The previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purposes.
- f) **Excise Duty:** Under Previous GAAP, excise duty was netted off against sale of goods. However, under Ind AS, excise duty is included in sale of goods and is separately presented as expense on the face of Statement of Profit and Loss. Thus, sale of goods under Ind AS has increased with a corresponding increase in expenses.
- g) **Defined benefits obligations:** Under Ind AS, actuarial gains and losses are recognised in the OCI as compared to being recognised in the Statement of Profit and Loss under the previous GAAP.
- h) **Finance Lease Assets:** As per Ind AS -17- Lease, the Company has recognized finance lease assets at their fair value and corresponding liability to the lessor is included in the Balance Sheet as a finance lease obligation and provided depreciation as per the policy.

5 STATEMENT OF PROPERTY, PLANT AND EQUIPMENT, CAPITAL WORK-IN PROGRESS AND INTANGIBLE ASSETS AS AT MARCH 31, 2018											
(Rs. in Lakhs)											
PARTICULARS	Property, Plant and Equipment								Intangible Assets		
	Land (Lease Hold)	Building	Plant and Equipment	Power Generation Unit	Furniture and Fixtures	Office Equipments	Vehicles	Total	Capital Work in progress	Computer Software	
Gross carrying value											
As at April 1, 2016	6,400	949	3,957	436	74	28	153	11,997			11
Additions	-	20	1,400	-	8	5	15	1,448			2
Deletions	-	-	5	-	-	-	3	8			-
As at March 31, 2017	6,400	969	5,352	436	82	33	165	13,437			13
Additions	-	208	1,872	78	6	1	15	2,180			-
Deletions	-	-	163	37	-	-	6	206			-
As at March 31, 2018	6,400	1,177	7,061	477	88	34	174	15,411			13
Accumulated Depreciation											
Depreciation during the year	100	37	217	14	10	9	29	416			4
Accumulated depreciation on deletions	-	-	1	-	-	-	0	1			-
As at March 31, 2017	100	37	216	14	10	9	29	415			4
Depreciation during the year	100	41	281	13	11	10	28	484			1
Accumulated depreciation on deletions	-	-	12	3	-	-	1	16			-
As at March 31, 2018	200	78	485	24	21	19	56	883			5
Net Carrying value											
As at April 01, 2016	6,400	949	3,957	436	74	28	153	11,997	49		11
As at March 31, 2017	6,300	932	5,136	422	72	24	136	13,022	285		9
As at March 31, 2018	6,200	1,099	6,576	453	67	15	118	14,528	144		8
Note:											
1) Leasehold Land is taken by the Company on long term agreements with the government/government agency for establishment of its plant.											
2) Capital work in progress includes interest cost on borrowings Rs Nil (2017 : 2 lakh, 2016 : Nil).											

Note -6 : NON-CURRENT INVESTMENT

Particulars	As at March 31, 2018			As at March 31, 2017			As at April 1, 2016		
	Face Value	Nos	Amount (Rs. in Lakhs)	Face Value	Nos	Amount (Rs. in Lakhs)	Face Value	Nos	Amount (Rs. in Lakhs)
	Per Unit			Per Unit			Per Unit		
In Government securities (Value at cost)									
At Amortised Cost			0.03			0.03			0.03
In Post Office Saving Bank (pledged with Excise Department)									
Investment in Subsidiary									
Unquoted									
Equity Instrument at Cost									
APM Finvest Limited	10	20,00,000	200	10	20,00,000	200			
			200			200			
Unquoted									
At Fair Value through Profit & Loss									
a. Un-quoted Equity Instruments (Refer note 6.1)									
Fully Paid Class A Equity Shares, held in V.S.Lignite Power Private Limited	10	1256039	126	10	1,256,039	126	10	1,256,039	126
b. Un-quoted Preference Shares (Refer note 6.2)									
0.01% Class A Redeemable Preference Shares held in V.S.Lignite Power Private Limited	10	1114222	111	10	1,114,222	111	10	1,114,222	111
Less: Provision for diminution in value of Investment-			237			237	-		237
Total Un-quoted			-			-			-
6.1 Dividend on Class A equity share is restricted to 0.01% of the face value of the shares.									
6.2 Preference Share - Preference shares are redeemable at par over the period of 10-20 year from date of allotment.									
Quoted									
Investment in Equity Instruments									
At Fair Value through Profit & Loss									
Bhilwara Technical Textiles Ltd.*				10	100	0	10	100	0
Bhilwara Spinners Ltd.*							10	488	0
Deepak Spinners Ltd.*							10	100	0
HDFC BANK LTD.	2	2,250	42						
G.S.L. (India) Ltd.*				10	50	0	10	50	0
Hind Syntex Ltd.*							10	100	0
Visaka Industries Ltd.*							10	10	0
Indo Rama Synthetics (I) Ltd.*							10	195	1
Spentex industries Ltd.*							10	158	0
Rajasthan Spng. & Wvg. Mills. Ltd.							10	50	0
Sangam India Ltd.*							10	12,200	61
Shree Rajasthan Syntex Ltd.*	1	35,000	87	1	12,200	94	1	12,200	0
State Bank of India							1	5,000	0
GVK Power & Infrastructure Ltd.*									
Indian Oil Corporation Limited	10	20,000	35	10	14,000	54			
			164			148			62

Particulars	As at March 31, 2018			As at March 31, 2017			As at April 1, 2016		
	Face Value	Nos	Amount	Face Value	Nos	Amount	Face Value	Nos	Amount
	Per Unit		(Rs. in Lakhs)	Per Unit		(Rs. in Lakhs)	Per Unit		(Rs. in Lakhs)
Investment in Tax Free Bonds (Quoted)									
At Amortised Cost									
IFCL Tax Free Bond							1,000	30,000	300
HUDCO Tax Free Bond							1,000	30,000	300
NAHI BONDS 2015	1,000	5,714	57	1,000	5,714	57	1,000	5,714	57
IREDA PUBLIC ISSUE II - 2016	1,000	13,624	136	1,000	13,624	136	1,000	13,624	136
			193			193			793
Unquoted									
Investment in Mutual Funds									
At Fair Value through Profit & Loss									
AXIS FOCUS 25 FUND-GROWTH	10	198,453	50		-				
AXIS REGULAR SAVIND FUND - GROWTH	10	1,789,207	303		-				
ADITYA BIRLA SUN LIFE SHORT TERM OPPORTUNITIES FUND	10	897,035	259	10.00	721,567	196	10.00	721,567	215
ADITYA BIRLA SUNLIFE MIP-II-WEALTH 25-GROWTH	10	1,059,565	405	10.00	1,059,565	383	10.00	1,059,565	317
ADITYA BIRLA SUNLIFE DYNAMIC BOND FUND - GROWTH	10	584,938	175	10.00	1,006,386	292	10.00	1,006,386	265
BIRLA SUNLIFE MEDIUM TERM PLAN	10	737,406	162	10.00	506,466	103			
ADITYA BIRLA SUNLIFE BALANCE FUND - GROWTH	10	13,537	100	10.00	3,799	26			
ADITYA BIRLA SUNLIFE EQUITY FUND	10	9,402	65		-	-			
ADITYA BIRLA SUNLIFE VALUE FUND - GROWTH REGULAR	10	115,843	70		-	-			
BNP PARIBAS FLEXI DEBT FUND			-	10.00	544,624	155	10	544,624	139
DSP BLACK ROCK EMERGING STAR FUND	100	74,378	126	100.00	87,504	118	100	500,000	50
DSP BLACK ROCK FMP-SERIES-192 - GROWTH			-	10.00	1,000,000	113	10	1,000,000	102
DSP BLACK ROCK CORE FUND	100	94,792	142	100.00	67,003	66			
DSP BLACK ROCK BALANCE FUND	10	69,541	99	10.00	19,410	26			
EDELWEISS NCD K7C501A			-	10.00	1,000,000	100	10	1,000,000	100
EDELWEISS NCD K7C501B			-	10.00	1,000,000	100	10	1,000,000	100
EDELWEISS-EFIL SERIES-17L504B			-	100,000.00	50	52	100,000	50	50
FRANKLIN INDIA BALANCED FUND - GROWTH			-		-	-	10	164,822	149
EDELWEISS MULTI STRATEGY FUND			107			101			
EDELWEISS INFRA YIELD PLUS FUND	10	100,000	10			-			
ENAM SECURITIES PVT.LTD.			253			-			
FRANKLIN INDIA HIGH GROWTH COMPANIES FUND	10	183,172	69	10.00	183,171	63	10	183,171	50
FRANKLIN INDIA PRIMA PLUS - GROWTH			-	10.00	5,439	28			
HDFC CORPORATE DEBT OPPORTUNITIES FUND - GROWTH	10	2,737,791	395	10.00	1,334,643	182	10	1,146,652	141
FRONKLINE INDIA SMALLER COMPANIES FUND	10	84,647	50			-			
HDFC MIP LONG TERM	10	143,065	62	10.00	581,602	241	10	581,602	206
HDFC PRUDENCE FUND - GROWTH	10	26,019	126	10.00	26,019	119	10	13,523	48
HDFC BALANCED FUND - GROWTH	10	89,802	131	10.00	89,802	118	10	47,477	50
HDFC FMP SERIES-37	10	2,000,000	228	10.00	2,000,000	210			
HDFC EQUITY SAVING FUND	10	289,260	100			-			
HDFC CAPITAL FUND -REGULAR PLAN - GROWTH	10	25,844	74			-			
HDFC SMALL CAP FUND - GROWTH	10	165,439	73			-			
ICICI PRUDENTIAL BALANCED FUND - GROWTH	10	101,563	127	10.00	101,563	116	10	54,733	49
ICICI PRUDENTIAL SHORT TERM PLAN - GROWTH	10	1,656	1	10.00	1,656	1	10	1,656	1

Particulars	As at March 31, 2018			As at March 31, 2017			As at April 1, 2016		
	Face Value Per Unit	Nos	Amount (Rs. in Lakhs)	Face Value Per Unit	Nos	Amount (Rs. in Lakhs)	Face Value Per Unit	Nos	Amount (Rs. in Lakhs)
ICICI PRUDENTIAL VALUE DISCOVERY FUND			-	10.00	21,309	28			
ICICI PRUDENTIAL FMP SERIES 79-1104	10	1,000,000	114	10.00	1,000,000	105			
IDFC CLASSIC EQUITY FUND - GROWTH - REGULAR PLAN	10	113,184	50			-			
INDIA INFOLINE FINANCE LTD. - DEBT FUNDS			-			-	20	1,000,000	203
INDIA INFOLINE FINANCE LTD. - DEBT FUNDS			-			-	10	1,000,000	100
IIFL SPECIAL OPPORTUNITIES FUND - DEBT FUNDS	10	712,177	82	10.00	250,000	25			
KOTAK INCOME OPPORTUNITIES FUND	10	1,160,369	222	10.00	1,160,369	208			
KOTAK EQUITY SAVIND FUND- GROWTH	10	758,725	100			-			
KMMF KOTAK SELECT FOCUS FUND - GROWTH REGULAR PLAN	10	286,503	91			-			
L & T RESURGENT CORPORATE BOND FUND - REGULAR PLAN	10	1,612,213	210	10.00	834,390	102			
L & T INDIA EMERGING BUSINESS FUND - GROWTH	10	178,246	48			-			
L & T INDIA PRUDENCE FUND - GROWTH	10	285,322	73			-			
L & T INDIA MIDCAP FUND	10	16,471	23			-			
L & T INFRASTRUCTURE FUND - GROWTH	10	284,899	49			-			
MOTILAL OSWAL FOCUSED GROWTH FUND	10	869,616	126	10.00	650,000	67			
MOTILAL OSWAL MOST FOCUSED MULTICAP FUND	10	192,808	51			-			
OLD BRIDGE CAPITAL MANAGEMENT P.LTD.			141			100			
RELANCE DYNAMIC BOND FUND - DIRECT GROWTH			-	10.00	1,595,670	367	10	1,595,670	327
RELANCE FIXED HORIZON FUND-XXVI SERIES14 DIRECT GROWTH			-	10.00	1,000,000	133	10	1,000,000	119
RELANCE FIXED HORIZON FUND-XXX SERIES-3 DIRECT GROWTH	10	1,000,000	124	10.00	1,000,000	115	10	1,000,000	102
RELANCE FIXED HORIZON FUND XXXI- SERIES 4 DIRECT GROWTH	10	1,000,000	118	10.00	1,000,000	108			
RELANCE DEBT PLUS HYBRID OPTION			-			-	10	1,000,000	100
RELANCE FIXED HORIZON FUND-XXIX SERIES3- DIRECT GROWTH			-	10.00	1,000,000	117	10	1,000,000	106
RELANCE MONTHLY INCOME PLAN			-	10.00	470,890	181	10	470,890	162
RELANCE MONTHLY INCOME PLAN	10	147,894	62	10.00	301,592	120	10	301,592	107
RELANCE REGULAR SAVING FUND BALANCE- DIRECT GROWTH	10	234,341	133	10.00	121,737	60	10	121,737	50
RELANCE YIELD MAXIMISER AIF-SCHEME II DIRECT			216			200			200
RELANCE CORPORATE BOND FUND	10	761,441	110	10.00	761,441	103			
RELANCE EQUITY SAVING FUND	10	781,763	100			-			
RELANCE EQUITY OPPORTUNITIES AIF SCHEME 1	10	450,000	45			-			
TATA BALANCED FUND - GROWTH			-			-	10	88,582	146
UTI-GILLT ADVANTAGE FUND			-			-	10	327,561	104
SBI BLUE CHIP FUND - GROWTH	10	180,663	67	10.00	180,663	61	10	180,663	51
UTI DYNAMIC BOND FUND - GROWTH	10	303,335	61	10.00	303,335	58	10	303,335	52
Total			6,178			5,167			3,961
* formerly managed by FOREFRANT PMS RELIGARE									
Grand Total			6,735			5,708			4,816
Aggregate Amount of unquoted Investments in Subsidiary at cost before impairment			200			200			-
Aggregate Amount of unquoted Investments at cost before impairment			237			237			237
Aggregate Amount of quoted Investments and Market Value thereof			358			342			855
Aggregate Amount of unquoted Investments in mutual funds			6,178			5,167			3,961
Aggregate Amount of impairment in the value of unquoted Investment other than subsidiary			237			237			237

APM INDUSTRIES LIMITED
CIN No. L21015RJ1973PLC015819

				(Rs. in lakhs)
7	OTHER FINANCIAL ASSETS	As At	As At	As At
		March 31, 2018	March 31, 2017	April 1, 2016
	Non current financial assets			
	Bank Deposits with more than 12 months maturity	1	-	-
	Security Deposits	145	103	115
		146	103	115
8	NON CURRENT TAX ASSETS	As At	As At	As at
		March 31, 2018	March 31, 2017	April 1, 2016
	Income Tax refund receivable	29	46	32
		29	46	32
9	OTHER NON CURRENT ASSETS	As At	As At	As At
		March 31, 2018	March 31, 2017	April 1, 2016
	(unsecured, considered good, unless otherwise stated)			
	Capital Advances	68	27	201
	(Refer Note 38)	68	27	201
10	INVENTORIES	As At	As At	As At
		March 31, 2018	March 31, 2017	April 1, 2016
	Current assets			
	(As taken, valued and certified by the Management)			
	Raw Materials	896	1,249	1,537
	Finished Goods	2,607	2,779	2,130
	Work In Progress	509	519	475
	Stores, Spares & Fuels	75	102	105
		4,087	4,649	4,247
	Devaluation during the year			
	Raw Material	5	11	42
	Finished Goods	17	18	24
	Stores, Spares & Fuels	-	-	3
11	CURRENT INVESTMENT	As At	As At	As At
		March 31, 2018	March 31, 2017	April 1, 2016
	Current financial assets			
	DSP Black Rock FMP-Series-192 - Growth	10 1,000,000	122	
	Reliance Fixed Horizon Fund-Series-XXVI			
	Series 14 Direct Growth	10 1,000,000	144	
	Reliance Fixed Horizon Fund-XXIX			
	Series 3 Direct Growth	10 1,000,000	127	
	Reliance Debt Plus Hybrid Opinion	10	1,000,000 100	
	India Infoline Finance Limited- Debt Fund	10		2,000,000 258
	India Infoline Finance Limited- Debt Fund	10		1,000,000 104
		393	100	362
	Aggregate Amount of unquoted Investments before impairment	393	100	362
	Aggregate Amount of impairment in the value of Investment	-	-	-

APM INDUSTRIES LIMITED
CIN No. L21015RJ1973PLC015819

(Rs. in lakhs)			
12 TRADE RECEIVABLES	As At	As At	As At
Current financial assets	March 31, 2018	March 31, 2017	April 1, 2016
(unsecured, considered good, unless otherwise stated)			
Considered good	2,652	2,754	2,420
Considered doubtful	33	10	11
	2,685	2,764	2,431
Allowance for bad and doubtful debts	33	10	11
	2,652	2,754	2,420
The movement in allowance for bad and doubtful debts:			
Balance as at beginning of the year	10	11	19
Allowance for bad and doubtful debts during the year*	23	(1)	(8)
Trade receivables written off during the year	-	-	-
	33	10	11
*net of recovery of bad and doubtful debts			
13 CASH AND CASH EQUIVALENTS	As At	As At	As At
Current financial assets	March 31, 2018	March 31, 2017	April 1, 2016
Balances with banks:			
On Current Accounts	35	31	21
Cash on hand	3	2	3
	38	33	4
14 BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS	As At	As At	As At
Current financial assets	March 31, 2018	March 31, 2017	April 1, 2016
Earmarked balances with banks			
Unpaid Dividend	123	120	139
Term Deposits with maturity period of more than 3 months but less than 12 months*	28	0	10
	151	120	149
*Pledged as securities or earmarked for issue of bank guarantees.			
15 LOANS	As At	As At	As At
Current financial assets	March 31, 2018	March 31, 2017	April 1, 2016
(unsecured, considered good, unless otherwise stated)			
Advance to subsidiaries	-	4	-
Loans to Body Corporate			
Unsecured, Considered Good	350	475	500
Unsecured, Considered Doubtful	-	-	60
	350	475	560
Less: Allowance for Doubtful Loans	-	-	60
	350	475	500
	350	479	500
The Company has given advances to 2 parties ranging from 50 lakhs to 300 lakhs for 90 to 180 days at interest rate of 13.5% to 16.00% p.a.			
The movement in allowance for doubtful loans:			
Balance as at beginning of the year	-	60	-
Allowance for doubtful loans during the year	-	-	60
Loans written off during the year	-	(60)	-
Balance as at end of the year	-	-	60

APM INDUSTRIES LIMITED
CIN No. L21015RJ1973PLC015819

		(Rs. in lakhs)		
16	OTHER FINANCIAL ASSETS	As At March 31, 2018	As At March 31, 2017	As At April 1, 2016
	Current financial assets			
	Interest accrued and not due	19	16	21
	Claims Recoverable	27	12	37
		46	28	58
17	OTHER CURRENT ASSETS	As At March 31, 2018	As At March 31, 2017	As At April 1, 2016
	Unsecured considered good unless otherwise stated			
	(a) Advance to Suppliers	31	71	48
	(b) Others	25	31	31
	(c) Balances with Statutory/ Government Authorities	348	181	
	(d) Prepaid Expenses	29	34	33
		392	484	293
18	EQUITY SHARE CAPITAL	As At March 31, 2018	As At March 31, 2017	As At April 1, 2016
	AUTHORISED			
	35,000,000 (March 31, 2017: 35,000,000 and April 01, 2016: 35,000,000) Equity Shares of Rs. 2/- each	700	700	700
	300,000 (March 31, 2017: 300,000 and April 01, 2016: 300,000) Redeemable Preference Shares of Rs. 100/- each	300	300	300
		1,000	1,000	1,000
	ISSUED			
	Equity			
	22,217,080 (March 31, 2017: 22,217,080 and April 01, 2016: 22,217,080) Equity Shares of Rs. 2/- each	444	444	444
	SUBSCRIBED & PAID UP			
	21,611,360 (March 31, 2017: 21,611,360 and April 01, 2016: 21,611,360) Equity Shares of Rs. 2/- each	432	432	432
		432	432	432
a)	Reconciliation of equity shares outstanding at the beginning and end of the reporting period.			
	Equity Shares	As At March 31, 2018 Nos.	As At March 31, 2017 Nos.	As At April 1, 2016 Nos.
	Balance at the beginning of the year	21,611,360 432	21,611,360 432	21,611,360 432
	Issued during the year	- -	- -	- -
	Balance at the end of the year	21,611,360 432	21,611,360 432	21,611,360 432
b)	Terms/ rights attached to equity shares			
	The Company has one class of equity shares having a par value of Rs.2/- per share. Each shareholder is entitled to one vote per share. All equity Share holders are having right to get dividend in proportion to paid up value at each equity shares as and when declared. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company after distribution of all the preferential amounts, in proportion to their shareholding.			
c)	Details of shareholders holding more than 5% shares in the Company			
	Name of the Shareholder	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
	% of holding	Nos.	% of holding	Nos.
	Rajendra Kumar Rajgarhia	17.81 3,850,000	17.81 3,850,000	17.81 3,850,000
	Faridabad Paper Mills Limited	12.82 2,770,000	12.82 2,770,000	12.82 2,770,000
	Ajay Rajgarhia	10.41 2,250,000	10.41 2,250,000	10.41 2,250,000
	Prabha Rajgarhia	7.40 1,600,000	7.40 1,600,000	7.40 1,600,000
	Rajgarhia Leasing and Financial Services Pvt.Ltd.	5.23 1,130,000	5.23 1,130,000	5.23 1,130,000

(Rs. in lakhs)			
19 OTHER EQUITY	As At March 31, 2018	As At March 31, 2017	As At April 1, 2016
Capital Reserve*	-	-	-
Securities Premium Reserve	243	243	243
General Reserve	6,987	6,987	6,987
Retained Earnings	11,397	10,273	9,063
Other Comprehensive Income			
Remeasurement of defined benefit plans	(59)	(58)	(54)
	18,568	17,445	16,239
*Rs. 0.31 Lakhs (March, 31 2017 Rs. 0.31 Lakhs and April 01, 2016 Rs. 0.31 Lakhs) (Refer Statement of Changes in Equity)			
Nature and purpose of reserves			
(a) Capital reserve: The capital reserve represents profit on re-issue of forfeiture of equity shares by the Company. This reserve is not freely available for distribution to the shareholders.			
(b) Securities premium reserve: The amount of difference between the issue price and the face value of the shares is recognized Securities premium reserve.			
(c) General reserve: General reserve is the accumulation of the portions of the net profits transferred by the Company in the past years pursuant to the earlier provisions of the Companies Act, 1956.			
(d) Retained earnings: Retained earnings comprise of the profits of the Company earned till date net of distributions and other adjustm ents.			
20 BORROWINGS	As At March 31, 2018	As At March 31, 2017	As At April 1, 2016
Non current financial liabilities			
Secured			
Term Loans			
From Banks	1,670	1,141	519
Finance Lease Obligations (refer note.41)	1	1	1
	1,671	1,142	520
20 Nature of Security & Terms of Repayment			
20.1.1 Following Term Loans are secured by joint mortgage by deposit of title deeds of the Company's immovable properties situated at Bhiwadi and charge on all immovable and movable assets, both present and future subject to prior charge created on specified movable assets in favour of Company's bankers ranking pari-passu for working capital facilities:			
	Loan From	Terms of Repayment	
a	Industrial Development Bank of India (Rs. 560 Lakhs)		
	Term Loans from Banks amounting to Rs. 106 Lakhs (March 31,2017 Rs.175 lakhs and April 01, 2016 Rs. 233 Lakhs)	Repayable in 32 quarterly instalments from October 2011 along with interest at the rate of 11.90% p.a.	
b	Punjab National Bank (Rs.163 Lakhs)		
	Term Loans from Banks amounting to Rs 6 lakhs (March 31,2017 Rs. 38 lakhs and April 01, 2016 Rs. 63 Lakhs)	Repayable in 20 equally quarterly instalments from June 2014 along with interest at the rate of 12.15% p.a.	
c	HDFC Bank (Rs.750 Lakhs)		
	Term Loans from Banks amounting to Rs. 656 lakhs (March 31,2017 Rs. 703 lakhs and April 01, 2016, NIL)	Repayable in 16 equally quarterly instalments from Sept.2017 alongwith interest at the rate of 10.05% p.a.	
d	HDFC Bank (Rs.1000-Lakhs)		
	Term Loans from Banks amounting to Rs. 953 lakhs (March 31,2017 Rs. NIL and April 01, 2016 NIL)	Repayable in 60 equally monthly instalments from August 2018 alongwith interest at the rate of 9.80% p.a.	
20.1.2 Secured long term loans aggregating to Rs 2211 lakhs (March 31, 2017 Rs. 1572 lakhs and April 01, 2016 Rs. 677 lakhs) are guaranteed by the chairman.			
20.1.3 Term Loan is secured by first charge on the assets purchased/ Proposed to be purchased with bank finance and promoters contribution. Further loan is secured by second pari-passu charge on block assets of the company.			
	Loan From	Terms of Repayment	
	Punjab National Bank (Rs.750 Lakhs)		
	Term Loans from Banks amounting to Rs. 491 lakhs (March 31,2017 Rs. 656 lakhs and April 1, 2016 Rs. 314 lakhs)	Repayable in 16 equally quarterly instalments from June 2017 and interest at the rate of 12.15% p.a. and payable as and when charged in the account.	
20.2 The Long Term borrowing shown above is net of Rs. 542 lakhs (Mar 31, 2017 Rs. 431 lakhs and April 1, 2016 Rs. 157 lakhs) current maturities, which is shown under note no. 25			

APM INDUSTRIES LIMITED
CIN No. L21015RJ1973PLC015819

(Rs. in lakhs)			
21 NON CURRENT PROVISIONS	As At	As At	As At
	March 31, 2018	March 31, 2017	April 1, 2016
For Employee Benefits	-	-	-
	-	-	-
22 DEFERRED TAX LIABILITIES (NET)	As At	As At	As At
	March 31, 2018	March 31, 2017	April 1, 2016
Deferred Tax Liabilities			
Depreciation	3,720	3,450	3,290
Fair Valuation of Investment	208	167	73
Deferred Tax Liabilities	3,928	3,617	3,363
Deferred Tax Assets			
Employee Benefits	69	58	63
Doubtful Debts and Loans	12	3	25
Deferred Tax Assets	81	61	88
Mat Credit Entitlement	178	-	-
	3,669	3,556	3,275
23 BORROWINGS	As At	As At	As At
	March 31, 2018	March 31, 2017	April 1, 2016
Current financial liabilities			
Secured			
Working Capital Loan From Bank	2,489	2,172	1,839
Unsecured			
Demand Loan From Related Party	-	394	365
	2,489	2,566	2,204
23	Working Capital loan from bank, of Rs.1610 lakhs (March 31, 2017 : Rs. 941 lakhs and April, 01, 2016 : Rs. 836 lakhs) repayable on demand is secured by hypothecation of raw materials, consumables stores and spare parts, stock in process, finished goods, book debts and by personal guarantees of the Chairman of the Company. Further it is also secured by way of pari passu first charge on all the immovable properties of the Company.		
23	Working Capital loan from bank of Rs.879 lakhs (March 31, 2017 : Rs. 1,231 lakhs and April 01, 2016 : Rs. 1,003 lakhs) is secured by Investment in Units of Mutual Funds and Tax Free Bonds.		
24 TRADE PAYABLES	As At	As At	As At
	March 31, 2018	March 31, 2017	April 1, 2016
Current financial liabilities			
Trade payable of Micro and Small Enterprises	7	10	4
Trade Payable other than Micro and Small Enterprises	1,386	1,363	1,551
	1,393	1,373	1,555
25 OTHER CURRENT FINANCIAL LIABILITIES	As At	As At	As At
	March 31, 2018	March 31, 2017	April 1, 2016
Current financial liabilities			
Current Maturity of long term debts	542	431	158
Current Maturity of Finance lease obligations*	0	0	0
Interest payable on MSMED**	0	-	-
Interest accrued but not due on borrowings	19	12	1
Unpaid Dividends	123	119	139
Others			
Trade/Security deposits	1	2	1
Salary, wages and benefits payable	501	518	536
Capital Creditors	98	46	3
	1,284	1,128	838
-There are no amount due for payment to the Investor Education and Protection Fund under section 125 of the Companies Act 2013 as at March 31, 2018.			
* Less than Rs. 1 Lakh			
** Rs.1152 is payable as interest.			

APM INDUSTRIES LIMITED
CIN No. L21015RJ1973PLC015819

(Rs. in lakhs)				
26 OTHER CURRENT LIABILITIES	As At	As At	As At	As At
	March 31, 2018	March 31, 2017	March 31, 2017	April 1, 2016
Statutory dues payable	18	7		5
Advances from Customers	47	53		57
Security deposit	5	5		5
	70	65		67
27 CURRENT PROVISIONS	As At	As At	As At	As At
	March 31, 2018	March 31, 2017	March 31, 2017	April 1, 2016
For Employee Benefits				
Gratuity	153	140		117
Leave Encashment	1	-		-
	154	140		117
28 CURRENT TAX LIABILITIES (NET)	As At	As At	As At	As At
	March 31, 2018	March 31, 2017	March 31, 2017	April 1, 2016
Provision for Income Tax (Net)	37	-		27
	37	-		27
29 REVENUE FROM OPERATIONS	For the year ended	For the year ended	For the year ended	For the year ended
	March 31, 2018	March 31, 2017	March 31, 2017	March 31, 2017
(a) Sale of products	27,024			24,566
(b) Finance Income				
(i) Interest Income	53			-
(ii) Net gain on sale/ fair Valuation of Investments through Profit and Loss#	297			-
(iii) Others	1			-
(c) Other Operating Revenues	203			195
	27,578			24,761
30 OTHER INCOME	For the year ended	For the year ended	For the year ended	For the year ended
	March 31, 2018	March 31, 2017	March 31, 2017	March 31, 2017
(a) Interest Income from:				
Banks on Term Deposits	2			0
Loan and Mutual Funds	33			75
Tax Free Bonds	4			51
Customers and Others	233			230
(b) Dividend Income	1			5
(c) Liabilities no longer required written back	364			77
(d) Profit on Sale of Fixed Assets (Net)	-			15
(e) Net gain on sale/ fair Valuation of Investments through Profit and Loss #	216			620
(f) Miscellaneous income	34			3
	886			1,076
# includes fair value gain/(loss) as at March 31, 2018 amounting to Rs.369 Lakhs (March 31, 2017 473 Lakhs)				
31 COST OF MATERIAL CONSUMED	For the year ended	For the year ended	For the year ended	For the year ended
	March 31, 2018	March 31, 2017	March 31, 2017	March 31, 2017
Opening stock	1,249			1,537
Add : Purchases	14,942			14,369
	16,191			15,906
Less : Closing Stock	896			1,249
	15,295			14,657

		(Rs. in lakhs)	
32 CHANGE IN INVENTORIES OF FINISHED GOODS AND WORK IN PROGRESS	For the year ended March 31, 2018	For the year ended March 31, 2017	
Closing Inventories			
Finished products	2,607	2,779	
Work in process	509	519	3,298
Opening Inventories			
Finished products	2,779	2,130	
Work in process	519	476	2,606
	-182		692
Add: Adjustment of excise duty on opening stock of finished goods	-		130
	-182		822
Note: Adjustment of excise duty on opening stock of finished goods is done as the company has opted exemption on excise duty on finished goods.			
33 EMPLOYEES BENEFITS EXPENSE	For the year ended March 31, 2018	For the year ended March 31, 2017	
Salaries, wages & other benefits	3,480	3,253	
Contribution to provident & other funds	204	212	
Employee's welfare expenses	166	157	
	3,850	3,622	
34 FINANCE COSTS	For the year ended March 31, 2018	For the year ended March 31, 2017	
Interest expenses	393	229	
Other Borrowing Cost	15	10	
	408	239	
35 DEPRECIATION AND AMORTIZATION EXPENSE	For the year ended March 31, 2018	For the year ended March 31, 2017	
Depreciation of Tangible assets	484	416	
Amortization of Intangible assets	1	4	
	485	420	

36 OTHER EXPENSES	For the year ended March 31, 2018	For the year ended March 31, 2017
(a) Manufacturing Expenses		
Consumption of Stores and Spare Parts	398	444
Packing Material	355	332
Power and Fuel	4,383	3,453
Repairs to Machinery	348	400
Repairs to Building	11	10
Job Charges (Fabric)	70	-
	5,565	4,639
(b) Selling and Distribution Expenses		
Freight and Forwarding Expenses	390	295
Brokerage and Commission	91	116
	481	411
(c) Establishment Expenses		
Legal and Professional Fees	51	35
Rent Expenses	27	30
Rates and Taxes	12	15
Repairs to Others	15	14
Insurance Expenses	18	20
Travelling Expenses	20	20
Payment to Auditors	7	7
Printing & Stationary	21	19
Vehicle Running Expenses	21	18
Computer Maintenance Expenses	4	6
Charity and Donation	1	2
Communication Expenses	22	21
Electricity & Water Charges	6	5
Membership Fee & Subscription	2	3
General Expenses	37	27
Provision for doubtful Debts	23	-
Loss on Replacement / Sale of Fixed Assets	32	-
Corporate Social Responsibility (CSR) Expenses (Refer Note 36.1)	51	74
Pollution Control Expenses	20	26
	390	342
	6,436	5,392
36.1 DISCLOSURE RELATED TO CSR EXPENDITURE DURING THE YEAR	For the year ended March 31, 2018	For the year ended March 31, 2017
A Gross amount required to be spent by the company during the year		
i) Required to be spent for the year	52	61
ii) Unspent balance of carried over of earlier year	9	22
	61	83
B Expenditure incurred during the year		
i) Construction / acquisition of any assets	17	57
ii) On purpose other than (i) above	34	17
Total	51	74
Unspent balance carry forward	10	9

37. Contingent Liabilities:

(Rs in lakhs)

S. No.	Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
I	Claims against the Company not acknowledged as debt	Nil	Nil	Nil
II	Other money for which the Company is contingently liable			
	*Sales-tax / WCT / VAT	Nil	3	26
	*Excise Duty and Service Tax	145	Nil	Nil
	*Income tax	6	6	Nil

* Excluding estimated interest / penalty as may be determined / levied on the conclusion of the matters.

38. Commitments

(Rs in lakhs)

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
Capital Commitments			
Estimated value of contracts to be executed on capital account (net of advances)	431*	2	324

* Payment of capital commitment of Rs. 277 lakhs on account of purchase and installation of energy efficient integrated heat recovery and heating solution for dyeing process has been secured through issue of bank guarantee of Rs. 277 lakhs.

39. a) CIF Value of Imports:

(Rs. in lakhs)

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Capital Goods	539	203
Stores and Spares	17	6

b) Income and Expenditure in foreign currency : Nil (March 31, 2017 : Nil)

40. The Company have outstanding dues under trade payable to Micro Small and Medium Enterprises Development Act, 2006. The disclosure on the above is based on the information available with the Company.

(Rs. in lakhs)

	As at March 31, 2018	As at March 31, 2017
(a) Dues remaining unpaid as at Balance Sheet date		
- Principal amount	7	10
- Interest amount	-*	-
(b) Interest paid in terms of section 16 of the Act, along with the amount of payment made to the supplier and services providers beyond the appointed day during the period	-	-
(c) Interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during period) but without adding the interest specified under the Act	-	-
(d) Further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise.	-	-
(e) Interest accrued and remaining unpaid as at Balance Sheet date	-*	-

* Rs. 1,152 is payable as Interest

41. DISCLOSURE OF FINANCIAL LEASEHOLD LAND AS PER IND AS-17- LEASES

(Rs. in lakhs)

Particulars	Carrying Value	Less than 1 year	1-5 years	> 5 years	Total payments
As at March 31, 2018					
Leasehold Land (assets)	6,200				
Minimum lease payment	30	0*	0*	30	30
Present value of minimum lease payment	2	0*	0*	1	2
As at March 31, 2017					
Leasehold Land (assets)	6,300				
Minimum lease payment	31	0*	1	30	31
Present value of minimum lease payment	1	0*	0*	1	1
As at April 01, 2016					
Leasehold Land (assets)	6,400				
Minimum lease payment	31	0*	1	30	31
Present value of minimum lease payment	1	0*	0*	1	1

* Less than Rs.1 lakh

The Company has taken land on lease for its plant from government and government agencies for 99 years, with condition of increase of lease rental to the extent of 25% of existing lease rental after every five years.

42. Details of Employees Benefits as required by the Ind AS 12 "Employee Benefits" are given below: -

a) **Defined contribution plans:**

The company has recognized the following amounts in the Statement of Profit and Loss (included in Contribution to provident and other funds:

(Rs. in lakhs)

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Contribution to provident fund	151	161
Employee State Insurance Corporation	124	114

b) **Post Retirement Benefit Plan - Gratuity**

1. **Amount recognized in the Balance Sheet**

(Rs. in lakhs)

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Gratuity:			
Present value of plan liabilities	668	616	569
Fair value of plan assets	515	476	452
Unfunded Liability/Provision in Balance Sheet	(153)	(140)	(117)

APM INDUSTRIES LIMITED

CIN No. L21015RJ1973PLC015819

2. Movements in plan assets and plan liabilities

(Rs. in Lakhs)

Particulars	Plan Assets	Plan Liabilities	Plan Assets	Plan Liabilities
	Year ended March 31, 2018		Year ended March 31, 2017	
As at April 1	476	616	452	569
Current Service Cost		51		47
Fund Charges	(2)			
Actual return on plan assets	36		36	
Interest cost		46		46
Actuarial (gain)/loss on Obligation		-*		6
Employer contributions	50		40	
Benefit payments	(45)	(45)	(52)	(52)
As at March 31	515	668	476	616

* Less than 1 lakh

3. Amount recognized in the Statement of Profit and Loss as Employee Benefit Expense

(Rs. in Lakhs)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Gratuity:		
Current service cost	51	47
Finance cost/(Income)	11	9
Net impact on the Profit/(Loss) before tax	(62)	(56)
Remeasurement of the net defined benefit liability		
Return on plan assets excluding actual return on plan assets	(2)	(-)*
Actuarial gains/(losses) arising from changes in demographic		
Actuarial gains/(losses) arising from changes in financial assumption	(1)	-*
Experience gains/(losses) arising on experience adjustments	1	(6)
Benefit plan liabilities		
Net gain recognized in the Other Comprehensive Income before tax	(2)	(6)

* Less than 1 lakh

Note: Surplus of assets over liabilities has not been recognized on the basis that future economic benefits are not available to the Company in the form of a reduction in future contributions or cash refunds.

4. Assets

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Gratuity:			
Unquoted			
Government Debt Instruments	-	-	-
Corporate Bonds	-	-	-
Insurer managed funds	100%	100%	100%
Others	-	-	-
Total	100%	100%	100%

5. Assumptions

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Financial Assumption			
Discount rate	7.71%	7.50%	8.00%
Salary Escalation Rate #	5.25%	5.50%	5.50%
Demographic Assumptions			
Published rates under the Indian			
Assured Lives Mortality (2006-08)	100%	100%	100%

The estimate of rate of escalation is salary considered in actuarial valuation, taken into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market.

6. Sensitivity

(Rs. in Lakhs unless otherwise stated)

Gratuity:	As at March 31, 2018			As at March 31, 2017		
	Change in assumption	Increase in present value of plan liabilities	Decrease in present value of plan liabilities	Change in assumption	Increase in present value of plan liabilities	Decrease in present value of plan liabilities
Discount rate	0.50%	15	17	0.50%	15	16
Salary Escalation Rate	0.50%	17	16	0.50%	17	16

The sensitivity analyses above have been determined based on reasonably possible changes of the respective assumption occurring at the end of the reporting period and may not be representative of the actual change. It is based on a change. It is based on a change in the key assumption while holding all other assumptions constant. When calculating the sensitivity to the assumption, the method (Projected Unit Credit Method) used to calculate the liability recognized in the balance sheet has been applied. The methods and types of assumptions used in preparing the sensitivity analysis did not change compared with the previous period.

7. The defined benefit obligations shall mature after year end March 31, 2018 as follows:

(Rs. in Lakhs)

Year	As at March 31, 2018	As at March 31, 2017
2018	-	289
2019	326	22
2020	56	15
2021	42	30
2022	22	32
Thereafter	222	228

The above information is as certified by the actuary.

43. Financial risk management and policies
43.1 Capital Management
(a) Risk Management

The Company aim to manages its capital efficiently so as to safeguard its ability to continue as a going concern and to optimise returns to our shareholders.

The capital structure of the Company is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day-to-day needs. We consider the amount of capital in proportion to risk and manage the capital structure in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares.

The Company's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investor, creditors and market confidence and to sustain future development and growth of its business. The Company will take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

The gearing ratio is calculated as net debt divided by total capital. Net debt is calculated as total borrowings less cash and cash equivalents. Total capital is calculated as equity as shown in the balance sheet plus all other reserves attributable to equity shareholders of the Company.

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Borrowings	4702	4139	2882
Less : Cash and cash equivalents	38	33	24
Net Debt	4664	4106	2858
Equity	19,000	17,877	16,671
Gearing Ratio (times)	0.25	0.23	0.17

(b) Dividend

	As at March 31, 2018	As at March 31, 2017
Equity Shares		
Interim Dividend for the year ended March 31, 2018 of INR- NIL (March 31, 2017-INR 1.50) per equity share	-	324
Final dividend for the year ended March 31, 2017 of INR-0.50 per equity share	108	-
Dividends not recognized at the end of the reporting period		
In addition to the above dividends, since year end the directors have recommended the payment of a final dividend of INR 1.00 per equity share. (March 31, 2017 – INR 0.50). This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting.	216	108

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants.

43.1

Financial-Risk-Management

The Company's principal financial liabilities comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance and support the Company operations. The Company's principal financial assets comprise investments, cash and bank balance, trade and other receivables.

The Company is exposed to various financial risks such as market risk, credit risk and liquidity risk. The financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives.

a) Market Risk

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, equity prices and other market changes that affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including investments and deposits, foreign currency receivables, payables and loans and borrowings.

The Company manages market risk through a treasury department, which evaluates and exercises independent control over the entire process of market risk management. The treasury department recommend risk management objectives and policies, which are approved by Senior Management and the Audit Committee. The activities of this department include management of cash resources, borrowing strategies and ensuring compliance with market risk limits and policies.

(i) 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.

a. Exposure to interest rate risk related to borrowings with floating rate of Interest

(Rs. In Lakhs)

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
Total Borrowings	2,489	2,566	2,204

b. Interest rate sensitivity

(Rs. In Lakhs)

	2017-18	2016-17
50 bp increase would decrease the profit before tax by	(13)	(13)
50 bp decrease would Increase the profit before tax by	13	13

(ii) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to import of store and spare and other materials. The Company's foreign currency risks are identified, measured and managed at periodic intervals in accordance with the Company's policies.

b) Credit Risk:

Credit risk is the risk that counterparty will default on its contractual obligations resulting in financial loss to the company. The Company has adopted a policy of only dealing with creditworthy customers.

The Company uses a provision matrix to compute the expected credit loss allowance for trade receivables. The provision matrix takes into account available external and internal credit risk factors such as financial condition, ageing of accounts receivable and the Company's historical experience for customers.

As at March 31, 2018, the company did not consider there to be any significant concentration of credit risk, which had not been adequately provided for. The carrying amount of the financial assets recorded in the financial statements, grossed up for any allowances for losses, represents the maximum exposure to credit risk.

c) 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 liquidity position through rolling forecasts on the basis of expected cash flows.

The table below summarizes the maturity profile of the Company's financial liabilities based on contractual undiscounted payments:

(Rs. in lakhs)

Particulars	On Demand	Less than 1 year	1-5 years	> 5 years	Total payments
March 31, 2018					
Long Term Borrowings (including Current maturities of long terms debts)	-	542	1606	64	2,212
Finance Lease Obligations	-	-	-	1	1
Short Term Borrowings	-	2,489	-	-	2,489
Trade and other payables	-	1,393	-	-	1,393
Payable related to Capital Goods	-	98	-	-	98
Other financial liabilities (Current and Non-current)	-	644	-	-	644
March 31, 2017					
Long Term Borrowings (including Current maturities of long terms debts)	-	431	1141	-	1572
Finance Lease Obligations	-	-	-	1	1
Short Term Borrowings	394	2,172	-	-	2,566
Trade and other payables	-	1,373	-	-	1,373
Payable related to Capital Goods	-	46	-	-	46
Other financial liabilities (Current and Non-current)	-	651	-	-	651
April 1, 2016					
Long Term Borrowings (including Current maturities of long terms debts)	-	158	519	-	677
Finance Lease Obligations	-	-	-	1	1
Short Term Borrowings	365	1,839	-	-	2,204
Trade and other payables	-	1,555	-	-	1,555
Capital Creditors	-	3	-	-	3
Other financial liabilities (Current and Non-current)	-	677	-	-	677

- 44. Financial instruments by category**
The carrying value and fair value of financial instruments by categories as at 31 March 2018 were as follows:

(Rs. In Lakhs)

Particulars	Amortized cost	Financial assets/liabilities at fair value through profit or loss	Financial assets/liabilities at fair value through OCI	Total Carrying Value	Total Fair Value
Assets:					
(a) Investment in equity shares (Quoted)	-	164	-	164	164
(b) Other Investment in equity shares of subsidiary (Unquoted)	200		-	200	200
(c) Other Investment in other than equity shares (Unquoted)	-	6,571	-	6,571	6,571
(d) Investment in other than equity shares (Quoted)	193			193	193
(e) Trade receivables	2,652	-	-	2,652	2,652
(f) Loans	350	-	-	350	350
(g) Other financial assets	192	-	-	192	192
(h) Cash and cash equivalent	38	-	-	38	38
(i) Bank balances	151	-	-	151	151
Liabilities:					
(a) Borrowings	4,702	-	-	4,702	4,702
(b) Trade payables	1,393	-	-	1,393	1,393
(c) Other financial liabilities	742	-	-	742	742

The fair value of the financial assets are included at amounts at which the instruments could be exchanged in a current transaction between willing parties other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair value:

- (a) Fair value of cash and short term deposits, trade and other short term receivables, trade payables, other current liabilities, approximate their carrying amounts largely due to the short-term maturities of these instruments.
- (b) Financial instruments with fixed and variable interest rates are evaluated by the Company based on parameters such as interest rates and individual credit worthiness of the counterparty. Based on this evaluation, allowances are taken to account for the expected losses of these receivables.

APM INDUSTRIES LIMITED
CIN No. L21015RJ1973PLC015819

The carrying value and fair value of financial instruments by categories as at March 31, 2017 were as follows:

(Rs. In Lakhs)

Particulars	Amortized cost	Financial assets/liabilities at fair value through profit or loss	Financial assets/liabilities at fair value through OCI	Total Carrying Value	Total Fair Value
Assets:					
(a) Investment in equity shares (Quoted)	-	148	-	148	148
(b) Other Investment in equity shares of subsidiary (Unquoted)	200	-	-	200	200
(c) Other Investment in other than equity shares (Unquoted)	-	5,267	-	5,267	5,267
(d) Investment in other than equity shares (Quoted)	193	-	-	193	193
(e) Trade receivables	2,754	-	-	2,754	2,754
(f) Loans	479	-	-	479	479
(g) Other financial assets	131	-	-	131	131
(h) Cash and cash equivalent	33	-	-	33	33
(i) Bank balances	120	-	-	120	120
Liabilities:					
(a) Borrowings	4,139	-	-	4,139	4,139
(b) Trade payables	1,373	-	-	1,373	1,373
(c) Other financial liabilities	697	-	-	697	697

The carrying value and fair value of financial instruments by categories as at April 1, 2016 were as follows:

Particulars	Amortized cost	Financial assets/liabilities at fair value through profit or loss	Financial assets/liabilities at fair value through OCI	Total Carrying Value	Total Fair Value
Assets:					
(a) Investment in equity shares (Quoted)	-	62	-	62	62
(b) Other Investment in equity shares of subsidiary (Unquoted)	-	-	-	-	-
(c) Other Investment in other than equity shares (Unquoted)	-	4,323	-	4,323	4,323
(d) Investment in other than equity shares (Quoted)	793	-	-	793	793
(e) Trade receivables	2,420	-	-	2,420	2,420
(f) Loans	500	-	-	500	500
(g) Other financial assets	173	-	-	173	173
(h) Cash and cash equivalent	24	-	-	24	24
(i) Bank balances	149	-	-	149	149
Liabilities:					
(a) Borrowings	2,882	-	-	2,882	2,882
(b) Trade payables	1,555	-	-	1,555	1,555
(c) Other financial liabilities	680	-	-	680	680

B. Fair value hierarchy:

Level 1 Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 - Input other than quoted prices included within Level 1 that are observable for the assets or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or the liabilities that are not based on observable market data (unobservable Inputs).
(Rs. In lakhs)

Assets	March 31, 2018			March 31, 2017			April 1, 2016		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
Investment in equity shares of subsidiary (Unquoted)	-	-	200	-	-	200	-	-	
Investment in other than equity shares (Unquoted)#	6,571	-		5,267	-		4,323	-	
Investment in equity shares (Quoted)	164	-	-	148	-	-	62	-	-
Investment in other than equity shares (Quoted)	193	-	-	193	-	-	793		

Fair value has been taken as per Net Asset Value (NAV) declared by the venture capital fund.

45.

Income tax expense:

a) Tax expense recognized in the Statement of Profit and Loss

(Rs. in Lakhs)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Current tax		
Current tax on taxable income for the year	418	431
Total Current tax expense	418	431
Deferred tax		
Deferred tax charge/credit	292	284
MAT credit (taken)/utilized	(178)	-
Total deferred tax expense/(benefit)	114	284
Tax in respect of earlier years	16	0
Total income tax expense	548	715

b) A reconciliation of the Income tax expenses to the amount computed by applying the statutory income tax rate to the profit before income taxes is summarized below:

(Rs. in lakhs)

	Year ended March 31, 2018		Year ended March 31, 2017	
Enacted income tax rate in India applicable to the company	34.61%		34.61%	
Profit before tax		1802		2318
Current tax expense on profit before tax expense at the enacted income tax rate in India	34.61%	624	34.61%	802
Tax effect of the amounts which are not deductible/(taxable) in calculating taxable income				
Property, plant and equipment – Depreciation	(0.55)%	(10)	0.43%	10
Effect of temporary differences	0.22%	4	0.43%	10
Income exempted from income tax	(0.28)%	(5)	(0.69)%	(16)
Permanent Difference & Others	1.22%	22	1.04%	24
Impact of fair valuation/impairment of Investment	(5.71)%	(103)	(4.96)%	(115)
Income tax expense for the earlier year	0.89%	16		
Income Tax Expense recognized in the Statement of Profit & Loss	30.39%	548	30.86%	715

APM INDUSTRIES LIMITED
CIN No. L21015RJ1973PLC015819
c) Tax assets and liabilities
(Rs. in lakhs)

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Non-current tax assets (net)	29	46	32
Current tax liabilities (net)	37	-	27

d) Deferred tax assets and liabilities
(Rs. in lakhs)

	As at April 1, 2016 - Deferred tax asset/ liabilities	(Credit)/ Charge in statement of profit and loss	Credit/ Charge directly in OCI	As at March 31, 2017 - Deferred tax asset/ liabilities	(Credit)/ charge in statement of profit and loss	(Credit)/ charge directly in OCI	As at March 31, 2018 - Deferred tax asset/ liabilities
Fixed Assets: impact of difference between tax depreciation and depreciation/amortization charged for the financial reporting	3,290	160	-	3,450	270	-	3,720
Valuation of Investment	73	94	-	167	41	-	208
Deferred Tax Liabilities (A)	3,363	254	-	3,617	311	-	3,928
Expenditure allowed for tax purpose on payment basis	63	(7)	2	58	10	1	69
Allowance for doubtful debts and advances	25	(22)	-	3	9	-	12
Carry forward unabsorbed depreciation	-	-	-	-	-	-	-
MAT Credit Entitlements	-	-	-	-	178	-	178
Deferred tax Assets (B)	88	(29)	2	61	197	-	259
Deferred tax liabilities (net) (A-B)	3,275	283	(2)	3,556	114	(1)	3,669

46. Value of consumption of Spare parts and components consumed during the year:
(Rs. in lakhs)

	Year ended March 31, 2018		Year ended March 31, 2017	
	Value	%	Value	%
Raw Material Consumed				
Indigenous	15,295	100	14,657	100
Imported	-	-	-	-
Total	15,295	100	14,657	100
Spare parts and components				
Indigenous	735	97.61	769	99.11
Imported	18	2.39	7	0.89
Total	753	100	776	100

47. Raw material consumption:
(Rs. in lakhs)

Particulars	Quantity (in Kgs.) Year Ended March, 31, 2018	Quantity (in Kgs.) Year Ended March, 31, 2017	Amount Year Ended March, 31, 2018	Amount Year Ended March, 31, 2017
Viscose Staple Fibre	1151599	1025312	1935	1912
Polyster Fibre	16403981	15672856	11743	10680
Acrylic Fibre	428270	898124	522	1018
Cotton/Cotton Waste	590	66719	1	40
Polyster Filament Yarn/ Jute/ Nylon/ Bamboo Fibre	49778	2089	49	4
Dyes and chemicals			1045	1003
			15295	14657

48. Particulars in respect of Production, Sales and Stocks

a. Production, Sales and Stocks

Year Ended	Production (in Kgs.)	Opening Stock		Closing Stock	
		Quantity (in Kgs.)	Value (in Lakhs)	Quantity (in Kgs.)	Value (in Lakhs)
March 31, 2018	17343630*	1985648	2,779	1824283	2,607
March 31, 2017	16857755	1669542	2,130	1985648	2,779

* Production includes 48466 kgs Filament Yarn purchased for manufacture of Knitted Fabrics for Job Work.

b. Turnover during the year:

(Rs. in lakhs)

Particulars	Quantity (in Kgs.) Year Ended March 31, 2018	Quantity (in Kgs.) Year Ended March 31, 2017	Value Year Ended March 31, 2018	Value Year Ended March 31, 2017
Man-made Fibre spun Yarn	17213731	16540515*	26613	24566
Knitted Fabric (Job Work)	283910	Nil	411	Nil

*Excluding shortage/wastage of yarn 3379 kgs (1134 Kgs), Knitted Fabric 3975 Kgs (nil)

49. Related Party disclosures as required by Ind AS-24

49.1 List of related parties and their relationship:

1 Subsidiary	APM Finvest Limited	Incorporated on May, 13 2016
	R. K. Rajgarhia	Executive Chairman
	S. G. Rajgarhia	Director and Brother of Chairman
	H. R. Sharma	Managing Director and Director in Arvind Syntex Private Limited
2. Relatives of Key Mamagement Personeel with whom transactions are taken place	Prabha Rajgarhia	Wife of Chairman
	Sanjay Rajgarhia	Son of Chairman
	Pooja Rajgarhia	Daughter in law of Chairman
	Ajay Rajgarhia	Vice President (Business Development) and son of Chairman
	Jayati Rajgarhia	Daughter in law of Chairman
	Anjali Harlalka	Daughter of Chairman
	Deepak Harlalka	Son in law of Chairman
	Aditi Rajgarhia	Grand Daughter of Chairman
	Nawal Kishore Rajgarhia	Brother of Chairman & Shri S G Rajgarhia
	Purushottam Kumar Rajgarhia	Brother of Chairman & Shri S G Rajgarhia
	Surendra kumar Rajgarhia	Brother of Chairman & Shri S G Rajgarhia
	Sunita Bagla	Sister of Chairman & Shri S G Rajgarhia
	Usha Rajgarhia	Wife of Shri S G Rajgarhia
	Anisha Mittal	Daughter of Shri S G Rajgarhia
	Bhavna Rajgarhia	Daughter of Shri S G Rajgarhia
4. Non-Executive Directors	Sampat Sharma	Wife of Managing Director
	Arvind Sharma	Son of Managing Director
	K R Gupta	Non-Executive and Independent Director
	S G Rajgarhia	Non-Executive and Non-Independent Director
5. Enterprises over which, executives directors/ their relatives described in para 2 & 3 are able to exercise significant influence	R R Bagri	Non-Executive and Independent Director
	Uma Hada	Non-Executive and Independent Director
	Perfectpac Limited	
	Rajgarhia Leasing and Financial Services Private Limited	
	Arvind Syntex Pvt Ltd	
	Faridabad Paper Mills Private Limited	
	Essvee Fiscal LLP	
	Rovo Marketing Private Limited	
	R K R Foundation	
	Ram Lal Rajgarhia Memorial Trust	

49.2 The following transactions were carried out with related parties in the ordinary course of business

(Rs in Lakhs)

Name of the related party	Nature of transaction	Year ended March, 31 2018	Year ended March, 31 2017
Arvind Syntex Private Limited	Sales (Net of Sales return)	3	41
Arvind Syntex Private Limited	Job work	70	0
Rajgarhia Leasing Financial Services Private Limited	Interest Paid	38	32
Ram Lal Rajgarhia Memorial Trust	Contribution to Corporate Social Responsibility	10	5
K R Gupta	Director Sitting Fees	3	3
R R Bagri	Director Sitting Fees	3	3
S G Rajgarhia	Director Sitting Fees	3	2
Uma Hada	Director Sitting Fees	0*	2
APM Finvest Limited	Investment in subsidiary	0	200
APM Finvest Limited	Expenses incurred on behalf of subsidiary	1	4
Prabha Rajgarhia	Rent	10	10
Ajay Rajgarhia	Rent	15	17
Aditi Rajgarhia	Rent	2	2
Rajgarhia Leasing Financial Services Private Limited	Loans Repaid	4515	5227
Rajgarhia Leasing Financial Services Private Limited	Loans/Advances taken	4120	5257
R K Rajgarhia	Remuneration	92	93
H R Sharma	Remuneration	92	82
Ajay Rajgarhia	Remuneration	18	17
R K Rajgarhia	Additional Guarantee provided for term loan	1308	1008

* Rs 0.20 Lakh

49.3 Outstanding balances with related parties

Name of the related party	Nature of transaction	As at March, 31 2018	As at March, 31 2017	As at April 01, 2016
Rajgarhia Leasing and Financial Services Private Limited	Loan Taken	-	395	365
APM Finvest Limited	Receivable	-	4	-
R K Rajgarhia	Guarantee provided for Company Loan	3821	2513	1505
Arvind Syntex Private Limited	Receivable	-	-	4

49.4 Key Management Personnel Remuneration

Key management personnels remuneration comprised of the following:

Particulars	R.K. Rajgarhia, Executive Chairman		H.R. Sharma, Managing Director	
	Year ended March 31, 2018	Year ended March 31, 2017	Year ended March 31, 2018	Year ended March 31, 2017
Salary and Allowances	87	75	91	80
Contribution to Provident and other Funds	-	-	**	**
Value of benefits, calculated as per Income Tax Rules	5	3	1	2
Commission	-	15	-	-

**Rs 0.20 Lakh

49.5 No amount pertaining to related parties which have been provided for as doubtful debts or written off

49.6 Related party relationship is as identified by the Company and relied upon by the Auditors

49.7 Disclosure as per regulation 34(3) and 53(f) of the Listing Obligation And Disclosure Requirement

Advances in the nature of loans given to related parties (Rs. In Lakhs)

	Balance as on			Maximum Outstanding		
	March 31, 2018	March 31, 2017	April 01, 2016	March 31, 2018	March 31, 2017	April 01, 2016
Loans and advances to subsidiaries where there is no repayment schedule and no interest is charged						
APM Finvest Limited	-	4	-	-	4	-
Total	-	4	-	-	4	-

50. Segment Reporting

The Company has identified a second reportable segment of Finance and Investment during the current year as the same is added in the main object w.e.f. August 22, 2017. Accordingly, there are two reportable segment of Yarn Manufacturing and Finance and Investment. The Chief Operating Decision Maker reviews the operating results of these two segment. Segment data for the new reportable segment for the previous financial year ended March 31, 2017 presented for comparative purpose only. In the prior periods, such segment revenue was included under "Other Income".

a) Business segment:

The Company has considered "Manufacturing" and "Finance and Investment" as business segment for disclosure in the context of Indian Accounting Standard 108 "Operating Segment".

(Rs. in Lakhs)

Particulars	March 31, 2018			March 31, 2017		
	Manufacturing	Finance and Investment	Total	Manufacturing	Finance and Investment	Total
Total Revenue	27,859	605	28464	25,085	752	25,837
Inter-Segment Sales	-	-	-	-	-	-
External Sales	27,859	605	28464	25,085	752	25,837
Segment Profit before finance cost, exceptional item and tax	1,607	603	2,210	1,807	750	2,557
Finance Cost	-	-	408	-	-	239
Profit before tax	-	-	1,802	-	-	2318
Segment assets	22,248	7,290	29,538	21,514	6,087	27,601
Unallocated corporate assets	-	-	229	-	-	246
Total Assets	22,248	7,290	29,767	21999	5602	27,847
Segment liabilities	7,061	0	7,061	6,311	103	6,414
Unallocated corporate liabilities	-	-	3,706	-	-	3,556
Total Liabilities	7,061	0	10,767	6,311	103	9,970
Depreciation	485	-	485	420	-	420
Non-cash expenses other than depreciation	55	-	55	-	-	-
Capital expenditure	2,180	-	2180	1,450	-	1450

b) Geographical Segment:

During the period under report, the Company has engaged in its business primarily within India. The conditions prevailing in India being uniform, no separate geographical disclosure is considered necessary.

51. Earnings per Share (EPS)

(Rs. in lakhs)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Net profit for the period (before OCI)	1,254	1,603
Weighted average no. of Equity Shares	21,611,360	21,611,360
Diluted average no. of Equity Shares	21,611,360	21,611,360
Basic earnings per share (in Rs.)	5.81	7.42
Diluted earnings per share (in Rs.)	5.81	7.42
Face value of each shares (in Rs.)	2	2

- 52.** The Board of Directors of the Company vide resolution dated January 11, 2018, approved the Scheme of Arrangement ("Scheme") under section 230-232 read with section 66 of the Companies Act, 2013 ("Act") between APM Industries Limited ("Demerged Company") and APM Finvest Limited ("Resulting Company"), a wholly owned subsidiary of the Demerged Company, and their respective shareholders and creditors. The Company had filed the Scheme with the BSE for approval on February 22, 2018 for Observation/No Objection letter which is still awaited. However, the Scheme is subject to approval of BSE Limited, the Securities and Exchange Board of India, Shareholders and Creditors of both the Companies and such other statutory authorities as may be required and sanction thereof by the Hon'ble National Company Law Tribunal, New Delhi Bench. The Appointed date being April 1, 2018 (or such other date as may be decided by the Board of both the companies with consent or as per the direction by the Tribunal), the proposed transaction will not have any effect in the current performance and state of affairs of the Company for the financial year ended March 31, 2018.
- 53.** All amounts in the financial statements and notes have been rounded off to the nearest lakhs as per requirement of Schedule III except per share data and as otherwise stated. Figures in brackets represent corresponding previous year figures.

See accompanying notes to the financial statements.

For CHATURVEDI & PARTNERS

Chartered Accountants

Firm Registration No. 307068E

ANUJ MAHANSARIA

Partner

Membership No. 500819

Place : New Delhi

Date : May 8, 2018

For and on behalf of the Board

HARI RAM SHARMA

Managing Director

DIN 00178632

R K RAJGARHIA

Chairman

DIN 00141766

K R GUPTA

Director

DIN 00027295

C S VIJAY

Chief Financial Officer

JYOTI UPADHYAY

Company Secretary

Membership No. 37410

INDEPENDENT AUDITORS' REPORT

The Members of

APM INDUSTRIES LIMITED

1. Report on the Consolidated Ind AS Financial Statements

We have audited the accompanying consolidated Ind AS financial statements of **APM INDUSTRIES LIMITED** (hereinafter referred to as "the Holding Company" or "the Company") and its subsidiary (Holding company and its subsidiary together referred to as, "the group") comprising of the Consolidated Balance sheet as at March 31, 2018, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated cash flow statement and the consolidated statement of changes in equity for the year then ended, and a summary of significant accounting policies and other explanatory information for the year then ended (hereinafter referred to as 'the consolidated Ind AS financial statements').

2. Management's Responsibility for the Consolidated Ind AS Financial Statements

The Holding 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 and presentation of these Consolidated Ind AS financial statements that give a true and fair view of the consolidated state of affairs (consolidated financial position), consolidated profit or loss (consolidated financial performance including other comprehensive income), consolidated cash flows and consolidated changes in equity of the Group, in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards ('Ind AS') specified under Section 133 of the Act, read with relevant rules made thereunder. The Holding Company's Board of Directors and the Board of Directors/Management of the subsidiary included in the Group are responsible for the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error. Further, in terms of the provisions of the Act, the respective Board of Directors of the Holding Company and its subsidiary company which is incorporated in India are responsible for maintenance of adequate accounting records; safeguarding the assets; 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, which have been used for the purpose of preparation of the Consolidated Ind AS financial statements by the Directors of the Holding Company, as aforesaid.

3. Auditors' Responsibility

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

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

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Consolidated Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Consolidated Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Consolidated Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the Consolidated 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 Holding Company's Board of Directors, as well as evaluating the overall presentation of the Consolidated Ind AS financial statements.

We believe that the audit evidence obtained by us, the audit evidence obtained by the other auditors in terms of their report and necessary financial information provided by the management as referred to in paragraph 5(a) below, is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated Ind AS financial statements.

4. Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated 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 consolidated state of affairs of the group as at March 31, 2018 and their consolidated profit (including other comprehensive income), their consolidated cash flows and the changes in equity for the year ended on that date.

5. Other Matters

- a. We did not audit the financial statements of APM FINVEST LIMITED (Indian subsidiary) prepared as per Indian GAAP and same have been audited by other auditors whose reports have been furnished to us by the management and our report in terms of subsection (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary is based solely on the report of the other auditors. As stated in the Note- 3.1 of the Consolidated Ind AS financial statements, the management has provided necessary information for the purpose of Ind AS compliant Consolidated Financial Statements which reflect total assets of Rs. 228 lakhs as at March 31, 2018 and total revenues of Rs. 30 lakhs for the year ended on that date. Our opinion on the Consolidated Ind AS financial statements, in so far as it relates to the amounts and disclosure included in respect of the subsidiary is based solely on such information. Our opinion is not qualified in respect of this matter.
- b. The comparative financial information of the Company for the year ended March 31, 2017, (being the first year of consolidation as subsidiary was incorporated on May 13, 2016) included in these Consolidated Ind AS financial statements, are based on the previously issued consolidated audited financial statements for the period ended March 31, 2017 prepared in accordance with the Companies (Accounting Standards) Rules, 2006 which were audited by Chaturvedi & Co., on which they have expressed an unmodified opinion dated May 12, 2017. The adjustments for the differences in the accounting principles adopted by the Company on transition to the Ind AS, have been audited by us.

6. Report on Other Legal and Regulatory Requirements

As required by section 143 (3) of the Act, based on our audit and on the consideration of the Report of the other auditor on financial statement and other financial information of the subsidiary, 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 purpose of our audit of the aforesaid Ind AS consolidated financial statement.
- b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid Ind AS consolidated financial statement have been kept by the Group so far as appears from our examination of those books and the reports of other auditors;
- c. In our opinion, the Ind AS consolidated Balance Sheet, the consolidated Statement of Profit and Loss (including other comprehensive income), the consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity dealt with by this report are in agreement with the books of account maintained for the purpose of preparation of the Consolidated Ind AS financial statements;
- d. In our opinion, the aforesaid Consolidated Ind AS financial statements comply with the Indian Accounting Standards specified under section 133 of the Act read with relevant rules issued thereunder;
- e. On the basis of the written representations received from the directors of the Holding Company as on March 31, 2018 taken on record by the Board of Directors of the Holding Company and the reports of the auditor who are appointed under Section 139 of the Act, of its subsidiary company, none of the directors

- of the Group is disqualified as on March 31, 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 and the operating effectiveness of such controls, refer to our Report in “**Annexure A**”, which is based on the auditors’ reports of the Holding company and subsidiary company incorporated in India and
 - g. With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanation given to us,
 - i. The Consolidated Ind AS financial statements have disclosed the impact of pending litigations on its consolidated financial position of the group in its Consolidated Ind AS financial statements-Refer Note 38 of the Consolidated Ind AS financial statements;
 - ii. The Group has made provision in the Consolidated Ind AS financial statements, as required under the applicable law or accounting standards for material foreseeable losses. The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiary.

For CHATURVEDI & PARTNERS

Chartered Accountants

Firm Registration No. 307068E

ANUJ MAHANSARIA

Partner

New Delhi

May 08, 2018

Membership No. 500819

**ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT OF
EVEN DATE ON THE CONSOLIDATED IND AS FINANCIAL
STATEMENTS**

1. Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

In conjunction with our audit of the Consolidated Ind AS financial statements of the Company as of and for the year ended March 31, 2018, we have audited the internal financial controls over financial reporting of APM INDUSTRIES LIMITED (hereinafter referred to as “the Holding Company”) and its subsidiary company, which is a company incorporated in India, as of that date.

2. Management’s Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding company and its subsidiary company, which is a company incorporated in India, is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Holding 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 respective 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 Act.

3. Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting of the holding company and its subsidiary as aforesaid 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, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India and deemed to be prescribed u/s 145(10) of the Act. Those Standards and the Guidance Note require that we comply with the 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 auditors’ 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 and the audit evidence obtained by the other auditors in terms of the report referred to in Other Matters paragraph below is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the holding company and its subsidiary.

4. 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.

5. 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.

6. Opinion

In our opinion to the best of our information and according to the explanations given to us, the Company and its subsidiary company incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, based on the internal control over financial reporting criteria established by the Holding 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.

7. Other matters

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting in so far as it relates to one subsidiary Company, which is company incorporated in India, is based on the corresponding report of the auditors of such subsidiary incorporated in India. Our opinion is not qualified in this matter.

For CHATURVEDI & PARTNERS

Chartered Accountants

Firm Registration No. 307068E

ANUJ MAHANSARIA

Partner

Membership No. 500819

New Delhi

May 08, 2018

CONSOLIDATED BALANCE SHEET

AS AT MARCH 31, 2018

(Rs. in lakhs)

PARTICULARS	Note No.	As At March 31, 2018	As At March 31, 2017
I. ASSETS			
(1) Non-Current Assets			
(a) Property, Plant & Equipment	5	14,528	13,022
(b) Capital Work-in-progress	5	144	285
(c) Other Intangible Assets	5	8	9
(d) Financial Assets			
(i) Investments	6	6,535	5,508
(ii) Other Financial Assets	7	146	103
(e) Deferred Tax Assets (Net)	8	-	1
(f) Non Current Tax Assets	9	29	46
(g) Other Non Current Assets	10	68	27
		21,458	19,001
(2) Current Assets			
(a) Inventories	11	4,087	4,649
(b) Financial Assets			
(i) Investment	12	507	300
(ii) Trade Receivables	13	2,652	2,754
(iii) Cash & Cash Equivalents	14	51	38
(iv) Bank Balance other than (iii) above	15	151	120
(v) Loans	16	450	475
(vi) Other Financial Assets	17	47	28
(c) Other Current Assets	18	392	483
		8,337	8,847
TOTAL ASSETS		29,795	27,848
II. EQUITY AND LIABILITIES			
EQUITY			
(a) Equity Share Capital	19	432	432
(b) Other Equity	20	18,590	17,446
		19,022	17,878
LIABILITIES			
(1) Non Current Liabilities			
(a) Financial Liabilities			
Borrowings	21	1,671	1,142
(b) Provisions	22	-	-
(c) Deferred tax liabilities (Net)	23	3,672	3,556
(2) Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	24	2,489	2,566
(ii) Trade Payables	25	1,394	1,373
(iii) Other Financial liabilities	26	1,284	1,128
(b) Other current Liabilities	27	70	65
(c) Provisions	28	154	140
(d) Current tax Liabilities (Net)	29	39	-
		10,773	9,970
TOTAL LIABILITIES		10,773	9,970
TOTAL EQUITY AND LIABILITIES		29,795	27,848

Significant accounting policies and notes forming part of the financial statements

1-55

As per our report of even date attached

For and on behalf of the Board

For CHATURVEDI & PARTNERS

Chartered Accountants
Firm Registration No. 307068E

HARI RAM SHARMA

Managing Director
DIN 00178632

R K RAJGARHIA

Chairman
DIN 00141766

K R GUPTA

Director
DIN 00027295

ANUJ MAHANSARIA

Partner
Membership No. 500819

C S VIJAY

Chief Financial Officer

JYOTI UPADHYAY

Company Secretary
Membership No. 37410

Place : New Delhi

Date : May 8, 2018

CONSOLIDATED STATEMENT OF PROFIT AND LOSS

FOR THE YEAR ENDED MARCH 31, 2018

(Rs. in lakhs)

PARTICULARS	Note No.	For the Year Ended March 31, 2018	For the Year Ended March 31, 2017
INCOME			
Revenue from operations	30	27,609	24,771
Other Income	31	886	1,076
Total Income		28,495	25,847
EXPENSES:			
Cost of material consumed	32	15,295	14,657
Changes in inventories of finished goods and work-in-progress	33	182	(822)
Employee benefits expense	34	3,850	3,622
Finance costs	35	408	239
Depreciation and amortization Expense	36	485	420
Excise duty expenses		6	11
Other expenses	37	6,438	5,400
Total expenses		26,664	23,527
Profit before exceptional item and tax		1,831	2,320
Exceptional Items		-	-
Profit before tax		1,831	2,320
Tax expenses :	46		
Current tax		421	433
MAT credit entitlement		(178)	-
Deferred Tax		296	283
Tax related to earlier year		16	0
Profit for the year		1,276	1,604
Other Comprehensive Income			
A i) Items that will not be reclassified to profit or loss			
-Remeasurement of defined benefit plans		(2)	(6)
ii) Income tax relating to items that will not be reclassified to profit or loss			
-Remeasurement of defined benefit plans	46	1	2
B i) Items that will be reclassified to profit or loss			
ii) Income tax relating to items that will be classified to profit or loss			
Total Comprehensive Income for the year		1,275	1,600
Profit attributable to:			
Owners		1,276	1,604
Non Controlling Interest		-	-
		1,276	1,604
Other Comprehensive Income attributable to			
Owners		(1)	(4)
Non Controlling Interest		-	-
		(1)	(4)
Total Comprehensive Income attributable to			
Owners		1,275	1,600
Non Controlling Interest		-	-
		1,275	1,600
Earning per equity share	52		
(Face value of Rs. 2/- each)			
Basic		5.91	7.43
Diluted		5.91	7.43
Significant accounting policies and notes forming part of the financial statements	1-55		

As per our report of even date attached

For and on behalf of the Board

For CHATURVEDI & PARTNERS

Chartered Accountants
Firm Registration No. 307068E

HARI RAM SHARMA

Managing Director
DIN 00178632

R K RAJGARHIA

Chairman
DIN 00141766

K R GUPTA

Director
DIN 00027295

ANUJ MAHANSARIA

Partner
Membership No. 500819

C S VIJAY

Chief Financial Officer

JYOTI UPADHYAY

Company Secretary
Membership No. 37410

Place : New Delhi

Date : May 8, 2018

APM INDUSTRIES LIMITED
CIN No. L21015RJ1973PLC015819

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2018		(Rs. in lakhs)
	Year Ended March 31, 2018	Year Ended March 31, 2017
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit for the year before Taxation	1831	2,320
Adjustments for		
Depreciation and amortisation	485	420
Excess Provision Written Back	(364)	(77)
(Profit)/ Loss on Sale of Fixed Assets	32	(15)
Allowances for doubtful debtors	23	-
Profit on Sale of Units of Mutual Fund/Shares	(529)	(620)
Interest & Finance Charges	408	229
Interest Income	(39)	(127)
Dividend Income	(1)	(5)
Operating profit before working capital changes	1,846	2,125
Changes in assets and liabilities		
(Increase)/Decrease in Inventories	562	(402)
(Increase)/Decrease in Trade Receivables	79	(333)
(Increase)/Decrease in Other Bank Balances	(31)	29
(Increase)/Decrease in current and non-current assets	91	(191)
(Increase)/Decrease in current and non-current financial assets	(35)	63
Increase/(Decrease) in current and non-current liabilities and provisions	17	16
Increase/(Decrease) in current and non-current financial liabilities	419	(81)
Cash generated from operations activities	2,948	1,226
Taxes Paid	383	474
Net cash provided by operating activities	2,565	752
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of Property Plant and Equipment	(2,080)	(1,512)
Sale of Property Plant and Equipment	158	23
Purchase of Investments (net)	(705)	(10)
Dividend received	1	5
Interest Received	39	132
Net cash used in investing activities	(2,587)	(1,362)
CASH FLOWS FROM FINANCING ACTIVITIES		
Increase/(decrease) in Long Term borrowings	640	894
Increase/(decrease) in Working Capital and other borrowings	(78)	363
Dividend and Corporate Dividend Tax Paid	(126)	(414)
Interest and finance charges paid	(401)	(219)
Net cash provided by financing activities	35	624
NET (DECREASE)/ INCREASE IN CASH AND CASH EQUIVALENTS DURING THE YEAR	13	14
Cash and cash equivalents at the beginning of the year	38	24
Cash and cash equivalents at the end of the year	51	38
Notes		
1. The cash flow statement has been prepared under the indirect method as set out in the Ind AS 7 - Statement of Cash Flow		
2. Figures in brackets indicate cash outflow.		
3. Cash & Cash Equivalents include:		
Cash in Hand	3	2
Cheques in Hand		
Balances with Banks		
- In Current Accounts	48	36
	51	38
The accompanying notes form an integral part of the financial statements		
As per our report of even date attached		For and on behalf of the Board
For CHATURVEDI & PARTNERS Chartered Accountants Firm Registration No. 307068E	HARI RAM SHARMA Managing Director DIN 00178632	R K RAJGARHIA Chairman DIN 00141766
ANUJ MAHANSARIA Partner Membership No. 500819	C S VIJAY Chief Financial Officer	K R GUPTA Director DIN 00027295
Place : New Delhi Date : May 8, 2018		JYOTI UPADHYAY Company Secretary Membership No. 37410

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

A. EQUITY SHARE CAPITAL

Equity shares of Rs. 2 each issued, subscribed and fully paid up

(Rs. in lakhs)

Particulars	Numbers of Shares	Amount
As at April 1 2016	21,611,360	432
Changes in equity share capital during the year	-	-
As at March 31, 2017	21,611,360	432
Changes in equity share capital during the year	-	-
As at March 31, 2018	21,611,360	432

B. OTHER EQUITY

(Rs. in Lakhs)

Particulars	Reserves and Surplus				Other Comprehensive Income	Total
	Securities Premium Reserve	Capital Reserve	General Reserve	Reserve Fund	Retained Earnings	
Balance as at April 1, 2016	243	0*	6,987	-	9,063	16,239
Profit for the year	-	-	-	-	1,604	1,604
Remeasurmnt of the defined benefits plan (net)	-	-	-	-	-	(4)
Surplus transferred from Retained Earnings	-	-	-	-	(0)	(0)
Surplus transfer to Reserve Fund	-	-	-	0	-	0
Dividends	-	-	-	-	(324)	(324)
Dividend distribution tax	-	-	-	-	(69)	(69)
Balance as at March 31, 2017	243	0*	6,987	0	10,274	17,446
Profit for the year	-	-	-	-	1,275	1,275
Remeasurmnt of the defined benefits plan (net)	-	-	-	-	-	(1)
Surplus transferred from Retained Earnings	-	-	-	-	(0)	(0)
Surplus transfer to Reserve Fund	-	-	-	2	(2)	-
Dividends	-	-	-	-	(108)	(108)
Dividend Distribution Tax	-	-	-	-	(22)	(22)
Balance as at March 31, 2018	243	0*	6,987	2	11,417	18,590

* Rs. 0.31 Lakhs (March 31, 2017 Rs. 0.31 Lakhs) and April 1, 2016 Rs. 0.31 Lakhs

For CHATURVEDI & PARTNERS

Chartered Accountants

Firm Registration No. 307068E

ANUJ MAHANSARIA

Partner

Membership No. 500819

Place : New Delhi

Date : May 8, 2018

For and on behalf of the Board

HARI RAM SHARMA

Managing Director

DIN 00178632

R K RAJGARHIA

Chairman

DIN 00141766

K R GUPTA

Director

DIN 00027295

C S VIJAY

Chief Financial Officer

JYOTI UPADHYAY

Company Secretary

Membership No. 37410

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2018

1. Company Overview

APM INDUSTRIES LIMITED (the Company or the holding company) and its subsidiary together referred to as the "Group" mainly deals in the manufacturing and selling of Man Made Fibre's Spun Yarn and Non-Banking Financial Business.

2. Recent accounting pronouncement

Standards issued but not yet effective

The amendments to standards that are issued, but not yet effective, up to the date of issuance of the Company's financial statements are disclosed below. The Company intends to adopt these standards, if applicable, when they become effective.

Amendments to Ind AS 12 Recognition of Deferred Tax Assets for Unrealised Losses

The amendments clarify that an entity needs to consider whether tax law restricts the sources of taxable profits against which it may make deductions on the reversal of that deductible temporary difference. Furthermore, the amendments provide guidance on how an entity should determine future taxable profits and explain the circumstances in which taxable profit may include the recovery of some assets for more than their carrying amount.

Entities are required to apply the amendments retrospectively. However, on initial application of the amendments, the change in the opening equity of the earliest comparative period may be recognised in opening retained earnings (or in another component of equity, as appropriate), without allocating the change between opening retained earnings and other components of equity. Entities applying this relief must disclose that fact.

These amendments are effective for annual periods beginning on or after April 1, 2018. The company is in the process of assessing the impact of this amendment.

Appendix B to Ind AS 21, foreign currency transactions and advance consideration:

On March 28, 2018, Ministry of Corporate Affairs ("MCA") has notified the Companies (Indian Accounting Standards) Amendment Rules, 2018 containing Appendix B to Ind AS 21, Foreign currency transactions and advance consideration which clarifies the date of the transaction for the purpose of determining the exchange rate to use on initial recognition of the related asset, expense or income, when an entity has received or paid advance consideration in a foreign currency.

The amendment will come into force from April 1, 2018. The Company has evaluated the effect of this on the financial statements and the impact is not material.

Transfers of Investment Property — Amendments to Ind AS 40

The amendments clarify when an entity should transfer property, including property under construction or development into, or out of investment property. The amendments state that a change in use occurs when the property meets, or ceases to meet, the definition of investment property and there is evidence of the change in use. A mere change in management's intentions for the use of a property does not provide evidence of a change in use.

Entities should apply the amendments prospectively to changes in use that occur on or after the beginning of the annual reporting period in which the entity first applies the amendments. An entity should reassess the classification of property held at that date and, if applicable, reclassify property to reflect the conditions that exist at that date. Retrospective application in accordance with Ind AS 8 is only permitted if it is possible without the use of hindsight. The amendments are effective for annual periods beginning on or after April 01, 2018. The Company will apply amendments when they become effective. However, since Company's current practice is in line with the clarifications issued, the Company does not expect any effect on its financial statements

Amendments to Ind AS 112 Disclosure of Interests in Other Entities: Clarification of the scope of disclosure requirements in Ind AS 112

The amendments clarify that the disclosure requirements in Ind AS 112, other than those in paragraphs B10–B16, apply to an entity's interest in a subsidiary, a joint venture or an associate (or a portion of its interest in a joint venture or an associate) that is classified (or included in a disposal group that is classified) as held for sale.

The Company has not included any of its subsidiary, joint ventures or associate in disposal group /classified as held for sale. Accordingly, the amendments in Ind AS 112 will not have any impact on the Company.

Ind AS 115- Revenue from Contract with Customers:

On March 28, 2018, Ministry of Corporate Affairs ("MCA") has notified the Ind AS 115, Revenue from Contract with Customers. The core principle of the new standard is that an entity should recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange

for those goods or services. Further the new standard requires enhanced disclosures about the nature, amount, timing and uncertainty of revenue and cash flows arising from the entity's contracts with customers.

The standard permits two possible methods of transition : Retrospective approach - Under this approach the standard will be applied retrospectively to each prior reporting period presented in accordance with Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors Retrospectively with cumulative effect of initially applying the standard recognized at the date of initial application (Cumulative catch - up approach). The effective date for adoption of Ind AS 115 is financial periods beginning on or after April 1, 2018. The effect on adoption of Ind AS 115 is expected to be insignificant.

3. Significant Accounting policies

3.1. Statement of Compliance

These consolidated financial statements of the group have been prepared in accordance with Indian Accounting Standards notified under the Companies (Indian Accounting Standards) Rules, 2015, as amended, the relevant provisions of Companies Act, 2013 and guidelines issued by the Security and Exchange Board of India (SEBI), as applicable.

The group has prepared its financial statements up to the year ended March 31, 2017 in accordance with generally accepted accounting principles in India, including accounting standards read with Section 133 of the Companies Act, 2013 notified under Companies (Accounting Standards) Rules, 2006 ("Previous GAAP"). These are the Company's first Ind AS consolidated financial statements. The date of transition to Ind AS is April 01, 2016. **Refer note 4** below for the details of first time adoption exemptions availed by the Company.

During the financial year ended March 31, 2017, the company had prepared consolidated financial statement for the first time as the subsidiary was incorporated on May 13, 2016. Hence the consolidated balance sheet as on April 1, 2016 is not given. Further, Pursuant to Companies (Indian Accounting Standards) (Amendment) Rules, 2016 (hereinafter 'Rules'), as notified by Ministry of Corporate Affairs on March 30, 2016, management has provided the relevant data of APM Finvest Limited (WOS- NBFC) in accordance with Ind AS for the purpose of preparation of consolidated financial statement, as Ind AS is not applicable to NBFC Subsidiary for Financial Year 2017-18.

3.2. Basis of preparation

These consolidated financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 ('the Act') read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015, as amended, and presentation requirements of Division II to Schedule III to the Act under the historical cost convention on the accrual basis except for the following:

- a. Certain financial assets and liabilities that are measured at fair value
- b. Assets held for sale – measured at the lower of carrying amount and fair value less costs to sell
- c. Defined benefit plans – plan assets measured at fair value

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

3.3. Basis of Consolidation

These consolidated financial statements incorporate the financial statements of the Holding Company and its subsidiary. Control is achieved when the Holding Company has power over the investee, is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to use its power to affect its returns.

Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Profit or loss and each component of other comprehensive income are attributed to the shareholders of the Company and to the non-controlling interests. Total comprehensive income of subsidiary is attributed to the shareholders of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiary to bring their accounting policies into line with the Group's accounting policies. All intragroup assets and liabilities, equity, income, expenses, and cash flows relating to transactions between members of the Group are eliminated in full on consolidation. The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

3.4. Principles of Consolidation

- a) Subsidiary company is consolidated on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances, intra-group transactions and resulting unrealized profits or losses on intra-group transactions as per Indian Accounting Standard 110.
- b) The financial statements of the Subsidiary used in the consolidation are drawn up to the same reporting date as that of the Holding Company, i.e. March 31, 2018.

- c) The excess of cost to the Group, of its investment in the subsidiary over the Group's share of equity is recognised in the consolidated financial statements as Goodwill and tested for impairment annually.
- d) The consolidated financial statements are prepared to the extent possible using uniform accounting policies for like transactions and other events in similar circumstances and are presented to extent possible, in the same manner as the Company's separate financial statements.
- e) The subsidiary which is included in the consolidation and the company's holding therein are as under:

Name of the company	2017-18	2016-17
Wholly owned subsidiary		
APM Finvest Limited w.e.f May 13, 2016	100%	100%

3.5. Critical accounting judgments and key sources of estimation uncertainty

The preparation of the consolidated financial statements in conformity with the Ind AS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities and disclosures as at date of the consolidated financial statements and the reported amounts of the revenues and expenses for the years presented. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Although these estimates are based upon the management's best knowledge of current events, actual results may differ from these estimates under different assumptions and conditions.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Critical Judgments In the process of applying the Group accounting policies, management has made the following judgments, which have the most significant effect on the amounts recognized in the consolidated financial statements:

Discount rate used to determine the carrying amount of the Company's defined benefit obligation: The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate; future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

Contingences and commitments: In the normal course of business, contingent liabilities may arise from litigations and other claims against the Company. Where the potential liabilities have a low probability of crystallizing or are very difficult to quantify reliably, company treat them as contingent liabilities. Such liabilities are disclosed in the notes but are not provided for in the financial statements. Although there can be no assurance regarding the final outcome of the legal proceedings, the company do not expect them to have a materially adverse impact on the financial position or profitability.

Key sources of estimation uncertainty

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

Income taxes: The Group tax jurisdiction is India. Significant judgments are involved in determining the provision for income taxes, including amount expected to be paid / recovered for uncertain tax positions.

Useful lives of property, plant and equipment: As described in Note 3.10, the Group reviews the estimated useful lives and residual values of property, plant and equipment at the end of each reporting period. During the current financial year, the management determined that there were no changes to the useful lives and residual values of the property, plant and equipment.

Allowances for doubtful debts: The Company makes allowances for doubtful debts based on an assessment of the recoverability of trade and other receivables. The identification of doubtful debts requires use of judgment and estimates.

3.6. Operating Cycle and Current versus non-current classification

The Group presents assets and liabilities in the balance sheet based on current/ non-current classification in accordance with Part-I of Division- II of Schedule III of the Companies Act, 2013.

An asset is treated as current when it (a) Expected to be realised or intended to be sold or consumed in normal operating cycle; (b) Held primarily for the purpose of trading; or (c) Expected to be realised within twelve months after the reporting period, or (d) The asset is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period. All other assets are classified as non-current.

A liability is current when (a) It is expected to be settled in normal operating cycle; or (b) It is held primarily for the purpose of trading; or (c) It is due to be settled within twelve months after the reporting period, or (d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period. Terms of a liability that could, at the option of the counterparty, results in its settlement by the issue of equity instruments do not affect its classification. The Company classifies all other liabilities as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Group has identified twelve months as its normal operating cycle.

3.7. Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment inclusive of excise duty and excluding taxes or duties collected on behalf of government.

Sale of Goods

Revenue from the sale of goods is recognised when all the significant risks and rewards of ownership of the goods have been transferred to the buyer, usually on delivery of the goods.

Revenue from Services

Revenue from services is recognised in the accounting period in which the services are rendered.

Interest income Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable.

Dividends Dividend income from investments is recognised when the Group right to receive the payment is established, which is generally when shareholders approve the dividend.

Profit/Loss on sale of unit of Mutual funds/Bonds/Shares are accounted on transfer of ownership

In case of Non-banking financial company, interest income is recognized on a time proportion taking into account the amount outstanding and the interest rate applicable. In terms of RBI directives 2016, interest income on non-performing assets shall be recognized only when it is actually realized.

3.8. Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker regularly monitor and review the operating results of the whole company as two segments of Manmade fibre spurn yarn and finance and investment business. Thus, as defined in Ind AS 108 'Operating Segment' the company's entire business falls under the two operating segments and hence the necessary information's has been disclosed in the consolidated financial statements.

3.9. Foreign Currencies

Functional and presentation Currencies: The consolidated financial statements are presented in Indian Rupees, which is the functional currency of the Company and the currency of the primary economic environment in which the Group operates.

Transactions and translations: Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign-currency-denominated monetary assets and liabilities are translated into the relevant functional currency at exchange rates in effect at the Balance Sheet date. The gains or losses resulting from such translations are included in net profit in the Statement of Profit and Loss. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at fair value are translated at the exchange rate prevalent at the date when the fair value was determined. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of the transaction.

Transaction gains or losses realized upon settlement of foreign currency transactions are included in determining net profit for the period in which the transaction is settled. Revenue, expense and cash flow items denominated in foreign currencies are translated into the relevant functional currencies using the exchange rate in effect on the date of the transaction.

3.10. Property, plant and equipment

Property, plant and equipment (PPE) are initially recognised at cost. The initial cost of PPE comprises its purchase price, including non-refundable duties and taxes net of any trade discounts and rebates. The cost of PPE includes interest on borrowings (borrowing cost) directly attributable to acquisition, construction or production of qualifying assets and subsequent to initial recognition, PPE are stated at cost less accumulated depreciation (other than freehold land, which are stated at cost) and impairment losses, if any.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be

measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to statement of profit or loss during the reporting period in which they are incurred.

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets. However, when there is no reasonable certainty that ownership will be obtained by the end of the lease term, assets are depreciated over the shorter of the lease term and useful lives.

Depreciation is recognised so as to write off the cost of assets (other than freehold land and capital work in progress) less their residual values over the useful lives, using the straight- line method ("SLM") in the manner prescribed in schedule II to the Act. Management believes based on a technical evaluation (which is based on technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers warranties and maintenance support, etc.) that the useful lives of the assets as considered by the company reflect the periods over which these assets are expected to be used. Such classes of assets and their estimated useful lives are as under:

S. No	Nature of Asset/Component of an Assets	Useful life of assets/components of assets
1	Building	30-60 years
2	Plant and Equipment	25 years
3	Electrical Equipment	10 years
4	Power Generation Unit	40 years
5	Furniture and Fixtures	10 years
6	Office Equipment	5 years
7	Vehicles	8-10 years
8	Computer Software	6 years

Cost of leasehold Land is being amortized over the period of lease of 99 years.

The carrying values of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable.

The residual values, useful life and depreciation method are reviewed at each financial year end to ensure that the amount, method and period of depreciation are consistent with previous estimates and the expected pattern of consumption of the future economic benefits embodied in the items of property, plant and equipment.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on disposal or retirement of an item of property, plant and equipment is determined as the difference between sales proceeds and the carrying amount of the asset and is recognised in statement of profit or loss. Fully depreciated assets still in use are retained in consolidated financial statements.

3.11. Capital work-in-progress and intangible assets under development

Capital work-in-progress/intangible assets under development are carried at cost, comprising direct cost, related incidental expenses and attributable borrowing cost.

3.12. Intangible assets

Intangible assets are measured on initial recognition at cost and subsequently are carried at cost less accumulated amortization and accumulated impairment losses, if any.

An intangible asset is derecognized on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses on derecognition are determined by comparing proceeds with carrying amount. These are included in statement of profit or loss.

The Company amortises intangible assets with a finite useful life using the straight-line method over the useful lives determined by the terms of the agreement /contract. The estimated useful life is reviewed annually by the management.

3.13. Impairment of Assets

Financial assets: The Company assesses on a forward-looking basis the expected credit loss associated with its financial assets. The impairment methodology applied depends on whether there has been a significant increase in credit risk. For trade receivables only, the Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

PPE and intangibles assets: Property, plant and equipment and intangible assets with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication

exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash-generating unit (CGU) to which the asset belongs. If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognised in the Statement of Profit and Loss.

3.14. Income tax

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred taxes are recognised in Statement of Profit and Loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity, respectively.

Current tax: Current tax is measured at the amount of tax expected to be payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961. Current tax assets and current tax liabilities are off set when there is a legally enforceable right to set the recognized amounts and there is an intention to settle the asset and the liability on a net basis.

Deferred tax: Deferred income tax is recognised using the Balance Sheet approach. Deferred income tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount, except when the deferred income tax arises from the initial recognition of an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred tax assets are recognised only to the extent that it is probable that either future taxable profits or reversal of deferred tax liabilities will be available, against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised. The carrying amount of a deferred tax asset is reviewed at the end of each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled. Deferred tax assets and liabilities are offset when there is a legally enforceable right to set current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority.

Minimum Alternate Tax (MAT) credit is recognized as deferred tax asset only when and to the extent there is convincing evidence that the Group will pay normal income tax during the specified period. Such asset is reviewed at each Balance Sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a convincing evidence to the effect that the Group will pay normal income tax during the specified period.

3.15. Leases

Leases are classified as finance leases whenever the terms of lease transfer substantially all the risks and rewards of ownership to the lessee. Leases where a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases.

Operating Lease: Operating lease payments are recognized as an expense in the Statement of Profit and Loss 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 leased assets are consumed. The aggregate benefit of incentives (excluding in inflationary increases where rentals are structured solely to increase in line with the expected general inflation to compensate for the lessor's inflationary cost increases, such increases are recognised in the year in which the benefits accrue) provided by the lessor is recognized as a reduction of rental expense over the lease term on a straight-line basis.

Finance Lease: Assets held under finance leases are initially recognized as assets of the Company 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. Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets or, where shorter, the term of the relevant lease. Lease payments are apportioned between finance expenses and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance expenses are recognized immediately in statement of profit or loss, unless they are directly attributable to qualifying assets, in which case they are capitalized in accordance with the Group general policy on borrowing costs. Contingent rentals are recognized as expenses in the periods in which they are incurred.

3.16. Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

3.17. Provisions and Contingent Liabilities:

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

If the effect of the time value of money is material, provisions are discounted to reflect its present value using a current pre-tax rate that reflects the current market assessments of the time value of money and the risks specific to the obligation. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

A contingent asset is disclosed, where an inflow of economic benefit is probable. An entity shall not recognize a contingent asset unless the recovery is virtually certain.

3.18. Inventories

Inventories of raw materials and stores and parts are valued at lower of cost on Weighted Average Cost and net realizable value. Cost of raw materials and stores and spares is determined on weighted average cost method. Cost comprises all cost of purchase, taxes and other cost incurred in bringing the inventories to their present location and condition.

Work in progress and finished goods are valued at lower of cost on Weighted Average Cost and net realizable value. Cost includes direct material, labour, cost of conversion and other overheads incurred in bringing the inventory to their present location and condition. Due allowance is estimated and made for defective and obsolete items, wherever necessary.

Saleable scrap, whose cost is not identifiable, is valued at net realizable value.

Net realizable value is the estimated selling price in the ordinary course of business less estimated cost of completion/costs necessary to make the sale.

3.19. Non-derivative financial instruments

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

a) Investments and Financial assets

Cash and cash equivalents: The Company considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks, which are unrestricted for withdrawal and usage.

Trade Receivables and Loans: Trade receivables are initially recognised at fair value. Subsequently, these assets are held at amortised cost, using the effective interest rate (EIR) method net of any expected credit losses. The EIR is the rate that discounts estimated future cash income through the expected life of financial instrument.

Debt Instruments: Debt Instruments: Debt instruments are initially measured at amortised cost, fair value through other comprehensive income ('FVOCI') or fair value through profit or loss ('FVTPL') till derecognition on the basis of (i) the entity's business model for managing the financial assets and (ii) the contractual cash flow characteristics of the financial asset.

Equity Instruments: All investments in equity instruments classified under financial assets are initially measured at fair value, the Company may, on initial recognition, irrevocably elect to measure the same either at FVOCI or FVTPL. The Company makes such election on an instrument-by-instrument basis.

b. Investments and Financial assets – Subsequent measurement

Financial assets at amortized cost: Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these 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.

Financial assets at fair value through other comprehensive income (FVTOCI): Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is

achieved by both collecting contractual cash flows that give rise on specified dates to solely payments of principal and interest on the principal amount outstanding and by selling financial assets.

Financial assets at fair value through profit or loss (FVTPL): Financial assets are measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognised in profit or loss.

c. Financial liabilities

All financial liabilities are initially recognized at fair value. The financial liabilities includes trade and other payables, other financial liabilities, loans and borrowings.

d. Financial liabilities - Subsequent measurement

Financial liabilities are measured at amortised cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, carrying amounts approximate the fair value due to the short maturity of these instruments.

e. Derecognition of financial instrument

The Company de-recognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of financial liabilities) is de-recognized from the company's balance sheet when the obligation specified in the contract is discharged or cancelled or expires.

f. Offsetting of financial instruments

Financial assets and financial liabilities are set off and the net amount is reported in financial statements if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

g. Impairment of financial assets

The Company measures the expected credit loss associated with its assets based on historical trend, industry practices and the business environment in which the equity operates or any other appropriate basis. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

3.20. Impairment of non-financial assets

Goodwill and intangible assets that have an indefinite useful life are not subject to amortization and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment wherever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or group of assets (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of such reporting period.

3.21. Exceptional items

Items of income or expense from ordinary activities which are non-recurring and are of such size, nature or incidence that their separate disclosure is considered necessary to explain the performance of the Group are disclosed as Exceptional items in the Statement of Profit & Loss.

3.22. Borrowing costs

General and specific borrowing costs (including exchange differences arising from foreign currency borrowing to the extent that they are regarded as an adjustment to interest cost) that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. Other borrowing costs are expensed in the period in which they are incurred.

3.23. Employee Benefits

Employee benefits consist of short term obligations, contribution to employees state insurance, provident fund, gratuity fund and compensated absences.

A. Short Term Obligations

Liabilities for wages and salaries including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related services are recognised in respect of employees' services upto the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled.

B. Compensated Absences

The employees are entitled to accumulate leave upto 30 days for future encashment and availment, as per the policy of the Group. The liability towards such unutilized leave as at the yearend is determined based on independent actuarial valuation and recognized in the Statement of Profit and Loss.

The classification of the Group net obligation into current and non-current is as per the actuarial valuation report.

The Company fully contributes all ascertained liabilities demanded by Life Insurance Corporation of India for Employee Group Leave Encashment cum Life Assurance (Cash Accumulation) administered by it.

The Company treats accumulated leaves expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the end of each financial year. The Company presents the leave as current liability in the balance sheet, to the extent it does not have an unconditional right to defer its settlement beyond 12 months after the reporting date. Where the Company has unconditional legal and contractual right to defer the settlement for the period beyond 12 months, the same is presented as non-current liability.

C. Defined Contribution plans

Contributions to defined contribution schemes such as employees' state insurance, labour welfare fund, employee pension scheme etc. are charged as an expense based on the amount of contribution required to be made as and when services are rendered by the employees. Group provident fund contribution is made to a government administered fund and charged as an expense to the Statement of Profit and Loss. The above benefits are classified as Defined Contribution Schemes as the Group has no further defined obligations beyond the monthly contributions.

D. Defined benefit plans:

The Group operates defined benefit plan in the form of gratuity. The liability or asset recognized in the balance sheet in respect of its defined benefit plans is the present value of the defined benefit obligation at the end of the reporting period. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method. The present value of the said obligation is determined by discounting the estimated future cash out flows, using market yields of government bonds that have tenure approximating the tenures of the related liability.

The interest expense are calculated by applying the discount rate to the net defined benefit liability or asset. The net interest expense on the net defined benefit liability or asset is recognized in the Statement of Profit and loss.

The Group fully contributes all ascertained liabilities to the APM Industries Limited (Unit Orient Syntex) Employee Gratuity Fund Trust ('the Trust'). Trustees took the policy from Life Insurance Corporation of India to administer contributions made to the Trust.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the Statement of Changes in Equity and in the Balance Sheet. Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognized immediately in profit or loss as past service cost.

3.24. Borrowings

Borrowings are initially recognized at net of transition costs incurred and measured at amortised cost. Any difference between the prospects (net of transaction costs) and the redemption amount is recognized in the Statement of Profit and Loss over the period of the borrowing using the effective interest method.

3.25. Manufacturing and operating expenses

The Group classifies separately manufacturing and operating expenses which are directly linked to manufacturing and service activities of the Group.

3.26. Earnings per share (EPS)

Basic EPS is computed by dividing the profit or loss attributable to the equity shareholders of the Company by the weighted average number of Equity shares outstanding during the year. –Diluted EPS is computed by adjusting the profit or loss attributable to the ordinary equity shareholders and the weighted average number of equity shares outstanding, for the effects of all dilutive potential Ordinary shares.

4. Explanation of transition to Ind AS

As stated in Note 3.1, the Company's consolidated financial statements for the year ended March 31, 2018 are the first annual financial statements prepared by the Company in order to comply with Ind AS. The adoption of Ind AS was carried out in accordance with Ind AS 101, using April 01, 2016 as the transition date. The transition was carried out from Previous GAAP (based on the AS framework) to Ind AS. The effect of adopting Ind AS has been summarized in the reconciliations provided below.

Ind AS 101 generally requires full retrospective application of the Standards in force at the first reporting date. However, Ind AS 101 allows certain exemptions in the application of particular Standards to prior periods in order to assist companies with the transition process.

Exemptions Availed:

Ind AS 101 allows first-time adopters certain exemptions from the retrospective application of certain requirements under Ind AS. The Company has availed the following exemptions:

- a. The Company has elected to continue with the carrying value of all of its plant and equipment and intangible assets as recognised as of April 1, 2016 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date. Revaluation reserve created earlier on revaluation of property plants and Equipment has been transferred to retained earnings.
- b. The company has classified the financial assets and financial liabilities in accordance with Ind AS-109 on the basis of facts and circumstances that existed at the date of transition to Ind AS.

Reconciliations The accounting policies as stated above in Note 3 have been applied in preparing the consolidated financial statements for the year ended March 31, 2018 and the consolidated financial statements for the financial year ended March 31, 2017. In preparing consolidated Ind AS Balance Sheet and Statement of Profit and Loss for the financial year ended March 31, 2017, the Company has adjusted amounts reported in consolidated financial statements prepared in accordance with Previous GAAP.

An explanation of how the transition from Previous GAAP to Ind AS has affected the Company's financial position, financial performance and cash flows is set out in the following tables:

i. Reconciliation of equity:

(Rupees in lakhs)

Particulars	As at March 31, 2017
Equity as per Previous GAAP	19,740
Fair valuation/Impairment of Investment (net)	485
Deferred tax liabilities-Investment (net)	(167)
Deferred tax liabilities on revaluated assets	(2,180)
Others	0*
Deferred tax on Ind AS adjustment	0*
Equity as per Ind AS	17,878

*Amount is Less than Rs. One Lakh

ii. Reconciliation of total comprehensive income:

(Rupees in lakhs)

Particulars	For the year ended March 31, 2017
Profit for the year as per Previous GAAP	1,251
Re-measurement of employees defined benefits plans	7
Effect of financial assets fair valuation	408
Others	0*
Impact of Deferred tax on above	(62)
Net Profit for the year as per Ind AS	1,604
Others Comprehensive income (net of income tax)	(4)
Total comprehensive income as per Ind AS	1,600

*Amount is Less than Rs. One Lakh

iii. Explanation of material adjustments to Statement of Cash Flows for the financial year ended March 31, 2017:

The transition from Previous GAAP to Ind AS has no material impact on the Statement of Cash Flows.

APM INDUSTRIES LIMITED

CIN No. L21015RJ1973PLC015819

iv. Reconciliation of Consolidated Balance Sheet

(Rupees in lakhs)

		Footnotes	Balance Sheet as at March 31, 2017		
			Previous GAAP	Ind AS adjustment	Ind AS
I	Assets				
1	Non-current assets				
A	Property, plant and equipment	(a) & (h)	13,021	1	13,022
B	Capital work-in-progress		285	-	285
C	Intangible Assets		9	-	9
D	Financial assets				
	(i) Investments	(b)	5,023	485	5,508
	(ii) Other financial assets		103	-	103
E	Deferred Tax Assets (Net)	(c)	-	1	1
F	Non-current tax assets (net)		46	-	46
G	Other non-current assets		27	-	27
2	Current assets				
A	Inventories		4,649	-	4,649
B	Financial assets				
	(i) Investments		300	-	300
	(ii) Trade Receivables		2,754	-	2,754
	(iii) Cash and cash equivalents		38	-	38
	(iv) Bank balances other than (iii) above		120	-	120
	(v) Loans		475	-	475
	(vi) Others financial assets		28	-	28
C	Other current assets		483	-	483
	Total assets		27,361	487	27,848
II	Equity and liabilities				
1	Equity				
A	Equity share capital		432	-	432
B	Other equity	(a), (b), (c), (d), (h)	19,308	(1,862)	17,446
2	Liabilities				
2.1	Non-current liabilities				
A	Financial liabilities				
	i) Borrowings	(h)	1,141	1	1,142
	ii) Other financial liabilities				
B	Provisions		-	-	-
C	Deferred tax liabilities (Net)	(c)	1,208	2,348	3,556
D	Other non-current liabilities		-	-	-
2.2	Current liabilities				
A	Financial liabilities				
	(i) Borrowings		2,566	-	2,566
	(ii) Trade Payables		1,373	-	1,373
	(iii) Other financial liabilities	(h)	1,128	-*	1,128
B	Other current liabilities		65	-	65
C	Provisions		140	-	140
D	Current Tax Liabilities (Net)		-	-	-
	Total equity and liabilities		27,361	487	27,848

*Amount is Less than Rs. One Lakh

APM INDUSTRIES LIMITED
CIN No. L21015RJ1973PLC015819

v. Reconciliation of Consolidated Statement of Profit and Loss for the year ended March 31, 2017

(Rupees in lakhs)

	Footnotes	Previous GAAP	Ind AS adjustments	Ind AS
Income				
Revenue from operation	(f)	24,760	11	24,771
Other Income	(b)	668	408	1076
Total Income		25,428	419	25,847
Expenses				
Cost of material consumed		14,657	-	14,657
Change in inventories of finished goods and Work-in-progress		(822)	-	(822)
Employee benefit expenses	(g)	3,638	(16)	3,622
Finance cost	(g) & (h)	230	9	239
Depreciation and amortization expenses.	(h)	420	0*	420
Excise duty	(f)		11	11
Other expenses		5,400	0	5,400
Total expenses		23,523	4	23,527
Profit before exceptional items and tax		1,905	415	2,320
Exceptional items		-	-	-
Profit before tax		1,905	415	2,320
Tax expenses				
Current tax		433	-	433
Deferred tax	(c)	221	62	283
Taxes related to earlier year		0	-	0
Profit for the year (A)		1,251	353	1,604
Other comprehensive income				
Items that will not be reclassified to profit or loss		-	(6)	(6)
Income tax relating to items that will not be reclassified to profit or loss	(g) & (c)	-	2	2
Items that will be reclassified to profit or loss		-	-	-
Income tax relating to items that will be reclassified to profit or loss		-	-	-
Other comprehensive income for the year (B)		-	(4)	(4)
Total comprehensive income for the year (A+B)		1,251	349	1,600

*Amount is Less than Rs. One Lakh

Footnotes to the Reconciliations

- (a) **Property Plant and Equipment:** The Company has elected to continue with the carrying value of all of its plant and equipment and intangible assets as recognised as of April 01, 2016 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date. Revaluation reserve created earlier on revaluation of property plants and Equipment has been transferred to retained earnings.
- (b) **Fair Valuation of Investments**

Under the previous GAAP, investments in equity instruments and mutual funds were classified as long term investments or current investments based on the intended holding period and realisability. Long term investments were carried at cost less provision for other than temporary decline in the value of such investment. Current investments were carried at lower of cost and fair value. Under Ind AS, these investments are required to be measured at fair value. The resulting fair value changes have been recognised in retained earnings.
- (c) **Deferred tax:** Current income tax component on the gain/ (loss) on fair value of defined benefit plans have been transferred to the OCI under Ind AS. Deferred tax have been recognised on the adjustments made on transition to Ind AS.
- (d) **Other equity:** Adjustments to retained earnings and OCI have been made in accordance with Ind AS, for the transition items.
- (e) The previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purposes.
- (f) **Excise Duty:** Under Previous GAAP, excise duty was netted off against sale of goods. However, under Ind AS, excise duty is included in sale of goods and is separately presented as expense on the face of Statement of Profit and Loss. Thus, sale of goods under Ind AS has increased with a corresponding increase in expenses.
- (g) **Defined benefits obligations:** Under Ind AS, actuarial gains and losses are recognised in the OCI as compared to being recognised in the Statement of Profit and Loss under the previous GAAP.
- (h) **Finance Lease Assets:** As per Ind AS -17- Lease, the Company has recognised finance lease assets at their fair value and corresponding liability to the lessor is included in the Balance Sheet as a finance lease obligation and provided depreciation as per the policy.

5 STATEMENT OF PROPERTY, PLANT AND EQUIPMENT, CAPITAL WORK-IN PROGRESS AND INTANGIBLE ASSETS AS AT MARCH 31, 2018											
PARTICULARS	Property, Plant and Equipment								Capital Work in progress	Intangible Assets	
	Land (Lease Hold)	Building	Plant and Equipments	Power Generation Unit	Furniture and Fixtures	Office Equipments	Vehicles	Total		Computer Software	
Gross carrying value											
As at April 1, 2016	6,400	949	3,957	436	74	28	153	11,997			11
Additions	-	20	1,400	-	8	5	15	1,448			2
Deletions	-	-	5	-	-	-	3	8			-
As at March 31, 2017	6,400	969	5,352	436	82	33	165	13,437			13
Additions	-	208	1,872	78	6	1	15	2,180			
Deletions	-	-	163	37	-	-	6	206			-
As at March 31, 2018	6,400	1,177	7,061	477	88	34	174	15,411			13
Accumulated Depreciation											
Depreciation during the year	100	37	217	14	10	9	29	416			4
Accumulated depreciation on deletions	-	-	1	-	-	-	0	1			-
As at March 31, 2017	100	37	216	14	10	9	29	415			4
Depreciation during the year	100	41	281	13	11	10	28	484			1
Accumulated depreciation on deletions	-	-	12	3	-	-	1	16			-
As at March 31, 2018	200	78	485	24	21	19	56	883			5
Net Carrying value											
As at March 31, 2017	6,300	932	5,136	422	72	24	136	13,022	285		9
As at March 31, 2018	6,200	1,099	6,576	453	67	15	118	14,528	144		8
Note:											
1) Leasehold Land is taken by the Company on long term agreements with the government/government agency for establishment of its plant.											
2) Capital work in progress includes interest cost on borrowings Rs Nil (2017 : 2 lakhs).											

Note -6 : NON-CURRENT INVESTMENT

Particulars	As at March 31, 2018			As at March 31, 2017		
	Face Value	Nos	Amount (Rs. in Lakhs)	Face Value	Nos	Amount (Rs. in Lakhs)
	Per Unit			Per Unit		
In Government securities (Value at cost)						
At Amortised Cost						
In Post Office Saving Bank (pledged with Excise Department)			0.03			0.03
Unquoted						
At Fair Value through Profit & Loss						
a. Un-quoted Equity Instruments (Refer note 6.1)						
Fully Paid Class A Equity Shares, held in V.S.Lignite Power Private Limited	10	12,56,039	126	10	12,56,039	126
b. Un-quoted Preference Shares (Refer note 6.2)						
0.01% Class A Redeemable Preference Shares held in V.S.Lignite Power Private Limited	10	11,14,222	111	10	11,14,222	111
Less: Provision for diminution in value of Investment-			237			237
Total Un-quoted			-			-
6.1 Dividend on Class A equity share is restricted to 0.01% of the face value of the shares.						
6.2 Preference Share- Preference shares are redeemable at par over the period of 10-20 year from date of allotment.						
Quoted						
Investment in Equity Instruments						
At Fair Value through Profit & Loss						
Bhilwara Technical Textiles Ltd.*	2	2,250	42	10	100	0
HDFC BANK LTD.						
G.S.L. (India) Ltd.	1	35,000	87	10	50	0
State Bank of India						
INDIAN OIL CORPORATION LTD.	10	20,000	35	10	14,000	94
			164			148

* Amount is less than Rs. 1 Lakh

Particulars	As at March 31, 2018			As at March 31, 2017		
	Face Value Per Unit	Nos	Amount (Rs. in Lakhs)	Face Value Per Unit	Nos	Amount (Rs. in Lakhs)
Investment in Tax Free Bonds (Quoted)						
At Amortised Cost						
IIFCL Tax Free Bond						
HUDCO Tax Free Bond	1,000	5,714	57	1,000	5,714	57
NAHI BONDS 2015	1,000	13,624	136	1,000	13,624	136
IREDA PUBLIC ISSUE II			193			193
Unquoted						
Investment in Mutual Funds						
At Fair Value through Profit & Loss						
AXIS FOCUS 25 FUND-GROWTH	10	198,453	50			
AXIS REGULAR SAVIND FUND	10	1,789,207	303			
ADITYA BIRLA SUN LIFE SHORT TERM OPPORTUNITIES FUND	10	897,035	259	10.00	721,567	196
ADITYA BIRLA SUNLIFE MIP-II-WEALTH 25-GROWTH	10	1,059,565	405	10.00	1,059,565	383
ADITYA BIRLA SUNLIFE DYNAMIC BOND FUND-GROWTH	10	584,938	175	10.00	1,006,386	292
BIRLA SUNLIFE MEDIUM TERM PLAN	10	737,406	162	10.00	506,466	103
ADITYA BIRLA SUNLIFE BALANCE FUND-GROWTH	10	13,537	100	10.00	3,799	26
ADITYA BIRLA SUNLIFE EQUITY FUND	10	9,402	65			
ADITYA BIRLA SUNLIFE VALUE FUND-GROWTH-REGULAR	10	115,843	70			
BNP PARIBAS FLEXI DEBT FUN	-	-	-	10.00	544,624	155
DSP BLACK ROCK EMERGING STAR FUND	100	74,378	126	100	87,504	118
DSP BLACK ROCK FMP-SERIES-192-GROWTH			-	10.00	1,000,000	113
DSP BLACK ROCK CORE FUND	100	94,792	142	100	67,003	66
DSP BLACK ROCK BALANCE FUND	10	69,541	99	10.00	19,410	26
EDELWEISS NCD K7C501A			-	10.00	1,000,000	100
EDELWEISS NCD K7C501B			-	10.00	1,000,000	100
EDELWEISS-EFIL SERIES-17L504B			-	100,000.00	50	52
FRANKLIN INDIA BALANCED FUND (G)			-			-
EDELWEISS MULTI STRATEGY FUND-GROWTH			107			101
EDELWEISS INFRA YIELD PLUS FUND*	10	100,000	10			-
ENAM SECURITIES PVT.LTD.			253			-
FRANKLIN INDIA HIGH GROWTH COMPANIES FUND	10	183,172	69	10.00	183,171	63
FRANKLIN INDIA PRIMA PLUS-GROWTH			-	10.00	5,439	28
HDFC CORPORATE DEBT OPPORTUNITIES FUND-GROWTH	10	2,737,791	395	10.00	1,334,643	182
FRONKLINE INDIA SMALLER COMPANIES FUND	10	84,647	50			-
HDFC MIP LONG TERM	10	143,065	62	10.00	581,602	241
HDFC PRUDENCE FUND-GROWTH	10	26,019	126	10.00	26,019	119
HDFC BALANCED FUND-GROWTH	10	89,802	131	10.00	89,802	118
HDFC FMP SERIES-37	10	2,000,000	228	10.00	2,000,000	210
HDFC EQUITY SAVING FUND	10	2,89,260	100			
HDFC CAPITAL FUND -REGULAR PLAN-GROWTH	10	25,844	74			
HDFC SMALL CAP FUND-GROWTH	10	1,65,439	73			
ICICI PRUDENTIAL BALANCED FUND	10	1,01,563	127	10.00	101,563	116
ICICI PRUDENTIAL SHORT TERM PLAN-GROWTH	10	1,656	1	10.00	1,656	1
ICICI PRUDENTIAL VALUE DISCOVERY FUND			-	10.00	21,309	28
ICICI PRUDENTIAL FMP SERIES 79-1104	10	1,000,000	114	10.00	1,000,000	105
IDFC CLASSIC EQUITY FUND-GROWTH-REGULAR PLAN	10	113,184	50			-

Particulars	As at March 31, 2018			As at March 31, 2017		
	Face Value	Nos	Amount (Rs. in Lakhs)	Face Value	Nos	Amount (Rs. in Lakhs)
	Per Unit			Per Unit		
INDIA INFOLINE FINANCE LTD.-DEBT FUNDS			-			-
INDIA INFOLINE FINANCE LTD.-DEBT FUNDS	10	712,177	82	10.00	250,000	25
IIFL SPECIAL OPPORTUNITIES FUND	10	1,160,369	222	10.00	1,160,369	207
KOTAK INCOME OPPOTUNITIES FUND	10	758,725	100			-
KOTAK EQUITY SAVIND FUND-GROWTH-REGULAR PLAN	10	286,503	91			-
KMMF KOTAK SELECT FOCUS FUND-GROWTH	10	1,612,213	210	10.00	834,390	102
L & T RESURGENT CORPORATE BOND FUND-GROWTH	10	178,246	48			-
L & T INDIA EMERGING BUSINESS FUND	10	285,322	73			-
L & T INDIA PRUDENCE FUND-GROWTH	10	16,471	23			-
L & T INDIA MIDCAP FUND	10	284,899	49			-
L & T INFRASTRUCTURE FUND-GROWTH	10	869,616	126	10.00	650,000	66
MOTI LAL OSWAL MOST FOCUELED MULTICAP FUND	10	192,808	51			-
MOTI LAL OSWAL CAPITAL MANAGEMENT P.LTD.			141			100
OLD BRIDGE CAPITAL MANAGEMENT P.LTD.						367
RELIANCE DYNAMIC BOND FUND-DIRECT GROWTH				10.00	1,595,670	133
RELIANCE FIXED HORIZON FUND-SERIES-XXVI-SERIES 14-DIRECT GROWTH				10.00	1,000,000	115
RELIANCE FIXED HORIZON FUND-XXX SERIES 3-DIRECT GROWTH	10	1,000,000	124	10.00	1,000,000	108
RELIANCE FIXED HORIZON FUND-XXXI- SERIES 4-DIRECT GROWTH	10	1,000,000	118			118
RELIANCE DEBT PLUS HYBRID OPTION			-			181
RELIANCE FIXED HORIZON FUND-XXIX SERIES 3-DIRECT GROWTH			-	10.00	470,890	120
RELIANCE MONTHLY INCOME PLAN			-	10.00	301,592	61
RELIANCE MONTHLY INCOME PLAN	10	147,894	62	10.00	121,737	200
RELIANCE REGULAR SAVING FUND BALANCE - DIRECT GROWTH	10	234,341	133			103
RELIANCE YIELD MAXIMISER AIF-SCHEME II-DIRECT			216			
RELIANCE CORPORATE BOND FUND	10	761,441	110	10.00	761,441	
RELIANCE EQUITY SAVING FUND	10	781,763	100			
RELIANCE EQUITY OPPORTUNITIES AIF SCHEME 1	10	450,000	45			
TATA BALANCED FUND- GROWTH			-			
UTI-GILLT ADVANTAGE FUND			-			
UTI-BLUE CHIP FUND -GROWTH	10	180,663	67	10.00	180,663	61
UTI DYNAMIC BOND FUND-GROWTH	10	303,335	61	10.00	303,335	58
Total			6,178			5,167
Grand Total			6,535			5,508
* formerly managed by FOREFRANT PMS RELIGARE						
Aggregate Amount of unquoted Investments at cost before impairment			237			237
Aggregate Amount of quoted Investments and Market Value thereof			358			342
Aggregate Amount of unquoted Investmentsin mutual funds			6,178			5,167
Aggregate Amount of impairment in the value of unquoted Investment			237			237

APM INDUSTRIES LIMITED
CIN No. L21015RJ1973PLC015819

		(Rs. in lakhs)	
7	OTHER FINANCIAL ASSETS	As At	As At
	Non current financial assets	March 31, 2018	March 31, 2017
	Bank Deposits with more than 12 months maturity	1	-
	Security Deposits	145	103
		146	103
8	DEFERRED TAX ASSETS (NET)	As At	As at
		March 31, 2018	March 31, 2017
	Temporary Timing Difference	-	1
		-	1
9	NON CURRENT TAX ASSETS	As At	As at
		March 31, 2018	March 31, 2017
	Income Tax refund receivable	29	46
		29	46
10	OTHER NON CURRENT ASSETS	As At	As At
	(unsecured, considered good, unless otherwise stated)	March 31, 2018	March 31, 2017
	Capital Advances	68	27
	<i>(Refer Note 39)</i>	68	27
11	INVENTORIES	As At	As At
	Current assets	March 31, 2018	March 31, 2017
	(As taken, valued and certified by the Management)		
	Raw Materials	896	1,249
	Finished Goods	2,607	2,779
	Work In Progress	509	519
	Stores, Spares & Fuels	75	102
		4,087	4,649
	Devaluation during the year		
	Raw Material	5	11
	Finished Goods	17	18
	Stores, Spares & Fuels	-	-
12	CURRENT INVESTMENT	As At	As At
	Current financial assets	March 31, 2018	March 31, 2017
	Unquoted		
	Investment in Mutual Funds		
	At Fair Value through Profit & Loss		
	DSP Black Rock FMP-Series-192-Growth	10 1,000,000 122	- -
	Reliance Fixed Horizon Fund-XXVI-Series 14-Direct Growth	10 1,000,000 144	- -
	Reliance Fixed Horizon Fund-XXIX-Series 3-Direct Growth	10 1,000,000 127	- -
	Reliance Debt Plus Hybrid Opinion	10 - -	1,000,000 100
	HDFC Liquid Fund - Regular Plan - Growth	10 - -	6,264 200
	Quoted		
	<u>Investment in Equity Instruments</u>		
	<u>At Fair Value through Profit & Loss</u>		
	State Bank of India	20,000 50	- -
	KEC International Limited	10,000 39	- -
	Deewan Housing Finance Corporation Limited	5,000 25	- -
		507	300
	Aggregate Amount of quoted Investments and Market Value thereof	114	-
	Aggregate Amount of unquoted Investments before impairment	393	300
	Aggregate Amount of impairment in the value of Investment	-	-

		(Rs. in lakhs)
13 TRADE RECEIVABLES	As At	As At
Current financial assets	March 31, 2018	March 31, 2017
(unsecured, considered good, unless otherwise stated)		
Considered good	2,652	2,754
Considered doubtful	33	10
	2,685	2,764
Allowance for bad and doubtful debts	33	10
	2,652	2,754
The movement in allowance for bad and doubtful debts:		
Balance as at beginning of the year	10	11
Allowance for bad and doubtful debts during the year*	23	(1)
Trade receivables written off during the year	-	-
	33	10
*net of recovery of bad and doubtful debts		
14 CASH AND CASH EQUIVALENTS	As At	As At
Current financial assets	March 31, 2018	March 31, 2017
Balances with banks:		
On Current Accounts	48	36
Cash on hand	3	2
	51	38
15 BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS	As At	As At
Current financial assets	March 31, 2018	March 31, 2017
Earmarked balances with banks		
Unpaid Dividend	123	120
Term Deposits with maturity period of more than 3 months but less than 12 months*	28	-
	151	120
*Pledged as securities or earmarked for issue of bank guarantees.		
16 LOANS	As At	As At
Current financial assets	March 31, 2018	March 31, 2017
(unsecured, considered good, unless otherwise stated)		
Loans to Body Corporate		
Unsecured, Considered Good	450	475
Unsecured, Considered Doubtful	-	-
	450	475
Less: Allowance for Doubtful Loans	-	-
	450	475
The Company has given advances to 3 parties ranging from 50 lakhs to 300 lakhs for 90 to 180 days at interest rate of 13.5% to 16.00% p.a.		
The movement in allowance for doubtful loans:		
Balance as at beginning of the year	-	60
Allowance for doubtful loans during the year	-	(60)
Loans written off during the year	-	-
Balance as at end of the year	-	-

APM INDUSTRIES LIMITED
CIN No. L21015RJ1973PLC015819

		(Rs. in lakhs)	
		As At	As At
		March 31, 2018	March 31, 2017
17 OTHER FINANCIAL ASSETS			
Current financial assets			
Interest accrued and not due		20	16
Claims Recoverable		27	12
		<u>47</u>	<u>28</u>
18 OTHER CURRENT ASSETS			
		As At	As At
		March 31, 2018	March 31, 2017
Unsecured considered good unless otherwise stated			
(a) Advance to Suppliers		31	71
(b) Others		25	30
(c) Balances with Statutory/ Government Authorities		307	348
(d) Prepaid Expenses		29	34
		<u>392</u>	<u>483</u>
19 EQUITY SHARE CAPITAL			
		As At	As At
		March 31, 2018	March 31, 2017
<u>AUTHORISED</u>			
35,000,000 (March 31, 2017: 35,000,000)			
Equity Shares of Rs. 2/- each		700	700
300,000 (March 31, 2017: 300,000)			
Redeemable Preference Shares of Rs. 100/- each		300	300
		<u>1,000</u>	<u>1,000</u>
<u>ISSUED</u>			
<u>Equity</u>			
22,217,080 (March 31, 2017: 22,217,080)			
Equity Shares of Rs. 2/- each		444	444
<u>SUBSCRIBED & PAID UP</u>			
21,611,360 (March 31, 2017: 21,611,360)			
Equity Shares of Rs. 2/- each		432	432
		<u>432</u>	<u>432</u>
a) Reconciliation of equity shares outstanding at the beginning and end of the reporting period.			
Equity Shares		As At	As At
		March 31, 2018	March 31, 2017
		Nos. Amount	Nos. Amount
Balance at the beginning of the year		21,611,360 432	21,611,360 432
Issued during the year		- -	- -
Balance at the end of the year		21,611,360 432	21,611,360 432
b) Terms/ rights attached to equity shares			
The Company has one class of equity shares having a par value of Rs.2/- per share. Each shareholder is entitled to one vote per share. All equity Share holders are having right to get dividend in proportion to paid up value at each equity shares as and when declared. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company after distribution of all the preferential amounts, in proportion to their shareholding.			
c) Details of shareholders holding more than 5% shares in the Company			
Name of the Shareholder		As at	As at
		March 31, 2018	March 31, 2017
	% of holding	Nos.	% of holding
Rajendra Kumar Rajgarhia	17.81	3,850,000	17.81 3,850,000
Faridabad Paper Mills Limited	12.82	2,770,000	12.82 2,770,000
Ajay Rajgarhia	10.41	2,250,000	10.41 2,250,000
Prabha Rajgarhia	7.40	1,600,000	7.40 1,600,000
Rajgarhia Leasing and Financial Services Pvt.Ltd.	5.23	1,130,000	5.23 1,130,000

		(Rs. in lakhs)
20 OTHER EQUITY	As At March 31, 2018	As At March 31, 2017
Capital Reserve*	-	-
Securities Premium Reserve	243	243
General Reserve	6,987	6,987
Retained Earnings	11,417	10,274
Reserve Fund	2	-
Other Comprehensive Income		
Remeasurement of defined benefit plans	(59)	(58)
	18,590	17,446
*Rs. 0.31 Lakhs (March, 31 2017 Rs. 0.31 Lakhs) (Refer Consolidated Statement of Changes in Equity)		
Nature and purpose of reserves		
(a) Capital reserve: The capital reserve represents profit on re-issue of forfeiture of equity shares by the Company. This reserve is not freely available for distribution to the shareholders.		
(b) Securities premium reserve: The amount of difference between the issue price and the face value of the shares is recognized Securities premium reserve.		
(c) General reserve: General reserve is the accumulation of the portions of the net profits transferred by the Company in the past years pursuant to the earlier provisions of the Companies Act, 1956.		
(d) Retained earnings: Retained earnings comprise of the profits of the Company earned till date net of distributions and other adjustments.		
(e) Reserve Fund : The fund is created out of the profit of the NBFC business as per Section 45 IC of the RBI Act, 1934.		
21 BORROWINGS	As At	As At
Non current financial liabilities	March 31, 2018	March 31, 2017
Secured		
Term Loans		
From Banks	1,670	1,141
Finance Lease Obligations (refer note. 42)	1	1
	1,671	1,142
21.1 Nature of Security & Terms of Repayment		
21.1.1 Following Term Loans are secured by joint mortgage by deposit of title deeds of the Company's immovable properties situated at Bhiwadi and charge on all immovable and movable assets, both present and future subject to prior charge created on specified movable assets in favour of Company's bankers ranking pari-passu for working capital facilities:		
	Loan From	Terms of Repayment
a Industrial Development Bank of India (Rs. 560 Lakhs)	Term Loans from Banks amounting to Rs. in Lakhs 106 (March 31, 2017 Rs. 175 Lakhs)	Repayable in 32 quarterly instalments from October 2011 along with interest at the rate of 11.90% p.a.
b Punjab National Bank (Rs.163 Lakhs)	Term Loans from Banks amounting to Rs. in Lakhs 6 (March 31, 2017 Rs. 38 Lakhs)	Repayable in 20 equally quarterly instalments from June 2014 along with interest at the rate of 12.15% p.a.
c HDFC Bank (Rs.750 Lakhs)	Term Loans from Banks amounting to Rs. in Lakhs 656 (March 31, 2017 Rs. 702 Lakhs)	Repayable in 16 equally quarterly instalments from Sept.2017 alongwith interest at the rate of 10.05% p.a.
d HDFC Bank (Rs.1000-Lakhs)	Term Loans from Banks amounting to Rs. in Lakhs 953 (March 31, 2017 Rs. NIL)	Repayable in 60 equally monthly instalments from August 2018 alongwith interest at the rate of 9.80% p.a.
21.1.2 Secured long term loans aggregating to Rs 2211 lakhs (March 31, 2017 Rs. 1572 lakhs) are guaranteed by the chairman.		
21.1.3 Term Loan is secured by first charge on the assets purchased/ Proposed to be purchased with bank finance and promoters contribution. Further loan is secured by second pari-passu charge on block assets of the company.		
	Loan From	Terms of Repayment
	Punjab National Bank (Rs.750 Lakhs)	
	Term Loans from Banks amounting to Rs. in Lakhs 491 (March 31, 2017 Rs. 656 Lakhs)	Repayable in 16 equally quarterly instalments from June 2017 and interest at the rate of 12.15% p.a. and payable as and when charged in the account.
21.2 The Long Term borrowing shown above is net of Rs. 542 lakhs (March 31, 2017 Rs. 431 lakhs) current maturities, which is shown under note no. 26		

(Rs. in lakhs)		
22 NON CURRENT PROVISIONS	As At March 31, 2018	As At March 31, 2017
For Employee Benefits	-	-
	-	-
23 DEFERRED TAX LIABILITIES (NET)	As At March 31, 2018	As At March 31, 2017
Deferred Tax Liabilities		
Depreciation	3,720	3,450
Fair Valuation of Investment	212	167
Deferred Tax Liabilities	3,932	3,617
Deferred Tax Assets		
Employee Benefits	70	58
Doubtful Debts and Loans	12	3
Deferred Tax Assets	82	61
Mat Credit Entitlement	178	-
	3,672	3,556
24 BORROWINGS	As At March 31, 2018	As At March 31, 2017
Current financial liabilities		
Secured		
Working Capital Loan From Bank	2,489	2,172
Unsecured		
Demand Loan From Related Party	-	394
	2,489	2,566
24.1 Working Capital loan from bank, of Rs.1610 lakhs (March 31, 2017 : Rs. 941 lakhs) repayable on demand is secured by hypothecation of raw materials, consumables stores and spare parts, stock in process, finished goods, book debts and by personal guarantees of the Chairman of the Company. Further it is also secured by way of pari passu first charge on all the immovable properties of the Company.		
24.2 Working Capital loan from bank of Rs.879 lakhs (March 31, 2017 : Rs. 1,231 lakhs) is secured by Investment in Units of Mutual Funds and Tax Free Bonds.		
25 TRADE PAYABLES	As At March 31, 2018	As At March 31, 2017
Current financial liabilities		
Trade payable of Micro and Small Enterprises	7	10
Trade payable other than Micro and Small Enterprises	1,387	1,363
	1,394	1,373
26 OTHER CURRENT FINANCIAL LIABILITIES	As At March 31, 2018	As At March 31, 2017
Current financial liabilities		
Current Maturity of long term debts	542	431
Current Maturity of Finance lease obligations*	0	0
Interest payable on MSMED**	0	-
Interest accrued but not due on borrowings	19	12
Unpaid Dividends	123	119
Others		
Trade/Security deposits	1	2
Salary, wages and benefits payable	501	518
Capital Creditors	98	46
	1,284	1,128
- There are no amount due for payment to the Investor Education and Protection Fund under section 125 of the Companies Act , 2013 as at March 31, 2018.		
* Less than Rs. 1 Lakh		
** Rs.1152 is payable as interest.		

APM INDUSTRIES LIMITED
CIN No. L21015RJ1973PLC015819

			(Rs. in lakhs)
27 OTHER CURRENT LIABILITIES	As At	As At	
	March 31, 2018	March 31, 2017	
Statutory dues payable	18	7	
Advances from Customers	47	53	
Security deposit	5	5	
	70	65	
28 CURRENT PROVISIONS	As At	As At	
	March 31, 2018	March 31, 2017	
For Employee Benefits			
Gratuity	153	140	
Leave Encashment	1	-	
	154	140	
29 CURRENT TAX LIABILITIES (NET)	As At	As At	
	March 31, 2018	March 31, 2017	
Provision for Income Tax (Net)	39	0	
	39	0	
30 REVENUE FROM OPERATIONS	For the year ended	For the year ended	
	March 31, 2018	March 31, 2017	
(a) Sale of products	27,024	24,566	
(b) Finance Income			
(i) Interest Income	67	10	
(ii) Net gain on sale/ fair Valuation of Investments through Profit and Loss#	313	0	
(iii) Others	2	-	
(c) Other Operating Revenues	203	195	
	27,609	24,771	
31 OTHER INCOME	For the year ended	For the year ended	
	March 31, 2018	March 31, 2017	
(a) Interest Income from:			
Banks on Term Deposits	2	0	
Loan and Mutual Funds	33	75	
Investment in Mutual Funds			
Tax Free Bonds	4	51	
Customers and Others	233	230	
(b) Dividend Income	1	5	
(c) Liabilities no longer required written back	364	77	
(d) Profit on Sale of Fixed Assets (Net)	-	15	
(e) Net gain on sale/ fair Valuation of Investments through Profit and Loss#	215	620	
(f) Miscellaneous income	34	3	
	886	1,076	
# includes fair value gain/(loss) as at March 31, 2018 amounting to Rs.384 Lakhs (March 31, 2017 473 Lakhs)			
32 COST OF MATERIAL CONSUMED	For the year ended	For the year ended	
	March 31, 2018	March 31, 2017	
Opening stock	1,249	1,537	
Add : Purchases	14,942	14,369	
	16,191	15,906	
Less : Closing Stock	896	1,249	
	15,295	14,657	

		(Rs. in lakhs)	
33 CHANGE IN INVENTORIES OF FINISHED GOODS AND WORK IN PROGRESS	For the year ended March 31, 2018	For the year ended March 31, 2017	
Closing Inventories			
Finished products	2,607	2,779	
Work in process	509	519	3,298
	<u>3,116</u>		
Opening Inventories			
Finished products	2,779	2,130	
Work in process	519	476	2,606
	<u>3,298</u>		
	-182		692
Add: Adjustment of excise duty on opening stock of finished goods	-		130
	<u>-182</u>		<u>822</u>
Note: Adjustment of excise duty on opening stock of finished goods is done as the company has opted exemption on excise duty on finished goods.			
34 EMPLOYEES BENEFITS EXPENSE	For the year ended March 31, 2018	For the year ended March 31, 2017	
Salaries, wages & other benefits	3,480	3,253	
Contribution to provident & other funds	204	212	
Employee's welfare expenses	166	157	
	<u>3,850</u>	<u>3,622</u>	
35 FINANCE COSTS	For the year ended March 31, 2018	For the year ended March 31, 2017	
Interest expenses	393	229	
Other Borrowing Cost	15	10	
	<u>408</u>	<u>239</u>	
36 DEPRECIATION AND AMORTIZATION EXPENSE	For the year ended March 31, 2018	For the year ended March 31, 2017	
Depreciation of Tangible assets	484	416	
Amortization of Intangible assets	1	4	
	<u>485</u>	<u>420</u>	

37 OTHER EXPENSES	For the year ended March 31, 2018	For the year ended March 31, 2017
(a) Manufacturing Expenses		
Consumption of Stores and Spare Parts	398	444
Packing Material	355	332
Power and Fuel	4,383	3,453
Repairs to Machinery	348	400
Repairs to Building	11	10
Job Charges (Fabric)	70	-
	5,565	4,639
(b) Selling and Distribution Expenses		
Freight and Forwarding Expenses	390	295
Brokerage and Commission	91	116
	481	411
(c) Establishment Expenses		
Legal and Professional Fees	53	39
Rent Expenses	27	30
Rates and Taxes	12	19
Repairs to Others	15	14
Insurance Expenses	18	20
Travelling Expenses	20	20
Payment to Auditors	7	7
Printing & Stationary	21	19
Vehicle Running Expenses	21	18
Computer Maintenance Expenses	4	6
Charity and Donation	1	2
Communication Expenses	22	21
Electricity & Water Charges	6	5
Membership Fee & Subscription	2	3
General Expenses	37	27
Provision for doubtful Debts	23	-
Loss on Replacement / sale of Fixed Assets	32	-
Corporate Social Responsibility (CSR) Expenses (Refer Note 37.1)	51	74
Pollution Control Expenses	20	26
	392	351
	6,438	5,400
37.1 DISCLOSURE RELATED TO CSR EXPENDITURE DURING THE YEAR		
	For the year ended March 31, 2018	For the year ended March 31, 2017
A Gross amount required to be spent by the company during the year		
i) Required to be spent for the year	52	61
ii) Unspent balance of carried over of earlier year	9	22
	61	83
B Expenditure incurred during the year		
i) Construction / acquisition of any assets	17	57
ii) On purpose other than (i) above	34	17
Total	51	74
Unspent balance carry forward	10	9

38. Contingent Liabilities:

(Rupees in lakhs)

S. No.	Particulars	As at March 31, 2018	As at March 31, 2017
I	Claims against the Group not acknowledged as debt	Nil	Nil
II	Other money for which the Group is contingently liable		
	* Sales-tax / VAT	Nil	3
	* Excise Duty and Service Tax	145	Nil
	* Income tax	6	6

* excluding estimated interest / penalty as may be determined / levied on the conclusion of the matters.

39. Commitments

(Rupees in lakhs)

Particulars	As at March 31, 2018	As at March 31, 2017
Estimated value of contracts to be executed on capital account (net of advances)	431*	2

* Payment of capital commitment of Rs. 277 lakhs on account of purchase and installation of energy efficient integrated heat recovery and heating solution for dyeing process has been secured through issue of bank guarantee of Rs. 277 lakhs.

40. a) CIF Value of Imports:

(Rupees in lakhs)

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Capital Goods	539	203
Stores and Spares	17	6

b) Income and Expenditure in foreign currency : Nil (March 31, 2017 : Nil)

41. The Company has outstanding dues under trade payable to Micro Small and Medium Enterprises Development Act, 2006. The disclosure on the above is based on the information available with the Company.

(Rupees in lakhs)

	As at March 31, 2018	As at March 31, 2017
(a) Dues remaining unpaid as at Balance Sheet date		
- Principal amount	7	10
- Interest amount	-*	-
(b) Interest paid in terms of section 16 of the Act, along with the amount of payment made to the supplier and services providers beyond the appointed day during the period	-	-
(c) Interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during period) but without adding the interest specified under the Act	-	-
(d) Further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise.	-	-
(e) Interest accrued and remaining unpaid as at Balance Sheet date	-	-

* Rs. 1,152 is payable as Interest

42. Disclosure of Financial Leasehold Land as per Ind AS-17- Leases

(Rupees in lakhs)

Particulars	Carrying Value	Less than 1 year	1-5 years	> 5 years	Total payments
As at March 31, 2018					
Leasehold Land (assets)	6200				
Minimum lease payment	30	0*	0*	30	30
Present value of minimum lease payment	2	0*	0*	1	2
As at March 31, 2017					
Leasehold Land (assets)	6300				
Minimum lease payment	31	0*	1	30	31
Present value of minimum lease payment	1	0*	0*	1	1

* Less than Rs.1 lakh

The Company has taken land on lease for its plant from government and government agencies for 99 years, with condition of increase of lease rental to the extent of 25% of existing lease rental after every five years.

43. Details of Employees Benefits as required by the Ind AS 12 "Employee Benefits" are given below: -

a) **Defined contribution plans:**

The company has recognized the following amounts in the Statement of Profit and Loss (included in Contribution to provident and other funds:

(Rupees in lakhs)

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Contribution to provident fund	151	161
Employee State Insurance Corporation	124	114

b) **Post Retirement Benefit Plan - Gratuity**

i. **Amount recognized in the Balance Sheet**

(Rupees in lakhs)

Particulars	As at March 31, 2018	As at March 31, 2017
Gratuity:		
Present value of plan liabilities	668	616
Fair value of plan assets	515	476
Unfunded Liability/Provision in Balance Sheet	(153)	(140)

APM INDUSTRIES LIMITED

CIN No. L21015RJ1973PLC015819

ii. Movements in plan assets and plan liabilities

(Rupees in lakhs)

Particulars	Plan Assets	Plan Liabilities	Plan Assets	Plan Liabilities
	Year ended March 31, 2018		Year ended March 31, 2017	
As at April 1	476	616	452	569
Current Service Cost		51		47
Fund Charges	(2)			
Actual return on plan assets	36		36	
Interest cost		46		46
Actuarial (gain)/loss on Obligation		-*		6
Employer contributions	50		40	
Benefit payments	(45)	(45)	(52)	(52)
As at March 31	515	668	476	616

* Less than 1 lakh

iii. Amount recognized in the Statement of Profit and Loss as Employee Benefit Expenses

(Rupees in lakhs)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Gratuity:		
Current service cost	51	47
Finance cost/(Income)	11	9
Net impact on the Profit/(Loss) before tax	(62)	(56)
Remeasurement of the net defined benefit liability		
Return on plan assets excluding actual return on plan assets	(2)	(-)*
Actuarial gains/(losses) arising from changes in demographic		
Actuarial gains/(losses) arising from changes in financial assumption	(1)	-*
Experience gains/(losses) arising on experience adjustments	1	(6)
Benefit plan liabilities		
Net gain recognized in the Other Comprehensive Income before tax	(2)	(6)

* Less than 1 lakh

Note: Surplus of assets over liabilities has not been recognized on the basis that future economic benefits are not available to the Company in the form of a reduction in future contributions or cash refunds.

iv. Assets

Particulars	As at March 31, 2018	As at March 31, 2017
Gratuity:		
Unquoted		
Government Debt Instruments	-	-
Corporate Bonds	-	-
Insurer managed funds	100%	100%
Others	-	-
Total	100%	100%

v. Assumptions

Particulars	As at March 31, 2018	As at March 31, 2017
Financial Assumption		
Discount rate	7.71%	7.50%
Salary Escalation Rate #	5.25%	5.50%
Demographic Assumptions		
Published rates under the Indian Assured Lives Mortality (2006-08)	100%	100%

#The estimate of rate of escalation is salary considered in actuarial valuation, taken into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market.

vi. Sensitivity

(Rupees in lakhs)

Gratuity:	As at March 31, 2018			As at March 31, 2017		
	Change in assumption	Increase in present value of plan liabilities	Decrease in present value of plan liabilities	Change in assumption	Increase in present value of plan liabilities	Decrease in present value of plan liabilities
Discount rate	0.50%	15	17	0.50%	15	16
Salary Escalation Rate	0.50%	17	16	0.50%	17	16

The sensitivity analyses above have been determined based on reasonably possible changes of the respective assumption occurring at the end of the reporting period and may not be representative of the actual change. It is based on a change. It is based on a change in the key assumption while holding all other assumptions constant. When calculating the sensitivity to the assumption, the method (Projected Unit Credit Method) used to calculate the liability recognized in the balance sheet has been applied. The methods and types of assumptions used in preparing the sensitivity analysis did not change compared with the previous period.

vii. The defined benefit obligations shall mature after year end March 31, 2018 as follows:

(Rupees in lakhs)

Year	As at March 31, 2018	As at March 31, 2017
2018	-	289
2019	326	22
2020	56	15
2021	42	30
2022	22	32
Thereafter	222	228

The above information is as certified by the actuary.

44. Financial risk management and policies

44.1 Capital Management

(a) Risk Management

The Group aim to manages its capital efficiently so as to safeguard its ability to continue as a going concern and to optimise returns to our shareholders.

The capital structure of the Group is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day-to-day needs. We economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares.

The Group's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investor, creditors and market confidence and to sustain future development and growth of its business. The group will take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

The gearing ratio is calculated as net debt divided by total capital. Net debt is calculated as total borrowings less cash and cash equivalents. Total capital is calculated as equity as shown in the balance sheet plus all other reserves attributable to equity shareholders of the Company.

APM INDUSTRIES LIMITED

CIN No. L21015RJ1973PLC015819

	As at March 31, 2018	As at March 31, 2017
Borrowings	4702	4139
Less : Cash and cash equivalents	51	38
Net Debt	4651	4101
Equity	19,022	17,878
Gearing Ratio (times)	0.24	0.23

(b) Dividend

	As at March 31, 2018	As at March 31, 2017
Equity Shares		
Interim Dividend for the year ended March 31, 2018 of INR- NIL (March 31, 2017-INR 1.50) per equity share	-	324
Final dividend for the year ended March 31, 2017 of INR-0.50 per equity share	108	-
Dividends not recognized at the end of the reporting period		
In addition to the above dividends, since year end the directors have recommended the payment of a final dividend of INR 1.00 per equity share. (March 31, 2017 – INR 0.50). This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting.	216	108

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants.

44.2

Financial-Risk-Management

The Group principal financial liabilities comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance and support the Group operations. The Company's principal financial assets comprise investments, cash and bank balance, trade and other receivables.

The Groups is exposed to various financial risks such as market risk, credit risk and liquidity risk. The financial risks are identified, measured and managed in accordance with the Group's policies and risk objectives.

a) Market Risk

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, equity prices and other market changes that affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including investments and deposits, foreign currency receivables, payables and loans and borrowings.

The Company manages market risk through a treasury department, which evaluates and exercises independent control over the entire process of market risk management. The treasury department recommend risk management objectives and policies, which are approved by Senior Management and the Audit Committee. The activities of this department include management of cash resources, borrowing strategies and ensuring compliance with market risk limits and policies.

(i) 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.

a. Exposure to interest rate risk related to borrowings with floating rate of Interest

(Rs. In Lakhs)

Particulars	As at March 31, 2018	As at March 31, 2017
Total Borrowings	2,489	2,566

b. Interest rate sensitivity

(Rs. In Lakhs)

	2017-18	2016-17
50 bp increase would decrease the profit before tax by	(13)	(13)
50 bp decrease would increase the profit before tax by	13	13

(ii) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to

import of store and spare and other materials. The Company's foreign currency risks are identified, measured and managed at periodic intervals in accordance with the Company's policies.

b) Credit Risk:

Credit risk is the risk that counterparty will default on its contractual obligations resulting in financial loss to the company. The Group has adopted a policy of only dealing with creditworthy customers.

The Group uses a provision matrix to compute the expected credit loss allowance for trade receivables. The provision matrix takes into account available external and internal credit risk factors such as financial condition, ageing of accounts receivable and the Company's historical experience for customers.

As at March 31, 2018, the company did not consider there to be any significant concentration of credit risk, which had not been adequately provided for. The carrying amount of the financial assets recorded in the consolidated financial statements, grossed up for any allowances for losses, represents the maximum exposure to credit risk.

c) Liquidity Risk

Liquidity risk is defined as the risk that the Group 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 Group liquidity position through rolling forecasts on the basis of expected cash flows.

The table below summarizes the maturity profile of the Company's financial liabilities based on contractual undiscounted payments:

(Rs. in lakhs)

Particulars	On Demand	Less than 1 year	1-5 years	> 5 years	Total payments
March 31, 2018					
Long Term Borrowings (including Current maturities of long terms debts)	-	542	1,606	64	2,212
Finance Lease Obligations	-	-	-	1	1
Short Term Borrowings	-	2,489	-	-	2,489
Trade and other payables	-	1,394	-	-	1,394
Payable related to Capital Goods	-	98	-	-	98
Other financial liabilities (Current and Non-current)	-	644	-	-	644
March 31, 2017					
Long Term Borrowings (including Current maturities of long terms debts)	-	431	1,141	-	1,572
Finance Lease Obligations	-	-	-	1	1
Short Term Borrowings	394	2,172	-	-	2,566
Trade and other payables	-	1,373	-	-	1,373
Payable related to Capital Goods	-	46	-	-	46
Other financial liabilities (Current and Non-current)	-	651	-	-	651

44. Financial instruments by category

The carrying value and fair value of financial instruments by categories as at 31 March 2018 were as follows:

(Rs. In Lakhs)

Particulars	Amortized cost	Financial assets/liabilities at fair value through profit or loss	Financial assets/liabilities at fair value through OCI	Total Carrying Value	Total Fair Value
Assets:					
(a) Investment in equity shares (Quoted)	-	278	-	278	278
(b) Other Investment in other than equity shares (Unquoted)	-	6,571	-	6,571	6,571
(c) Investment in other than equity shares (Quoted)	193	-	-	193	193
(d) Trade receivables	2,652	-	-	2,652	2,652
(e) Loans	450	-	-	450	450
(f) Other financial assets	193	-	-	193	193
(g) Cash and cash equivalent	51	-	-	51	51
(h) Bank balances	151	-	-	151	151
Liabilities:					
(a) Borrowings	4,702	-	-	4,702	4,702
(b) Trade payables	1,394	-	-	1,394	1,394
(c) Other financial liabilities	742	-	-	742	742

The carrying value and fair value of financial instruments by categories as at 31 March 2017 were as follows:

(Rs. In Lakhs)

Particulars	Amortized cost	Financial assets/liabilities at fair value through profit or loss	Financial assets/liabilities at fair value through OCI	Total Carrying Value	Total Fair Value
Assets:					
(a) Investment in equity shares (Quoted)	-	148	-	148	148
(b) Other Investment in other than equity shares (Unquoted)	-	5,467	-	5,467	5,467
(c) Investment in other than equity shares (Quoted)	193	-	-	193	193
(d) Trade receivables	2,754	-	-	2,754	2,754
(e) Loans	475	-	-	475	475
(f) Other financial assets	131	-	-	131	131
(g) Cash and cash equivalent	38	-	-	38	38
(h) Bank balances	120	-	-	120	120
Liabilities:					
(a) Borrowings	4,139	-	-	4,139	4,139
(b) Trade payables	1,373	-	-	1,373	1,373
(c) Other financial liabilities	697	-	-	697	697

The fair value of the financial assets are included at amounts at which the instruments could be exchanged in a current transaction between willing parties other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair value:

- Fair value of cash and short-term deposits, trade and other short-term receivables, trade payables, other current liabilities, approximate their carrying amounts largely due to the short-term maturities of these instruments
- Financial instruments with fixed and variable interest rates are evaluated by the Group based on parameters such as interest rates and individual credit worthiness of the counterparty. Based on this evaluation, allowances are taken to account for the expected losses of these receivables

B. Fair value hierarchy:

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 - Input other than quoted prices included within Level 1 that are observable for the assets or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or the liabilities that are not based on observable market data (unobservable inputs).

(Rupees in lakhs)

Assets	March 31, 2018			March 31, 2017		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
Investment in other than equity shares (Unquoted) #	6571	-	-	5467		
Investment in equity shares (Quoted)	278	-	-	148	-	-
Investment in other than equity shares (Quoted)	193	-	-	193		

Fair value has been taken as per Net Asset Value (NAV) declared by the venture capital fund.

46.

Income tax expense:

a) Tax expense recognized in the consolidated Statement of Profit and Loss

(Rupees in lakhs)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Current tax		
Current tax on taxable income for the year	421	433
Total Current tax expense	421	433
Deferred tax		
Deferred tax charge/credit	296	283
MAT credit (taken)/utilized	(178)	-
Total deferred tax expense/(benefit)	118	283
Tax in respect of earlier years	16	0
Total income tax expense	555	716

b) A reconciliation of the Income tax expenses to the amount computed by applying the statutory income tax rate to the profit before income taxes is summarized below:

(Rupees in lakhs)

	Year ended March 31, 2018		Year ended March 31, 2017	
Enacted income tax rate in India applicable to the company	34.61%		34.61%	
Profit before tax		1832		2320
Current tax expense on profit before tax expense at the enacted income tax rate in India	34.61%	634	34.61%	803
Tax effect of the amounts which are not deductible/(taxable) in calculating taxable income				
Property, plant and equipment – Depreciation	(0.55%)	(10)	0.43%	10
Effect of temporary differences	0.22%	4	0.43%	10
Income exempted from income tax	0.28%	(5)	1.09%	(16)
Permanent Difference & Others	1.21%	22	(0.63%)	25
Impact of fair valuation/impairment of Investment	(5.49%)	(106)	(5.02%)	(117)
Income tax expense for the earlier year	0.88%	16	-	-
Income Tax Expense recognized in the Statement of Profit & Loss	30.30%	555	30.80%	716

APM INDUSTRIES LIMITED

CIN No. L21015RJ1973PLC015819

c) Tax assets and liabilities (Rupees in lakhs)		
	As at March 31, 2018	As at March 31, 2017
Non-current tax assets (net)	29	46
Current tax liabilities	39	-

d) Deferred tax assets and liabilities (Rupees in lakhs)							
	As at April 1, 2016 - Deferred tax asset/ liabilities	(Credit)/ Charge in statement of profit and loss	Credit/ Charge directly in OCI	As at March 31, 2017 - Deferred tax asset/ liabilities	(Credit)/ charge in statement of profit and loss	(Credit)/ charge directly in OCI	As at March 31, 2018 - Deferred tax asset/ liabilities
Fixed Assets: impact of difference between tax depreciation and depreciation/amortization charged for the financial reporting	3,290	160	-	3,450	260	-	3,720
Valuation of Investment	73	94	-	167	45	-	212
Deferred Tax Liabilities(A)	3,363	254	-	3,617	315	-	3,932
Expenditure allowed for tax purpose on payment basis	63	(6)	2	59	10	1	70
Allowance for doubtful debts and advances	25	(22)	-	3	9	-	12
Carry forward unabsorbed depreciation	-	-	-	-	-	-	-
MAT Credit Entitlements	-	-	-	-	178	-	178
Deferred tax Assets (B)	88	(28)	2	62	197	1	260
Deferred tax liabilities (net) (A-B)	3,275	282	(2)	3,555	118	(1)	3,672

47. Value of consumption of Spare parts and components consumed during the year:

(Rupees in lakhs)				
	Year ended March 31, 2018		Year ended March 31, 2017	
	Value	%	Value	%
Raw Material Consumed				
Indigenous	15,295	100	14,657	100
Imported	-	-	-	-
Total	15,295	100	14,657	100
Spare parts and components				
Indigenous	735	97.61	769	99.11
Imported	18	2.39	7	0.89
Total	753	100	776	100

48. Raw material consumption:

(Rupees in lakhs)				
Particulars	Quantity (in Kgs.) Year Ended March, 31, 2018	Quantity (in Kgs.) Year Ended March, 31, 2017	Amount Year Ended March, 31, 2018	Amount Year Ended March, 31, 2017
Viscose Staple Fibre	1151599	1025312	1935	1912
Polyster Fibre	16403981	15672856	11743	10680
Acrylic Fibre	428270	898124	522	1018
Cotton/Cotton Waste	590	66719	1	40
Polyster Filament Yarn/ Jute/ Nylon/ Bamboo Fibre	49778	2089	49	4
Dyes and chemicals			1045	1003
			15295	14657

49. Particulars in respect of Production, Sales and Stocks

a. Production, Sales and Stocks

Year Ended	Production (in Kgs.)	Opening Stock		Closing Stock	
		Quantity (in Kgs.)	Value (in Lakhs)	Quantity (in Kgs.)	Value (in Lakhs)
March 31, 2018	17343630*	1,985,648	2,779	1,824,283	2,607
March 31, 2017	16857755	1,669,542	2,130	1,985,648	2,779

* Production includes 48466 kgs Filament Yarn purchased for manufacture of Knitted Fabrics for Job Work.

b. Turnover during the year:

(Rs. in lakhs)

Particulars	Quantity (in Kgs.) Year Ended March 31, 2018	Quantity (in Kgs.) Year Ended March 31, 2017	Value Year Ended March 31, 2018	Value Year Ended March 31, 2017
Man-made Fibre spun Yarn	17213731	16540515*	26613	24566
Knitted Fabric (Job Work)	283910	Nil	411	Nil

*Excluding shortage/wastage of yarn 3379 kgs (1134 Kgs), Knitted Fabric 3975 Kgs (nil)

50. Related Party disclosures as required by Ind AS-24

50.1 List of related parties and their relationship:

1 Key Management Personnel	R. K. Rajgarhia	Executive Chairman
	S. G. Rajgarhia	Director and Brother of Chairman
	H. R. Sharma	Managing Director and Director in Arvind Syntex Private Limited
2. Relatives of Key Management Personnel with whom transactions are taken place	Prabha Rajgarhia	Wife of Chairman
	Sanjay Rajgarhia	Son of Chairman
	Pooja Rajgarhia	Daughter in law of Chairman
	Ajay Rajgarhia	Vice President (Business Development) and son of Chairman
	Jayati Rajgarhia	Daughter in law of Chairman
	Anjali Harlalka	Daughter of Chairman
	Deepak Harlalka	Son in law of Chairman
	Aditi Rajgarhia	Grand Daughter of Chairman
	Nawal Kishore Rajgarhia	Brother of Chairman & Shri S G Rajgarhia
	Purushottam Kumar Rajgarhia	Brother of Chairman & Shri S G Rajgarhia
	Surendra kumar Rajgarhia	Brother of Chairman & Shri S G Rajgarhia
	Sunita Bagla	Sister of Chairman & Shri S G Rajgarhia
	Usha Rajgarhia	Wife of Shri S G Rajgarhia
	Anisha Mittal	Daughter of Shri S G Rajgarhia
	Bhavna Rajgarhia	Daughter of Shri S G Rajgarhia
	Sampat Sharma	Wife of Managing Director
	Arvind Sharma	Son of Managing Director
4. Non-Executive Directors	K R Gupta	Non-Executive and Independent Director
	S G Rajgarhia	Non-Executive and Non-Independent Director
	R R Bagri	Non-Executive and Independent Director
	Uma Hada	Non-Executive and Independent Director
5. Enterprises over which, executives directors/ their relatives described in para 2 & 3 are able to exercise significant influence	Perfectpac Limited	
	Rajgarhia Leasing and Financial Services Private Limited	
	Arvind Syntex Pvt Ltd	
	Faridabad Paper Mills Private Limited	
	Essvee Fiscal LLP	
	Rovo Marketing Private Limited	
	R K R Foundation	
	Ram Lal Rajgarhia Memorial Trust	

49.2 The following transactions were carried out with related parties in the ordinary course of business

Rs in Lakhs

Name of the related party	Nature of transaction	Year ended March, 31 2018	Year ended March, 31 2017
Arvind Syntex Private Limited	Sales (Net of Sales return)	3	41
Arvind Syntex Private Limited	Job work	70	0
Rajgarhia Leasing Financial Services Private Limited	Interest Paid	38	32
Ram Lal Rajgarhia Memorial Trust	Contribution to Corporate Social Responsibility	10	5
K R Gupta	Director Sitting Fees	3	3
R R Bagri	Director Sitting Fees	3	3
S G Rajgarhia	Director Sitting Fees	3	2
Uma Hada	Director Sitting Fees	0*	2
Prabha Rajgarhia	Rent	10	10
Ajay Rajgarhia	Rent	15	17
Aditi Rajgarhia	Rent	2	2
Rajgarhia Leasing Financial Services Private Limited	Loans Repaid	4515	5227
Rajgarhia Leasing Financial Services Private Limited	Loans/Advances taken	4120	5257
R K Rajgarhia	Remuneration	92	93
H R Sharma	Remuneration	92	82
Ajay Rajgarhia	Remuneration	18	17
R K Rajgarhia	Additional Guarantee provided for term loan	1308	1008

* Rs 0.20 Lakh

49.3 Outstanding balances with related parties

Name of the related party	Nature of transaction	As at March, 31 2018	As at March, 31 2017
Rajgarhia Leasing and Financial Services Private Limited	Loan Taken	-	395
R K Rajgarhia	Guarantee provided for Company Loan	3821	2513

49.4 Key Management Personnel Remuneration

Key management personnels remuneration comprised of the following:

Particulars	R.K. Rajgarhia, Executive Chairman		H.R. Sharma, Managing Director	
	Year ended March 31, 2018	Year ended March 31, 2017	Year ended March 31, 2018	Year ended March 31, 2017
Salary and Allowances	87	75	91	80
Contribution to Provident and other Funds	-	-	**	**
Value of benefits, calculated as per Income Tax Rules	5	3	1	2
Commission	-	15	-	-

** Rs 0.20 Lakh

50.5 No amount pertaining to related parties which have been provided for as doubtful debts or written off

50.6 Related party relationship is as identified by the Company and relied upon by the Auditors

50.7 The Company has not given advances in the nature of loans whose particulars are required to be disclosed in terms of Regulation 34(3) and 53(f) of the Listing Regulation.

51. Segment Reporting

The Company has identified a second reportable segment of Finance and Investment during the current year as the same is added in the main object w.e.f. August 22, 2017. Accordingly, there are two reportable segment of Yarn Manufacturing and Finance and Investment. The Chief Operating Decision Maker reviews the operating results of these two segment. Segment data for the new reportable segment for the previous financial year ended March 31, 2017 presented for comparative purpose only. In the prior periods, such segment revenue was included under "Other Income".

a) Business segment:

The Company has considered "Manufacturing" and "Finance and Investment" as business segment for disclosure in the context of Indian Accounting Standard 108 "Operating Segment".

(Rs. in lakhs)

Particulars	March 31, 2018			March 31, 2017		
	Manufacturing	Finance and Investment	Total	Manufacturing	Finance and Investment	Total
Total Revenue	27,859	636	28,495	25,085	762	25,847
Inter-Segment Sales	-	-	-	-	-	-
External Sales	27,859	636	28,495	25,085	762	25,847
Segment Profit before finance cost, exceptional item and tax	1,607	632	2,239	1,807	752	2,559
Finance Cost	-	-	408	-	-	239
Profit before tax	-	-	1,831	-	-	2320
Segment assets	22,248	7,518	29,766	21,508	6,293	27,801
Unallocated corporate assets	-	-	29	-	-	47
Total Assets	22,248	7,518	29,795	21,508	6,293	27,848
Segment liabilities	7,061	1	7,062	6,311	103	6,414
Unallocated corporate liabilities	-	-	3,711	-	-	3,556
Total Liabilities	7,061	1	10,773	6,311	103	9,970
Depreciation	485	-	485	420	-	420
Non-cash expenses other than depreciation-	55	-	55	-	-	-
Capital expenditure	2180	-	2,180	1,450	-	1,450

b) Geographical Segment:

During the period under report, the Company has engaged in its business primarily within India. The conditions prevailing in India being uniform, no separate geographical disclosure is considered necessary.

52. Earnings per Share (EPS)

(Rupees in lakhs unless otherwise stated)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Net profit for the period (before OCI)	1,276	1,604
Weighted average no. of Equity Shares	21,611,360	21,611,360
Diluted average no. of Equity Shares	21,611,360	21,611,360
Basic earnings per share (in Rs.)	5.91	7.43
Diluted earnings per share (in Rs.)	5.91	7.43
Face value of each shares (in Rs.)	2	2

53. The Board of Directors of the Company vide resolution dated January 11, 2018, approved the Scheme of Arrangement ("Scheme") under section 230-232 read with section 66 of the Companies Act, 2013 ("Act") between APM Industries Limited ("Demerged Company") and APM Finvest Limited ("Resulting Company"), a wholly owned subsidiary of the Demerged Company, and their respective shareholders and creditors. The Company had filed the Scheme with the BSE for approval on February 22, 2018 for Observation/No Objection letter which is still awaited. However, the Scheme is subject to approval of BSE Limited, the Securities and Exchange Board of India, Shareholders and Creditors of both the Companies and such other statutory authorities as may be required and sanction thereof by the Hon'ble National Company Law Tribunal, New Delhi Bench. The Appointed date being April 1, 2018 (or such other date as may be decided by the Board of both the companies with consent or as per the direction by the Tribunal), the proposed transaction will not have any effect in the current performance and state of affairs of the Company for the financial year ended March 31, 2018.

54. Other Notes of Subsidiary

i. Statement of Net Assets and Profit or Loss attributable to Owners and Minority Interest.

(Rs. in lakhs unless otherwise stated)

Name of the Entity	% of consolidated net assets		Sharein Profit or Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As % of consolidated net assets	Amount (Rs.)	As % of consolidated profit or loss	Amount (Rs.)	As % of consolidated profit or loss	Amount (Rs.)	As % of consolidated profit or loss	Amount (Rs.)
Holding company								
APM Industries Limited	99.88	19,000	98.28	1,254	100.00	(1)	98.27	1,253
Subsidiary company								
APM Finvest Limited	1.17	222	1.72	22	-	-	1.73	22
Total	101.05	19,222	100.00	1,276	100.00	(1)	100.00	1,275
a) Adjustments arising out of consolidation	(1.05)	(200)						
b) Minority Interest								
Consolidated Net Assets/ Profit after tax	100.00	19,022	100.00	1,276	100.00	(1)	100.00	1,275

ii. APM Finvest Limited was incorporated as wholly owned subsidiary (WOS) to carry on finance and investment business. The said WOS has obtained license on February 16, 2017 from Reserve Bank of India to act as Non-Banking Finance Company. The Company has complied with the Prudential Norms relating Income Recognition, Accounting Standards, Assets classification and Provision for Bad and Doubtful Debts required by the Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms and Reserve Bank of India ("RBI") Directions - Non-Banking Financial Company - Non Systematically Important Non-Deposit taking company (Reserve Bank) Directions, 2016 as amended from time to time.

55. a) The consolidated financial statement for the financial year ended March 31, 2018 are not comparable with the corresponding financial year ended March 31, 2017 as the subsidiary company was incorporated on May 13, 2016.

b) All amounts in the consolidated financial statements and notes have been rounded off to the nearest lakhs as per requirement of Schedule III except per share data and as otherwise stated. Figures in brackets represent corresponding previous year figures.

For CHATURVEDI & PARTNERS

Chartered Accountants
Firm Registration No. 307068E

ANUJ MAHANSARIA

Partner
Membership No. 500819

Place : New Delhi

Date : May 8, 2018

For and on behalf of the Board

HARI RAM SHARMA
Managing Director
DIN 00178632

R K RAJGARHIA
Chairman
DIN 00141766

K R GUPTA
Director
DIN 00027295

C S VIJAY
Chief Financial Officer

JYOTI UPADHYAY
Company Secretary
Membership No. 37410

APM INDUSTRIES LIMITED

CIN: L21015RJ1973PLC015819

Regd. Office: SP-147, RIICO Industrial Area, Bhiwadi, Dist. Alwar (Raj.) - 301019

Tel: 01493 – 662400 Fax: 01493 – 662413, Email: bhiwadi@apmindustries.co.in

Website: www.apmindustries.co.in

ATTENDANCE SLIP (44th Annual General Meeting)

Name of the Member : _____

Or

Name of the Proxy : _____

Folio No./DP ID-Client ID : _____

No. of shares held : _____

I /we certify that I am a member/proxy for the member of the company.

I / We hereby record my / our presence at the **44th Annual General Meeting** of the Company being held on **Saturday, 22nd day of September, 2018 at 11.30 A.M at SP-147, RIICO Industrial Area, Bhiwadi, Dist. Alwar (Rajasthan) – 301019.**

SIGNATURE

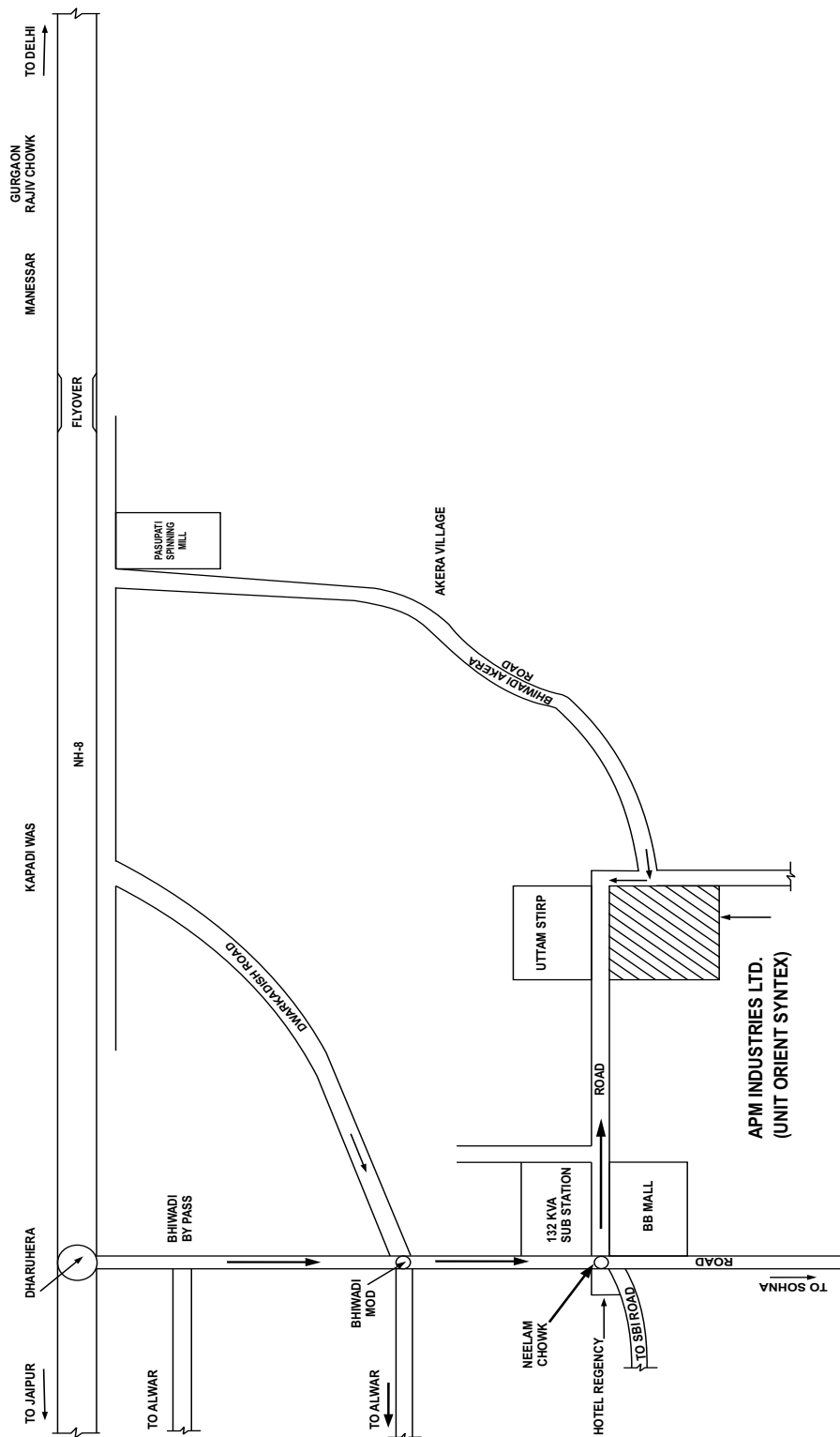
E-VOTING PARTICULARS

EVEN (Remote e-voting Event Number)	User ID	Password / Pin

Note:

1. Please fill the Attendance Slip and hand it over at the Attendance Verification Counter at the entrance of the Meeting hall.
2. Member / proxy are requested to bring their identity card along with attendance / proxy form.
3. Authorized representatives of Corporate Member(s) shall produce proper authorization issued in their favour.

SP-147, RIICO INDUSTRIAL AREA, BHIWADI, DIST. ALWAR (RAJASTHAN)



APM INDUSTRIES LIMITED

CIN: L21015RJ1973PLC015819

Regd. Office: SP-147, RIICO Industrial Area, Bhiwadi, Dist. Alwar (Raj.) - 301019

Tel: 01493 – 662400 Fax: 01493 – 662413, Email: bhiwadi@apmindustries.co.in

Website: www.apmindustries.co.in

PROXY FORM

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

Name of the Member : _____

Address : _____

E- mail ID : _____

Folio No./DP ID-Client ID : _____

I/ We, being the member(s) holding _____ shares of the above named company, hereby appoint-

Name: _____ Address: _____

E-mail ID: _____ Signature: _____ or failing him;


Name: _____ Address: _____

E-mail ID: _____ Signature: _____ or failing him;

Name: _____ Address: _____

E-mail ID: _____, Signature: _____

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the **44th Annual General Meeting** of the Company being held on **Saturday, 22nd day of September, 2018 at 11.30 A.M** at **SP-147, RIICO Industrial Area, Bhiwadi, Dist. Alwar (Rajasthan) – 301019**. I / We direct my / our proxy to vote on the resolution(s) in the manner as indicated below:

Resolution Number	Description	Optional 	
		For	Against
Ordinary Business			
1	To receive, consider and adopt: a) the Audited Standalone Financial Statement of the Company for the financial year ended March 31, 2018, together with the Reports of the Board of Directors and Auditors thereon; and b) the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2018, together with the Report of the Auditors thereon.		
2	To declare final dividend of @ Re.1.00 per equity share (i.e. 50 %) on face value of Re.2.00 per share for the Financial Year 2017-2018.		
3	To appoint a Director in place of Shri Hari Ram Sharma (DIN: 00178632), who retires by rotation and being eligible, offers himself for re-appointment		
Special Business			
4	Revision in terms of remuneration of Shri Rajendra Kumar Rajgarhia (DIN: 00141766), Chairman of the Company		
5	Revision in terms of remuneration of Shri Hari Ram Sharma (DIN: 00178632), Managing Director of the company		
6	Ratification of Cost Auditors' remuneration for the Financial Year 2018-19		

Signed this _____ day of _____, 2018

Signature of the Shareholder: _____

Signature of Proxy holder(s) : _____

Affix Re. 1
Revenue
Stamp

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

