

Date: September 27, 2016

To,
Dept. of Corporate Services,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400 001

Dear Sirs,

Sub: Annual Report of the Company for the year 2015-16

Pursuant to Regulation 34 (1) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we submit herewith the Annual Report of the Company for the financial year 2015-16. The Audited Financial Statements and the Reports of the Board of Directors and Auditors thereon were approved and adopted by the members of the Company at 29th Annual General Meeting held on September 24, 2016.

Kindly do needful to display the same on your website.

Thanking you,

Yours faithfully,

For ACRYLIL LIMITED



DAMODAR SEJPAL
COMPANY SECRETARY



Encl: As Above



ACRYLIL LIMITED (ISO 9001 : 2008 ; 14001 : 2004 and BS OHSAS 18001 : 2007)

Visit us on : www.carysil.com

Factory & Head Quarter :

Survey No. 312,
Bhavnagar-Rajkot Highway, Navagam,
Vartej-364060, Bhavnagar (INDIA)
PH. : +91-278-2540218, 2540893
Fax : +91-278-2540558
E-mail : info@carysil.com

Regd. Office :

B-307, 3rd Floor, Citi Point,
J. B. Nagar, Andheri Kurla Road,
Andheri (East). Mumbai - 400 059.
Ph. : +91-22- 4015 7817 / 7818 / 7819
Fax : +91-22- 2825 8052
CIN : L26914MH1987PLC042283

Ahmedabad Office :

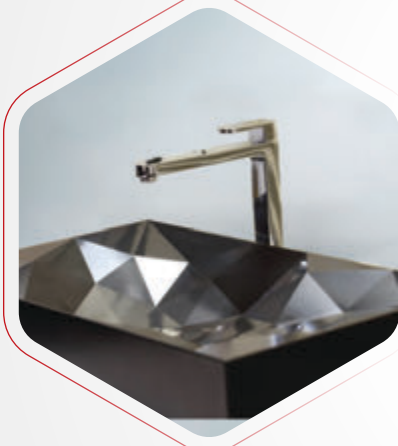
U.G.F. Shop No.15,16,
Rivera Arcade, 100Ft. Road,
Satellite, Ahmedabad-380015.(INDIA)
Ph. : +91-79-26937082
Fax : +91-79-40034112

Bangalore Office :

253,A-Kanakpura Main Road,
7th Block, Jayanagar,
Bangalore-560082.(INDIA)
Ph.+91-9845196551

Delhi Office :

Mansarovar Garden,
First Floor, Property No. 11,
Near Destimoney Bank,
New Delhi. (INDIA)
Tel. : 011 - 40524889



**Growth through
innovation,
diversification &
globalization**

29th Annual Report 2015-16



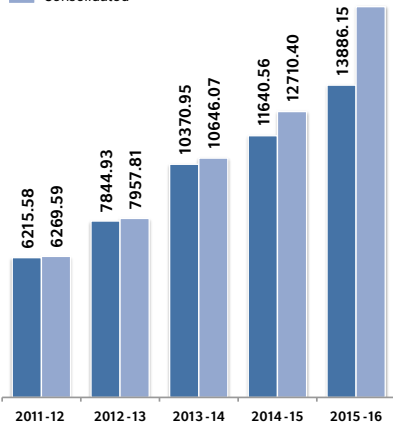
Acrysil Limited
Leader in Lifestyle Kitchen Products

FINANCIAL HIGHLIGHTS

Sales Turnover

(₹ in Lakhs)

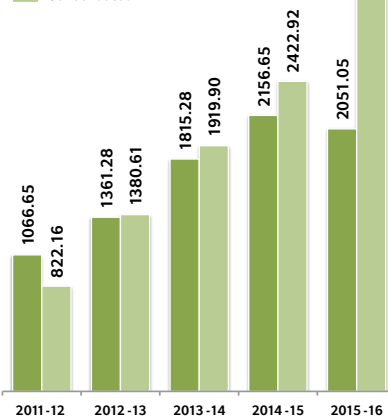
Standalone
Consolidated



EBIDTA

(₹ in Lakhs)

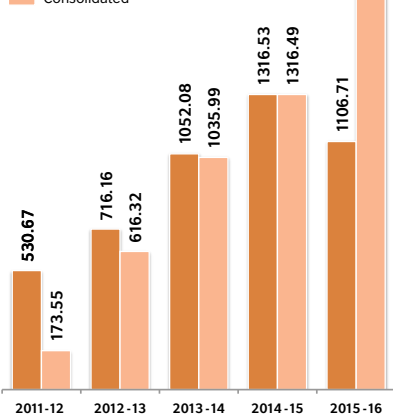
Standalone
Consolidated



Profit Before Tax (PBT)

(₹ in Lakhs)

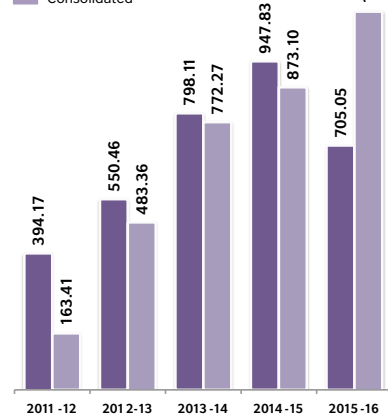
Standalone
Consolidated



Profit After Tax (PAT)

(₹ in Lakhs)

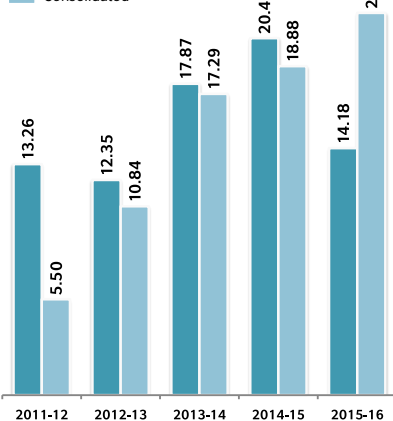
Standalone
Consolidated



Earning Per Share (EPS)

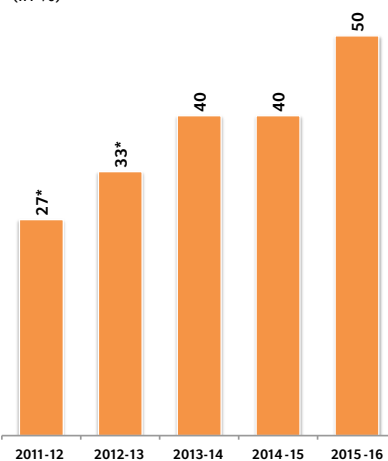
(in ₹)

Standalone
Consolidated



Dividend History

(in %)



* Adjusted for Bonus Shares issued in ratio of 1:2 in the year 2012-13

Contents

Corporate Information	2
Chairman & Managing Director's Message	4
Board of Directors	6
Notice to Shareholders	12
Directors' Report	26
Corporate Governance Report	47
Management Discussion & Analysis	59
Six Years Consolidated Financial Highlights	64

Standalone Financial Statements

Independent Auditors' Report	65
Annexure - A to the Independent Auditors' Report	67
Annexure - B to the Independent Auditors' Report	68
Balance Sheet	70
Statement of Profit & Loss	71
Cash Flow Statement	72
Notes to Financial Statements	73

Consolidated Financial Statements

Independent Auditors' Report	90
Consolidated Balance Sheet	94
Statement of Consolidated Profit & Loss	95
Consolidated Cash Flow Statement	96
Notes to Consolidated Financial Statements	97
Particulars of Subsidiaries & Information to Shareholders	111

Attendance Slip & Proxy Form

Corporate Information

Board of Directors

Mr. Chirag A. Parekh, Chairman
and Managing Director

Mr. Jagdish R. Naik, Independent Director

Mr. Ajit R. Sanghvi, Independent Director

Mr. Pradeep H. Gohil, Independent Director

Mr. Arjun S. Handa, Independent Director

Dr. Sonal V. Ambani, Independent Director

Chairman Emeritus

Mr. Ashwin M. Parekh

Chief Financial Officer

Mr. Anand H. Sharma

Company Secretary

Mr. Damodar H. Sejpal

Auditors

Sanghavi & Company

Chartered Accountants, Bhavnagar

Registrar & Transfer Agent

M/s Bigshare Services Pvt. Ltd.

E-2/3, Ansa Industrial Estate,

Sakivihar Road, Mumbai-400 072

Phone: (022) 40430200

Fax: (022) 28475207

E-mail: investor@bigshareonline.com

Bankers

Axis Bank Limited

ICICI Bank Limited

Works

Survey No.312,

Bhavnagar-Rajkot Highway (13th Km.)

Navagam, Post: Vartej,

Bhavnagar 364 060, Gujarat (India)

Phone: (0278) 2540218, 2540893,
2540392, 2540232

Fax: (0278) 2540558

Registered Office

B-307, Citi Point, J.B. Nagar,

Andheri Kurla Road,

Andheri (East),

Mumbai – 400 059.

Office:(91-22) 4015 7817 / 7818 / 7819

Fax: (91-22) 2825 8052.

CIN: L26914MH1987PLC042283

Audit Committee

Mr. Ajit R. Sanghvi, Chairman

Mr. Chirag A. Parekh, Member

Mr. Jagdish R. Naik, Member

Mr. Pradeep H. Gohil, Member

Dr. Sonal V. Ambani, Member

Nomination and Remuneration Committee

Mr. Jagdish R. Naik, Chairman

Mr. Ajit R. Sanghvi, Member

Mr. Pradeep H. Gohil, Member

Dr. Sonal V. Ambani, Member

Stakeholders' Relationship Committee

Mr. Ajit R. Sanghvi, Chairman

Mr. Jagdish R. Naik, Member

Mr. Chirag A. Parekh, Member

Dr. Sonal V. Ambani, Member

Corporate Social Responsibility Committee

Mr. Chirag A. Parekh, Chairman

Mr. Pradeep H. Gohil, Member

Dr. Sonal V. Ambani, Member

The stamp of royalty

Acrysil's growing range of kitchen products belongs in a class of its own, going beyond 'deluxe' and 'premium', rising to a standard which could well be called 'royal' or 'imperial'. Beginning with its flagship brand of elegant and durable kitchen sinks, Acrysil has been extending its line-up of offerings to discerning householders... on its way to its future reign, over kitchen appliances.



Chairman & Managing Director's Message



Mr. Chirag Parekh
Chairman & Managing Director

“
We are confident about
our core strategies for
sustainable growth
”

Dear Shareholders,

It has been yet another year of fine performance in terms of both the business and the brand. As always we recognise that such success always has to be earned, so we continue to stay focused on doing even better.

Kitchen Segment:

In overseas markets, we have consolidated our position, and our exports have crossed the magical ₹ 100 crore mark. We are firmly entrenched in more than 40 countries. Our products continue to command our customers' appreciation for their innovative designs and meticulous manufacturing. Our export performance has earned us laurels at home as well. Acrysil has been awarded the Certificate of Recognition as a One Star Export House by the Directorate General of Foreign Trade, Ministry of Commerce & Industry, Government of India. It shall be our endeavour to win many more such awards in the future.

A strong growth driver has been Homestyle Products Limited., the UK-based kitchen products distribution company, in which we have just raised our stake to 87%, and which gives us vital access to key customer based markets in UK and Europe. We continue to hold the market's attention with new product categories, new launch events, new technologies, and new models, such as the innovative designs in granite sinks currently under development for the overseas customers.

Demand has been at high levels – both in exports and domestic markets – and we have had to substantially invest in expanding our

manufacturing capacities. We have upscaled to 400,000 granite sinks and 65,000 stainless steel units per annum. And of course, our in-house capability extends to manufacturing and assembling chimneys, hobs, hob-tops and food waste disposers.

The year's overall theme has been our increased focus on the domestic market, now that exports have their own sustainable energy. Significant growth has already been triggered by our entry into the appliances market, and that momentum must be retained and grown.

Towards that objective, there has been a buzz of activity. We have introduced a new top-of-the-line brand titled 'Tek Carysil', featuring kitchen sinks, faucets and appliances that represent a revolution in design, style and quality.

There have initiatives on a number of fronts to increase customer access and ready availability. In tune with the times, we have launched online sales. We do good online sales through websites like Amazon, Pepperfry, Snapdeal etc., where the viewer can enjoy a virtual window-shopping experience, compare models and prices, and even conclude his transaction. Of course, our digital outreach already includes YouTube demos, as well as traffic on social media. Our Icemakers have done particularly well in online sales. To back up our marketing efforts, we have invested in strengthening our installation and service support capability, in alliance with our franchise partners.

To grow our market presence and visibility, we have run aggressive brand promotion on TV and in print, along with exposure through sponsorship of events like Times Food and MasterChef Australia. We are elegantly displayed at showrooms in several cities crowned by our new master showroom in Ahmedabad.

Bath Segment:

Strategically, from our entrenched position in basins & quartz tiles, we have continued our push thrust into the bathroom domain. We have introduced the concept of 'bath suites', conceived as a whole, a single unit that integrates everything from showers to ceramics and accessories. We are also working on some striking new options, such as customised design, 3D effects, gold- and silver-coated ceramics, and other remarkable ideas.

We are confident about our core strategies for sustainable growth. In short, the year has thoroughly demonstrated our strengths on all fronts – product design and development, technology, manufacture, branding and marketing, distribution, and ability to form valuable alliances, collaborations and relationships.

With these capabilities, we have moved closer to our target of growth at an accelerated pace, which looks more and more achievable from one year to the next. There is no doubt in my mind that we will arrive there as planned, on schedule.

In closing, I offer thanks to all who have aided, counseled and encouraged us in our endeavours. I would like to express my gratitude to the Board of Directors whose support and guidance have been invaluable on our path to progress. I would also like to sincerely thank all the people at Acrysil for their dedication and commitment in taking the company to new heights and to our associates and shareholders for the confidence reposed in our Company.

Thank you.

Chirag Parekh

Chairman & Managing Director

Board of Directors



Mr. Chirag A. Parekh
Chairman & Managing Director



Mr. Pradeep H. Gohil
Independent Director



Mr. Arjun S. Handa
Independent Director



Mr. Jagdish R. Naik
Independent Director



Mr. Ajit R. Sanghvi
Independent Director



Dr. Sonal V. Ambani
Independent Director

Driving growth globally

Acrysil is today India's premier name in high-end world-class kitchen sinks crafted in quartz and steel and kitchen and bath products. Distinguished in design and styling, made with superior material like Quartz and delivering unfailing performance values that capture the imagination of more and more select markets India-wide, and win the trust of the most demanding overseas clientele.

It's been a long and triumphant journey of growth since 1987, when we first began designing and manufacturing kitchen sinks of composite quartz, under the 'Carysil' brand.

In the following years, the Carysil brand has continued to grow bigger and better. A brand that's come to span a range of kitchen fittings, accessories and appliances – including chimneys, faucets, waste disposers, and hobs / cook tops. A brand that never stands still, always innovating with new styles, functions and materials – such as kitchen sinks first of hybrid steel and granite, and later

entirely of stainless steel. A success story that's now being repeated in a new domain, namely bathroom fittings, beginning with washbasin and moving on to strikingly stylish WC seats and other fittings, and evolving into entire bath suites.



**New designed
Faucets by Acrysil**



Sophisticated styling meets meticulous manufacture

Year after year, Acrysil pulls off a small miracle. It takes the simplest humblest fittings and fixtures of kitchen and bath – and elevates them into high art. Every Acrysil product thus emerges as a triumph of design and styling, innovation and inspiration...not just a utility that performs a mundane function, but an item of decor that imparts a delightful deluxe air to the home.

That sort of creativity is ongoing at Acrysil. We're always coming up with new models with the most striking contours, designs, functions and novel touches like 3D effects. Made with

new materials (like the velvety Sani Q composite), and combinations of materials. New colours like Metallica and Magnolia. Embodying never-before concepts like bath suites conceived as a single unity, including everything from showers to ceramics. And the world's first accessories custom-designed to the customer's taste.

To bring out the best in our conceptions, Acrysil has in-house world-class manufacture that's being constantly upgraded – featuring new-generation technologies like robotics, automated production and packaging, and zero-error

precision in shaping and moulding.

Meanwhile, over the years, Acrysil has been continually growing in scale and capacity. Today we can produce 400,000 granite sinks and 65,000 stainless steel basins/sinks every year, while also manufacturing an array of chimneys, hobs, food waste disposal units and other kitchen/bath utilities.

That's just the story so far. An onwards and upwards journey through the years, a steady progress towards perfection – so watch for future developments.

Worldwide product appeal

Acrysil excellence goes beyond boundaries and borders, to scores of highly demanding buyers in scores of nations. Whether under the Carysil brand or bearing third-party branding, our products command a premium segment. They're always sought out for their matchless form and function in the USA, France, Russia, Germany, Canada, China, UK, Tunisia, Romania, Finland, Australia, New Zealand and more - wherever discerning buyers have an eye for craftsmanship in manufacturing and elegance in design.

With its majority holding in Homestyle Products Ltd., a celebrated kitchen products distribution company in the UK, Acrysil has a flourishing supply channel to the UK market, the portal for a major presence in the UK and Europe.

Now we're working on a revolutionary new

patterning for granite sinks that'll win over even more markets abroad. As always, innovation and sheer class continue to power our global journey.



New Slide-touch Chimney developed by ACRYSil STEEL LIMITED



Winning hearts at home

Even as Acrysil makes giant strides abroad, it's continually penetrating into markets and minds here in India. As always, it reaches out to customers who are drawn towards excellence and elegance allied with extraordinary performance values – and have the means to indulge their preference.

Nationwide, Acrysil makes its impact in both TV and social media, and makes itself available through nearly more than 1600 dealers countrywide, under the brand names 'Carysil' and 'Tek Carysil'. They're showcased at 50 major cities in India's major metros

and towns, crowned by a master showroom in Ahmedabad designed by Jan Fischer of Switzerland. They're demoed on YouTube, and featured in sponsored events such as Times Food and MasterChef Australia. Now there's even an online sales portal, offering virtual window shopping, product and price comparisons, and transaction capability right on your handheld or desktop device – followed by the attentions of a strong team for installation and service support, provided by franchisee partners as well as a growing in-house corps.

We're not just a top choice for home-makers, but also architects, interior designers, and fabricators of complete modular kitchens – the select few in our niche premium markets, whose numbers grow every day.

Even as Acrysil's superb value spreads within the nation, and outwards beyond these shores – the world's highest standards and expectations flow right back, and inspire new generations of Acrysil.



NOTICE

NOTICE is hereby given that the **TWENTY NINTH ANNUAL GENERAL MEETING** of the Members of **ACRYSIL LIMITED** ("the Company") will be held at Indian Merchant Chambers, IMC Road, Churchgate, Mumbai - 400020, Maharashtra, India on Saturday, the September 24, 2016 at 3.30 p.m. to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt
 - a) the Audited Financial Statements of the Company for the financial year ended 31st March, 2016 including the Audited Balance Sheet as at 31st March, 2016 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Directors' and the Auditors' thereon; and
 - b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2016, together with the Report of the Auditors' thereon.
2. To declare dividend of ₹ 5 (50%) per share on equity shares of the Company for the financial year ended 31st March, 2016.
3. To appoint a Director in place of Mr. Chirag A. Parekh (holding DIN: 00298807), who retires by rotation and being eligible, offers himself for re-appointment.
4. Ratification of an appointment of M/s Sanghavi & Co., Chartered Accountants, Bhavnagar (Firm Registration No. 109099W) as Auditors and fixing their remuneration.

To consider and if thought fit, to pass the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to Section 139, 142 and other applicable provisions of the Companies Act, 2013 and the Rules made there under, pursuant to the recommendations of the Audit Committee of the Board of Directors, and pursuant to the resolution passed by the members at the Annual General Meeting held on September 24, 2014, the appointment of M/s. Sanghavi & Co., Chartered Accountants, Bhavnagar (Firm Registration No. 109099W) as the Statutory Auditor of the Company to hold the office till the conclusion of the Annual General Meeting to be held in the calendar year 2017 be and is hereby ratified and that the Board of Directors be and is hereby authorised to fix the remuneration plus service tax, out-of-pocket and travelling expenses, etc. payable to them for the financial year ending 31st March, 2017 as may be determined by the Audit Committee in consultation with the auditors."

SPECIAL BUSINESS

5. **Appointment of Dr. Sonal Ambani (DIN: 02404841) as an Independent Director.**

To consider and if thought fit, to pass the following Resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in pursuant to Article 102 of the Articles of Associations of the Company, Dr. Sonal Ambani (holding DIN 02404841), who was appointed by the Board of Directors as an Additional Director of the Company and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing her candidature for the office of Director of the Company and who meets the criteria of Independence as provided under Section 149(6) of the Companies Act, 2013 ("Act"), be and is hereby appointed as an Independent Director of the Company to hold office for a term up to 31st March, 2021, not liable to retire by rotation."

6. **Ratification of remuneration payable to Cost Auditors for the year 2016-17.**

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to provisions of Section 148 of the Companies Act, 2013 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof) ("the Act") and on the recommendation of the Audit Committee and approval by the Board of Directors of the Company at their meeting dated May 23, 2016 the consent of the Company be and is hereby accorded for ratification of the below remuneration to M/s. S.K. Rajani and Co., Cost Accountants (Firm Registration No: 101113) as the Cost Auditors of the Company for the financial year 2016-17:

₹ 60,000/- plus out of pocket expenses and service tax as applicable to conduct the audit of the cost accounting records for all the manufacturing facilities of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts and take such actions as may be necessary, expedient and proper to give effect to this resolution."

7. Increase Borrowing Powers of the Board.

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

“RESOLVED THAT in supersession of the special resolution passed at the 27th Annual General Meeting held on September 24, 2014 for increasing in borrowing powers of the Board, and pursuant to provisions of the section 180(1)(c) and any other applicable provisions of the Companies Act, 2013 and rules made there under, or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force) and in terms of the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company, for borrowing any sum or sums of money from time to time whether in Indian rupees or foreign currency (including external commercial borrowings in foreign denominated currencies from any foreign source / countries as prescribed by guidelines, if any in this respect) from any one or more of Company’s bankers and / or from financial institutions, banks or other acceptable source whether by way of advances, deposits, loans, non-convertible debentures, bonds or otherwise and whether unsecured or secured notwithstanding that the moneys to be borrowed together with moneys already borrowed by the Company (apart from the temporary loans obtained from the Company’s Bankers in the ordinary course of business) will or may exceed the aggregate paid-up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose but, provided that the total outstanding amount of such borrowings shall not exceed ₹ 150 Crores (Rupees One hundred fifty Crores) over and above the aggregate of the paid up capital of the Company and its free reserves at any time.

RESOLVED FURTHER THAT the Board be and is hereby authorised and empowered to arrange or settle the terms and conditions on which all such moneys are to be borrowed from time to time as to interest, repayment, security or otherwise howsoever as it may think fit and to do all such acts, deeds and things, to execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to a Committee constituted by the Board and/or any member of such Committee with power to the said Committee to sub-delegate its powers to any of its members.”

8. Creation of Charge on the Assets of the Company.

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

“RESOLVED THAT in supersession of the special resolution passed at the 27th Annual General Meeting held on September 24, 2014 and pursuant to the provisions of Section 180(1) (a) and other applicable provisions, if any, of the Companies Act, 2013, as amended from time to time, consent of the members of the Company be and is hereby given to the Board of Directors of the Company (‘the Board’) to create such charges, mortgages and hypothecations in addition to the existing charges, mortgages and hypothecations, if any, created by the Company, on such movable and immovable properties, both present and future, and in such manner as the Board may deem fit, in favour of Banks, Financial Institutions, Insurance Companies, other lending / investing agencies or bodies / trustees for holders of debentures / bonds which may be issued to or subscribed to by all or any of the Banks, Financial Institutions, Insurance Companies, other lending / investing agencies or any other person(s) / bodies corporate by way of private placement or otherwise (hereinafter collectively referred to as ‘Lenders’), provided that the total amount of loans together with interest thereon, additional interest, compound interest, liquidated damages, commitment charges, premium / premia on pre-payment or on redemption, costs, charges, expenses and all other moneys payable by the Company in respect of the said loans, for which such charges, mortgages or hypothecations are created, shall not, at any time exceed the limit of ₹ 150 Crores (Rupees one hundred fifty Crores only).

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things, to execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to a Committee constituted by the Board and/or any member of such Committee with power to the said Committee to sub-delegate its powers to any of its members.”

9. Re-appointment of Mr. Chirag A. Parekh as Chairman & Managing Director.

To consider and if thought fit, to pass with or without modifications, the following resolution as a **Special Resolution**:-

“RESOLVED THAT in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V (as amended from time to time) and all other applicable provisions, if any, of the Companies Act, 2013, (“the Act”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, subject to approval of the Central Government, if required, approval of the members of the Company, be and is hereby accorded to the re-appointment of Mr. Chirag A. Parekh (DIN:00298807) as the Chairman and Managing Director of the Company with effect from November 1, 2016 to October 31, 2019 upon the terms and conditions including Remuneration as set out in the Explanatory Statement annexed to the Notice convening this meeting with liberty to the Board of Directors (hereinafter referred to as “the Board” which term shall deemed to include any Committee of the Board constituted to exercise its powers including the powers conferred by this resolution) to determine, alter and vary the terms and conditions of the said re-appointment and / or remuneration as may be agreed to between the Board of Directors and Mr. Chirag A. Parekh.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to vary or increase the remuneration, perquisites and benefits payable to Mr. Chirag A. Parekh in the light of further progress of the Company which revision should be made in conformity with any amendments to the relevant provisions of the Act and/or rules and regulations made there under and/or such guidelines as may be announced by the Central Government from time to time.

RESOLVED FURTHER THAT even in the absence of or inadequacy of profits in any Financial Year, subject to the provisions of Schedule V of the Act and such other approvals, as may be required, Mr. Chirag A. Parekh, be paid remuneration @ 1,90,56,000/- p.a. as mentioned above as minimum remuneration for the entire tenure or such period as may be approved by the Shareholders of the Company and / or Central Government.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things, as in its absolute discretion, it may consider, necessary, expedient or desirable in order to give effect to this resolution."

**By order of the Board of Directors
For ACRYLIL LIMITED**

Damodar H. Sejpal
COMPANY SECRETARY

Ahmedabad
August 8, 2016

Registered Office:

B-307, Citi Point, J.B. Nagar,
Andheri Kurla Road,
Andheri (East),
Mumbai - 400 059.

Office: (91-22) 4015 7817 / 7818 / 7819

Fax: (91-22) 2825 8052.

CIN: L26914MH1987PLC042283

Website: www.acrysil.com / www.acrysilcorporateinfo.com

IMPORTANT NOTES

NOTES

- 1) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE "MEETING") IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF / HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY, IN ORDER TO BE EFFECTIVE, MUST BE DEPOSITED AT THE COMPANY'S REGISTERED OFFICE, DULY COMPLETED AND SIGNED, NOT LESS THAN 48 (FORTY-EIGHT) HOURS BEFORE THE MEETING. A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.
- 2) The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") in respect of the business under Item Nos. 5 to 9 of the Notice, is annexed hereto.
- 3) The relevant details as required pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of Director retiring by rotation and being reappointed is forming part of the Explanatory Statement give below. The Directors have furnished the requisite consent / declarations for their re-appointment as required under the Companies Act, 2013 and the Rules made thereunder.
- 4) Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the meeting.
- 5) A member registered under Section 8 of the Companies Act, 2013 shall not be entitled to appoint any other person as his / her proxy unless such other person is also a member of the Company.
- 6) Members are requested to bring their duly filled Attendance Slip along with their copy of Annual Report at the Meeting.
- 7) In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names as per the Register of Members of the Company will be entitled to vote.
- 8) All the documents referred to in this notice are open for inspection by the members at the Registered Office of the Company on all working days except Saturdays, Sundays and public holidays, during 11.00 a.m. to 4.00 p.m. up to the date of the Annual General Meeting.

Register of Directors and Key Managerial Personnel of the Company and their shareholding maintained under Section 170 of the Companies Act, 2013 will be available for inspection by the members at the AGM.

The Register of Contracts and Arrangements in which the Directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the AGM.)

- 9) (a) The Company has decided to close the Register of Members and the Share Transfer Register from, Sunday, September 18, 2016 to Saturday, September 24, 2016 (both days inclusive) for determining the names of members eligible for dividend on Equity Shares, if declared at the Meeting.
- (b) The dividend on Equity Shares, if declared at the Meeting, will be credited / dispatched between Monday, October 10, 2016 and Saturday, October 15, 2016 to those members whose names shall appear on the Company's Register of Members or on records of National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as beneficial owners as on Saturday, September 17, 2016.
- 10) As per SEBI Circular No. CIR/MRD/DP/10/2013 dated 21st March, 2013, listed companies are required to use, either directly or through their RTA, any RBI approved electronic mode of payment like ECS, NECS, NEFT etc. for distribution of dividends or providing other cash benefits to the investors. Accordingly, the members, holding shares in physical form, are requested to update their address or provide / update their bank mandate (including details of MICR, IFSC etc.) with the Company or its Registrars & Transfer Agents (RTA), Bigshare Services Private Limited and members holding shares in dematerialized form are requested to intimate any change in their address or to change / update bank mandate with their Depository Participants (DP) to enable the Company or RTA for making arrangements for electronic credit of dividend and other cash benefits to members.
- 11) Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents, Bigshare Services Private Limited, to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to the Company or its Registrars & Transfer Agents (RTA), Bigshare Services Private Limited.
- 12) The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / RTA.
- 13) Pursuant to Section 72 of the Companies Act, 2013, members holding shares in physical form may file nomination in the prescribed Form SH-13 and for cancellation / variation in nomination in the prescribed Form SH-14 with the Company's RTA. In respect of shares held in electronic / demat form, the nomination form may be filed with the respective Depository Participant.
- 14) Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to RTA, for consolidation into a single folio. The share certificates will be returned to the members after making requisite changes thereon.
- 15) Non-Resident Indian members are requested to inform the RTA, immediately of:
 - a) Change in their residential status on return to India for permanent settlement.
 - b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
- 16) TO SUPPORT THE 'GREEN INITIATIVE', MEMBERS WHO HAVE NOT REGISTERED THEIR E-MAIL ADDRESSES SO FAR, ARE REQUESTED TO REGISTER THEIR E-MAIL ADDRESS WITH THE RTA /DEPOSITORY PARTICIPANT(S) FOR RECEIVING ALL COMMUNICATION INCLUDING ANNUAL REPORT, NOTICES, CIRCULARS, ETC. FROM THE COMPANY ELECTRONICALLY.
- 17) Members desirous of obtaining any information concerning accounts and operations of the Company are requested to address their questions in writing to the Company at least 7 days before the date of the AGM so that the information required may be made available at the AGM.
- 18) The Company has connectivity from the CDSL & NSDL and Equity Shares of the Company may also be held in the electronic form with any DP with whom the members/investors are having their depository account. The ISIN No. for the Equity Shares of the Company is INE482D01016. In case of any query/difficulty in any matter relating thereto may be addressed to the RTA.
- 19) Trading in the shares of the Company is compulsorily in dematerialized form for all investors. Dematerialization would facilitate paperless trading through state-of-the-art technology, quick transfer of corporate benefits to members and avoid inherent problems of bad deliveries, loss in postal transit, theft and mutilation of share certificate and will not attract any stamp duty. Hence, we request all those members who have still not dematerialised their shares to get their shares dematerialized at the earliest.

- 20) The members who have not encashed their Dividend Warrants for previous financial years are requested to send the same for revalidation to the Company's RTA. Members wishing to claim dividends for previous financial years, which remain unclaimed, are requested to correspond with the RTA.
- 21) Members are requested to note that dividends not encashed or claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will, as per Section 124 of the Companies Act, 2013, be transferred to the Investor Education and Protection Fund (IEPF).
- 22) Member holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), mandates, nominations, power of attorney, changes of address, change of name, e-mail address, contact number, etc., to their DP. Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's RTA to provide efficient and better service. Members holding shares in physical form are requested to intimate such changes to RTA.
- 23) The Notice of the AGM along with the Annual Report 2015-16 is being sent by electronic mode to those members whose e-mail 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 under the Companies Act, 2013.
- 24) In compliance with the provisions of section 108 of the Companies Act, 2013 read with the Rules made there under, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to its members the facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through remote e-voting services provided by Central Depository Services (India) Limited (CDSL).

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on Wednesday, September 21, 2016 at 9:00 A.M. (IST) and ends on Friday, September 23, 2016 at 5:00 P.M. (IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Saturday, September 17, 2016 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.
Dividend Bank Details or Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.

- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant ACRYSIL LIMITED on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xvii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) **Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- (xix) **Note for Non – Individual Shareholders and Custodians**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

We have appointed **Mr. Pradip C. Shah, Partner of P. P. Shah & Co.**, Practicing Company Secretary, Mumbai as the scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

The Scrutinizer shall, after the conclusion of the AGM, first count the votes cast at the meeting and thereafter unlock the votes cast through e-voting in the presence of at least two (2) witnesses not in the employment of the Company. The Scrutinizer shall, within a period of not later than three (3) days from the conclusion of the AGM, prepare a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, and submit it to the Chairman or any person authorized by him in writing, who shall countersign the same and declare the results of the voting.

The Results so declared, along with the Scrutinizer's Report, shall be placed on the Company's website viz. www.acrystalcorporateinfo.com and on the website of CDSL. The results shall also be forwarded to stock exchange.

Voting rights of the members shall be in proportion to their respective shareholding as on the cut-off date i.e. September 17, 2016.

The facility for voting through polling paper shall be made available at the AGM and members attending the meeting who have not cast their vote by e-voting shall be able to exercise their right to vote at the meeting through polling paper.

The members who have cast their vote by e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of e-voting as well as voting at the AGM through ballot paper.

To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.

Members may also note that the Notice of the AGM will be available on the Company's website viz. www.acrysilcorporateinfo.com. Physical copies of the aforesaid documents will be available at the registered office for inspection during business hours on working days.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

By order of the Board of Directors
For ACRYLIL LIMITED

Ahmedabad
August 8, 2016

Damodar H. Sejpal
COMPANY SECRETARY

Registered Office:

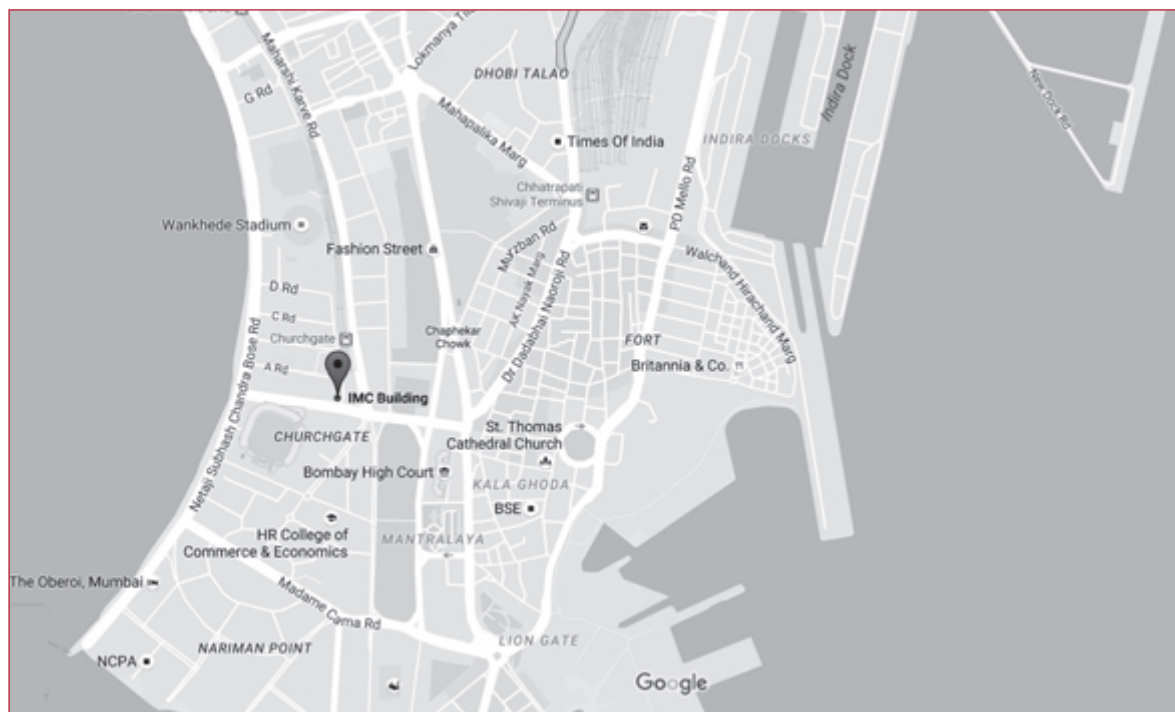
B-307, Citi Point, J.B. Nagar, Andheri Kurla Road, Andheri (East), Mumbai - 400 059.

Office: (91-22) 4015 7817 / 7818 / 7819 Fax: (91-22) 2825 8052.

CIN: L26914MH1987PLC042283

Website: www.acrysil.com / www.acrysilcorporateinfo.com

ROUTE MAP FOR AGM VENUE



EXPLANATORY STATEMENT

(Pursuant to section 102 of the Companies Act, 2013)

As required by Section 102 of the Companies Act, 2013 ("Act"), the following explanatory statement sets out all material facts relating to the business mentioned under Item Nos. 5 to 9 of the accompanying Notice:

Item No. 5

The Board of Directors, at its meeting held on 23rd May, 2016, appointed Dr. Sonal Ambani as an Additional Director of the Company with effect from 23rd May 2016. Pursuant to Section 161 of the Companies Act, 2013 Dr. Sonal Ambani will hold office up to the date of the ensuing Annual General Meeting.

Dr. Sonal Ambani, aged about 57 years, holds a Bachelor's Degree in Chemistry, an MBA in Marketing & Finance and a Ph. D. in Business Management. She has worked as an Assistant Vice President in Morgan Stanley Dean Witter. She has devoted her life to charity and non-profit initiatives. She is a sculptor at an art aficionado and act as a Director and Curator of Samara Art Gallery.

The Company has received a declaration from Dr. Sonal V. Ambani that she meets the criteria of Independence as prescribed both under sub-section (6) of Section 149 of the Act and Regulation 16(1)(b) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. In the opinion of the Board, Dr. Sonal V. Ambani fulfills the conditions for her appointment as an Independent Director as specified in the Act and the Listing Regulations, 2015. The copy of the letter for appointment of Dr. Sonal V. Ambani, as an Independent Director setting out the terms and conditions would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours on any working day.

A notice has been received from a member along with a deposit of ₹ 1,00,000/- (Rupees One Lakh) proposing Dr. Sonal V. Ambani as an Independent Director of the Company.

The Board considers that the appointment of Dr. Sonal V. Ambani would be of immense benefit to the Company and it is desirable to avail her services as an Independent Director. Your Directors recommend the passing of the proposed Ordinary Resolution

No director, key managerial personnel or their relatives, except Dr. Sonal Ambani, to whom the resolution relates, are interested or concerned in the resolution.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 5 of the Notice for approval by the Members.

This explanatory statement may also be regarded as a disclosure under Regulation 36 of the Listing Regulations.

Item No.6

The Board of Directors of the Company on the recommendation of the Audit Committee, approved the appointment and remuneration of M/s. S.K. Rajani & Co., Cost Accountants, to conduct the audit of the Cost records of the Company's Kitchen Sinks manufacturing units at Bhavnagar for the financial year ending March 31, 2017.

In terms of the provisions of Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is to be ratified by the Members of the Company. Accordingly, the Members are requested to ratify the remuneration payable to the Cost Auditor for the financial year ending March 31, 2017, as set out in the Resolution for the aforesaid services to be rendered by them.

None of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financial or otherwise, in the said Resolution.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 6 of the Notice for approval by the Members.

Item No.7

Under the provisions of Section 180(1)(c) of the Act, 2013, the Board of Directors of a Company could, with the consent of the shareholders obtained by Special Resolution, borrow monies, apart from temporary loans obtained from the Company's Bankers in the ordinary course of business, in excess of the aggregate of paid-up capital and free reserves of the Company, that is to say, reserves not set apart for any specific purpose. As such, it is necessary to obtain fresh approval of the shareholders by means of a Special Resolution, to enable the Board of Directors of the Company to borrow moneys, apart from temporary loans obtained from the Company's Bankers in the ordinary course of business, in excess of the paid up capital and free reserves of the Company. The shareholders of the Company at the Annual General Meeting of the Company held on September 24, 2014 had accorded their consent to the Board of Directors for borrowing up to ₹ 100 crores or the aggregate of the paid up capital and free reserves of the Company, that is to say, reserves not set apart for any specific purpose at the relevant time, whichever is higher. It is proposed to increase the borrowing limits to enable the Directors to borrow monies, provided that the total amount so borrowed by the Board shall not at any time exceed ₹ 150 crores or the aggregate of the paid up capital and free reserves of the Company, whichever is higher.

It is necessary to obtain fresh approval of the shareholders by means of a Special Resolution.

None of the Directors and key managerial personnel of the Company or their respective relatives are concerned or interested in the Resolution.

The Board recommends the Resolution at Item No.7 of the Notice for approval of the shareholders by a **Special Resolution**.

Item No.8

Under the provisions of Section 180 (1) (a) of the Act, 2013 the Board of Directors with the consent of the shareholders obtained by Special Resolution can create charge / mortgage / hypothecation on the Company's assets, both present and future, in favour of the lenders / trustees for the holders of debentures / bonds, to secure the repayment of monies borrowed by the Company (including temporary loans obtained from the Company's Bankers in the ordinary course of business).

The shareholders of the Company at the Annual General Meeting of the Company held on September 24, 2014 had accorded their consent to the Board of Directors for creation of charges / mortgages / hypothecations for an amount not exceeding ₹ 100 crores or the aggregate of the paid up capital and free reserves of the Company, that is to say, reserves not set apart for any specific purpose at the relevant time, whichever is higher. It is proposed to increase the limits to enable the Directors for creation of charges / mortgages / hypothecations for an amount not exceeding ₹ 150 or the aggregate of the paid up capital and free reserves of the Company, whichever is higher.

As such, it is necessary to obtain fresh approval of the shareholders by means of a Special Resolution, to enable the Board of Directors of the Company to create charge / mortgage / hypothecation on the Company's assets, both present and future, in favour of the lenders / trustees for the holders of debentures / bonds, to secure the repayment of monies borrowed by the Company (including temporary loans obtained from the Company's Bankers in the ordinary course of business). Standard market terms of long term debt finance include conditions whereby lenders / trustees in certain circumstances (such as non-payment or other events of default) can take over the management of the Company, to recover their dues. It is therefore, necessary to obtain members' approval by way of a Special Resolution under Section 180 (1) (a) of the Act for creation of charges / mortgages / hypothecations for an amount not exceeding ₹ 150 crores or the aggregate of the paid up capital and free reserves of the Company, whichever is higher.

The proposed borrowings of the Company may, if necessary, be secured by way of charge / mortgage / hypothecation on the Company's assets in favour of the lenders / holders of securities / trustees for the holders of the said securities as mentioned in the Resolution at Item No. 8. As the documents to be executed between the lenders / security holders / trustees for the holders of the said securities and the Company may contain provisions to take over substantial assets of the Company in certain events, it is necessary to pass a special resolution under Section 180(1)(a) of the Act, for creation of charges / mortgages / hypothecations for an amount not exceeding ₹ 150 crores or the aggregate of the paid up capital and free reserves of the Company, whichever is higher.

The Board recommends the Resolution at Item No. 8 of the Notice for approval of the shareholders by a **Special Resolution**.

None of the Directors and key managerial personnel of the Company or their respective relatives are concerned or interested in the Resolution.

Item No.9

Mr. Chirag A. Parekh (DIN: 00298807) was appointed by the Shareholders as Chairman and Managing Director at their annual general meeting held on September 26, 2013 for a period of three years i.e. from November 1, 2013 to October 31, 2016. The term as Managing Director will get expired on October 31, 2016. Considering his contribution in overall growth and performance of the Company, it is proposed to re-appoint him for further period of three years from November 1, 2016 to October 31, 2019. The re-appointment of Mr. Chirag A. Parekh (DIN: 00298807) as the Managing Director of the Company shall require the approval of the shareholders by way of passing of Special Resolution pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any of the Companies Act, 2013 and the Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013 and subject to the approvals of the Central Government and other authorities, if any.

The proposed re-appointment of and payment of remuneration to Mr. Chirag A. Parekh as the Managing Director, has been considered and recommended by the Nomination and Remuneration Committee at its respective meetings held on August 8, 2016.

The Board of Directors of the Company at their meeting held on August 8, 2016 has re-appointed Mr. Chirag A. Parekh as Chairman and Managing Director for a period of three years with effect from November 1, 2016 on the terms and conditions approved by the Nomination & Remuneration Committee and as set out in the resolution at Item No.9 of the Notice.

The remuneration, allowances and perquisites payable to the above mentioned Director is given below:

I. SALARY

₹10,00,000/- per month (in the scale of ₹10,00,000 – ₹12,00,000 per month)

The Board will grant annual increments and revise the Salary within the aforesaid range by granting one or more increments in the above scale, having regard to the merits and the Company's performance.

II. PERQUISITES

- (a) Perquisites like accommodation (furnished or otherwise) or house rent allowance in lieu thereof, house maintenance allowance, together with utilities such as gas, electricity, water furnishings and repairs; medical reimbursement, leave travel concession for himself and his family, club fees, medical insurance etc.; in accordance with the Rules of the Company or as may be agreed to by the Board of Directors and Mr. Chirag A. Parekh; such perquisites for each year not to exceed ₹12,00,000/- p.a.

For the purpose of calculating the above ceiling, perquisites shall be evaluated as per Income-tax Rules, wherever applicable. In the absence of any such Rules, perquisites shall be evaluated at actual cost to the company.

Provision of the Company's car and telephone (including mobile) at residence and reimbursement of expenses incurred by him for official duties shall not be included in the computation of perquisites for the purpose of calculating the said ceilings.

- (b) Company's contribution to Provident Fund and Superannuation or Annuity Fund to the extent these either singly or together are not taxable under the Income tax Act, gratuity payable as per the Rules of the Company (within limit of 24% of the basic salary every year) and encashment of leave at the end of his tenure as per the Rules of the Company applicable to senior executives and the same shall not be included in the computation of limits for the remuneration or perquisites aforesaid.

III. COMMISSION

A sum calculated at the rate of 2% of the Net profits after tax of the Company in a particular financial year. Provided that the commission shall be payable in such a way that in case of adequacy of profit, the overall managerial remuneration will be within overall limit of 5% of Net profit every year and in case of absence or inadequacy of profit, the overall managerial remuneration will be within limit of ₹ 1,90,56,000 p.a. as minimum remuneration subject to approval of the Central Government.

IV. MINIMUM REMUNERATION

In the event of loss or inadequacy of profits in any financial year(s), during the currency of tenure of Mr. Chirag A. Parekh as Chairman and Managing Director of the Company, the remuneration as mentioned in the resolution subject to limit of ₹ 1,90,56,000/- p.a., shall be paid to Mr. Chirag A. Parekh, as minimum remuneration, subject to the approval of Central Government.

V. OTHER TERMS

- (a) Leave: On full pay and allowances, as per the Rules of the Company, but not exceeding one month's leave for every 11 months of service.
- (b) Reimbursement of entertainment and/or travelling, hotel and other expenses actually incurred by him in the performance of duties.
- (c) Mr. Chirag A. Parekh shall not be entitled for sitting fees for attending meetings of the Board of Directors of the Company or Board Committees so long as he functions as the Managing Director of the Company.
- (d) The tenure of the Managing Director may be terminated by either party by giving to the other party ninety days' notice in writing.
- (e) In the event of any dispute or difference arising at any time between Mr. Chirag A. Parekh and the Company in respect of the Agreement or the construction thereof, the same will be submitted to and be decided by Arbitration in accordance with the provisions of the Arbitration and Conciliation Act, 1996.

This may also be considered and treated as Abstract and Memorandum of Interest under respective provisions of the Companies Act, 2013.

As per the Sub-clause B (iv) of Part II Section II of Schedule V, the company is required to furnish the following information in the Explanatory Statement;

I. GENERAL INFORMATION

No	PARTICULARS			
	Nature of Industry	Manufacturing of Quartz Kitchen Sinks		
	Date or expected date of commencement of Commercial Production.	Not applicable, as the Company is an existing Company. The Company is manufacturing and selling Quartz Kitchen Sinks since 1987.		
	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.	Not Applicable		
	Financial performance based on given indications.	31.03.2016 (₹ in lakhs)	31.03.2015 (₹ in lakhs)	31.03.2014 (₹ in lakhs)
	Sales (Net of Excise)	14,110.98	11,752.67	10,447.58
	Net Profit before Tax	1,106.71	1,316.53	1,052.08
	Net Profit After Tax	705.59	947.83	798.11
	Export performance. FOB Exports Sales ₹	9,121.85	8,239.90	7,398.84
	Foreign investments or collaborators, if any	Not Applicable		

II. INFORMATION ABOUT THE APPOINTEE

No	PARTICULARS	
	Background Details	Mr. Chirag A. Parekh is the son of the Company Promoter and is associated since inception; having a family background in manufacturing of Kitchen Sinks. Mr. Chirag A. Parekh had joined the Company as Promoter Director having experience of more than 22 years in manufacturing of Kitchen Sinks.
	Past Remuneration / Perquisites	<p>I. SALARY</p> <p>Mr. Chirag A. Parekh has been paid Basic Salary of ₹ 6,00,000/- per month (in the scale of ₹ 6,00,000 - ₹ 8,00,000). The Board has granted annual increments and revised the Salary within the aforesaid range, having regard to the merits and the Company's performance.</p> <p>II. PERQUISITES</p> <p>In addition to the salary Mr. Chirag A. Parekh has been also availed following perquisites.</p> <p>(a) Perquisites like accommodation (furnished or otherwise) or house rent allowance in lieu thereof, house maintenance allowance, together with utilities such as gas, electricity, water furnishings and repairs; medical reimbursement, leave travel concession for himself and his family, club fees, medical insurance etc.; in accordance with the Rules of the Company or as may be agreed to by the Board of Directors and Mr. Chirag A. Parekh; such perquisites for each year not to exceed ₹ 8,00,000. For the purpose of calculating the above ceiling, perquisites have been evaluated as per Income-tax Rules, wherever applicable. In the absence of any such Rules, perquisites have been evaluated at actual cost. Provision of the Company's car and telephone at residence for official duties have not been included in the computation of perquisites for the purpose of calculating the said ceilings.</p> <p>(b) Company's contribution to Provident Fund and Superannuation or Annuity Fund, as per the rules of the Company, gratuity payable as per the Rules of the Company and encashment of leave at the end of his tenure as per the Rules of the Company applicable to senior executives.</p> <p>The Central Government approved remuneration @ ₹35,00,000/- (₹ 84,00,000 per annum) for period from November 1, 2013 to March 31, 2014, ₹ 83,50,000/- for period from April 1, 2014 to March 31, 2015, ₹ 96,00,000/- for period from April 1, 2015 to March 31, 2016 and ₹ 64,40,000/- (₹ 1,10,40,000/- per annum) for period from April 1, 2016 to October 31, 2016.</p>

Recognition or Awards	Mr. Chirag A. Parekh, Chairman & Managing Director of the Company received recognition for his contribution to manufacturing innovation and design at the Industry 2.0 Manufacturing Innovation Conclave '12.
Job Profile and His Suitability	Experience of more than 2 decades in Administration and Finance. Experience of 15 years in Marketing & Personnel.
Remuneration/perquisites proposed	<p>I. SALARY</p> <p>Mr. Chirag A. Parekh will be paid Basic Salary of ₹ 10,00,000/- per month (in the scale of ₹ 10,00,000 - ₹ 12,00,000) The Board will grant annual increments and revise the Salary within the aforesaid range by granting one or more increments in the above scale, having regard to the merits and the Company's performance.</p> <p>II. PERQUISITES</p> <p>In addition to the salary, Mr. Chirag A. Parekh shall also be entitled to following perquisites.</p> <p>(a) Perquisites like accommodation (furnished or otherwise) or house rent allowance in lieu thereof, house maintenance allowance, together with utilities such as gas, electricity, water furnishings and repairs; medical reimbursement, leave travel concession for himself and his family, club fees, medical insurance etc.; in accordance with the Rules of the Company or as may be agreed to by the Board of Directors and Mr. Chirag A. Parekh; such perquisites for each year not to exceed ₹12,00,000/- p.a.. For the purpose of calculating the above ceiling, perquisites shall be evaluated as per Income-tax Rules, wherever applicable. In the absence of any such Rules, perquisites shall be evaluated at actual cost. Provision of the Company's car and telephone at residence and reimbursement of expenses incurred by him for official duties have not been included in the computation of perquisites for the purpose of calculating the said ceilings.</p> <p>(b) Company's contribution to Provident Fund and Superannuation or Annuity Fund to the extent these either singly or together are not taxable under the Income tax Act, gratuity payable as per the Rules of the Company (within limit of 24% of the basic salary every year) and encashment of leave at the end of his tenure as per the Rules of the Company applicable to senior executives and the same shall not be included in the computation of limits for the remuneration or perquisites aforesaid.</p> <p>III. COMMISSION</p> <p>A sum calculated at the rate of 2% of the net profits of the Company in a particular financial year.</p> <p>Provided that the commission shall be payable in such a way that in case of adequacy of profit, the overall managerial remuneration will be within overall limit of 5% of Net profit every year and in case of absence or inadequacy of profit, the overall managerial remuneration will be within limit of ₹ 1,90,56,000 p.a. as minimum remuneration subject to approval of the Central Government.</p>
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	The remuneration offered to Mr. Chirag A. Parekh is at par with the industry norms considering the nature of industry, size of the Company, profile and position of person and future growth of the Company.
Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any,	Mr. Chirag A. Parekh is holding 16,60,946 equity shares of the Company which is 32.01 % of the equity share capital of the Company.

II. OTHER INFORMATION

No	PARTICULARS	
	Reasons of loss or inadequate profits	The Company has earned profits; however, as per sections Section 197(3), read with Schedule V of Companies Act, 2013, the profits are not adequate to cover the remuneration/perquisite to be payable to Mr. Chirag A. Parekh. The increase in profitability on account of the expansion project will make the remuneration payable to him in line with the above mentioned sections.
	Steps taken or proposed to be taken for improvement.	The Company is making every effort to reduce cost and increase the overall efficiency, which will result increase in overall profitability of the Company.
	Expected increase in productivity and profits in measurable terms	The Company is expecting growth in the turnover and profit due to expansion of production capacities and expecting to do good Export turnover in future.

III. DISCLOSURES

No	PARTICULARS	
1.	All elements of remuneration package such as salary, benefits, bonuses, stock options, pension, etc., of all the directors	The information and disclosures of the remuneration package of the managerial personnel have been mentioned in the Annual Report in the Corporate Governance Report under the heading 'Remuneration in Rupees paid or payable to Directors for the year ended March 31, 2016.'
2.	Details of fixed component and performance linked incentives along with the performance criteria	The Company is making every effort to reduce cost and increase the overall efficiency, which will result increase in overall profitability of the Company.
3.	Service contracts, notice period, severance fees.	The information and disclosures of the remuneration package of the managerial personnel have been mentioned in the Annual Report in the Corporate Governance Report under the heading 'Remuneration in Rupees paid or payable to Directors for the year ended March 31, 2016.'
4.	Stock option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable	The information and disclosures of the remuneration package of the managerial personnel have been mentioned in the Annual Report in the Corporate Governance Report under the heading 'Remuneration in Rupees paid or payable to Directors for the year ended March 31, 2016.'

Except Mr. Chirag A. Parekh, none of other the Directors or Key Managerial Personnel of the Company or their relatives, financially or otherwise, is in any way concerned or interested in the aforesaid Special Resolution.

Your Directors recommends passing of a Special Resolution as proposed at Item No. 9 of the Notice.

This notice along with the explanatory statement should also be considered as an abstract of the terms of the appointment of Mr. Chirag A. Parekh as Chairman and Managing Director of the Company and a memorandum as to nature of concern or interest of the Directors in the said appointment.

**By order of the Board of Directors
For ACRYLIL LIMITED**

Ahmedabad
August 8, 2016

Damodar H. Sejpal
COMPANY SECRETARY

Registered Office:

B-307, Citi Point, J.B. Nagar, Andheri Kurla Road, Andheri (East), Mumbai - 400 059.

Office: (91-22) 4015 7817 / 7818 / 7819 Fax: (91-22) 2825 8052.

CIN: L26914MH1987PLC042283

Website: www.acrysil.com / www.acrysilcorporateinfo.com

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING

Particulars	Mr. Chirag A. Parekh	Dr. Sonal V. Ambani
DIN	00298807	02404841
Date of Birth	30.08.1969	19.04.1959
Date of Appointment	02.11.2002	23.05.2016
Qualifications	B.B.A.European University, Switzerland	B.SC. (Chemistry), M.B.A (U.S.A), Ph.D. (Business Management)
Expertise in specific functional areas	Experience of more than 2 decades in Administration & Finance. Experience of 16 years in Marketing & Personnel.	Dr. Sonal V. Ambani holds a PhD in Business Management, and is the founder Chairperson of FICCI Ladies Organization (FLO) Ahmedabad. She is the Vice Chairman of the CII Indian Women Network (IWN) whose objective is women empowerment in India
Other Directorships (excluding foreign companies)	<ol style="list-style-type: none"> 1. Acrysil Steel Limited 2. Sternhagen Bath Private Limited 3. Acrysil Appliances Limited 4. Acrycol Minerals Limited 	<ol style="list-style-type: none"> 1. ADI Finechem Limited 2. Elecon Engineering Company Limited 3. Anjali Fiscal Private Limited 4. Acton Exports LLP
Memberships / Chairmanships of committees of other public companies (includes only Audit Committee and Stakeholders' Relationship Committee.	Nil	Nil
Number of shares held in the Company	1660946	Nil
Relationship with any Director(s) of the Company	He is promoter of the Company and holding position of Chairman & Managing Director of the Company.	She is not related to any Director or Key Managerial Personnel of the Company.

DIRECTORS' REPORT

To,
The Members,
Your Directors have pleasure in presenting their Twenty Ninth Annual Report on the business and operations of the Company and the Audited Accounts for the Financial Year ended March 31, 2016.

1. Financial Summary/Performance of the Company

The summary of standalone (Company) and consolidated (Company and its subsidiaries) operating results for the financial year under review along with the figures for previous year are as follows:

(₹ in Lakhs)

Particulars	Standalone		Consolidated	
	31.03.2016	31.03.2015	31.03.2016	31.03.2015
1. Net Sales / Income from Operations	13,886.15	11,640.56	17,382.52	12,710.40
2. Other Income	224.83	112.11	179.33	68.73
3. Total Income (1+2)	14,110.98	11,752.67	17,561.85	12,779.13
4. Total Expenditure	12,059.93	9,596.02	14,443.89	10,356.21
5. Operating Profit before Finance Cost, Depreciation, Tax and Minority Interest (3-4)	2,051.05	2,156.65	3,117.96	2,422.92
6. Finance Cost	485.67	481.04	799.47	679.75
7. Depreciation	458.67	359.08	543.09	426.68
8. Profit before Tax and Minority Interest (5-6-7)	1,106.71	1,316.53	1,775.40	1,316.49
9. Provision for Taxation	401.65	368.70	560.85	415.51
10. Net Profit after Tax and before Minority Interest (8-9)	705.06	947.83	1,214.55	900.98
11. Minority Interest	-	-	123.38	27.88
12. Net Profit after Tax & Minority Interest (10-11)	705.06	947.83	1,091.16	873.10

Notes: 1. The previous year figures has been regrouped wherever necessary.

2. Performance Review

• Standalone

Yet again, Acrysil recorded the highest ever sales during the year. The Company undertakes aggressive sales promotion activities to create strong brand awareness and also took several growth initiatives to increase volumes during the year. As a result, the company had a year of impressive performance with Sales Turnover (Standalone basis) increasing by 19.29% to ₹ 13,886.15 lakhs as against ₹ 11,640.56 lakhs in the previous year. Net Profit (Standalone basis) for the year declined from ₹ 947.83 lakhs in the previous year to ₹ 705.06 lakhs in FY16.

• Consolidated

On consolidated basis, Sales turnover of your Company for the year was ₹ 17,382.52 Lakhs as against ₹ 12,710.40 Lakhs in the previous year. The Consolidated Profit before Taxation and Minority Interest was ₹ 1,775.40 Lakhs against ₹ 1,316.49 Lakhs in the previous year. The Consolidated Profit after Tax and Minority Interest was ₹ 1,091.16 Lakhs against ₹ 873.10 Lakhs in the previous year.

3. Dividend

Your company is rewarding its shareholders by way of consecutive cash dividends considering the consistent financial performance of your Company and promising future prospects while retaining capital to maintain a healthy Capital Adequacy Ratio and to support future growth. In view of the good financial performance of your Company, the Board of Directors, in its meeting held on May 23, 2016, has recommended a final dividend of 50% (₹ 5.00 per Equity Share of ₹ 10/- each) on Equity Shares of 10/- for the financial year ended March 31, 2016. The proposal is subject to the approval of shareholders at the ensuing Annual General Meeting.

4. Material Changes, Transaction and Commitment/Change in the Nature of Business, if any

There are no material changes and commitments, affecting the financial position of the Company for the year under review.

During the year under review, no significant or material order was passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

5. Management Discussion and Analysis (MDA)

Management Discussion and Analysis Report as prescribed under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is presented in separate sections forming part of the Annual Report.

6. Share Capital

During the year under review, 5,30,976 equity shares of the face value of ₹ 10/- each were issued and allotted on preferential basis. Consequent thereto, total paid up equity share capital of the Company as on March 31, 2016 stands at ₹ 5,18,89,760 divided into 51,88,976 equity shares of ₹10/- each.

During the year, the Company has neither issued shares with differential voting rights nor granted stock options or sweat equity.

7. Transfer to Reserves

The Company proposes to transfer ₹ 300.00 Lakhs to the General Reserves. An amount of ₹ 1303.98 Lakhs is proposed to be retained in the Statement of Profit and Loss of standalone financials.

8. Subsidiary Companies

As on March 31, 2016, the Company has six subsidiaries, including two overseas subsidiaries, one step down overseas subsidiaries. All the said subsidiaries of the Company remained operational during the year under review. There has been no material change in the nature of the business of the subsidiaries. Financials of subsidiaries are disclosed in the consolidated financial statements, which forms part of this Annual Report. Pursuant to sub-section (3) of section 129 of the Act and Rule 8(1) of the Companies (Accounts) Rules, 2014, the statement containing the salient feature of the financial statements of a Company's subsidiaries in Form AOC-1 is attached to the financial statements.

Pursuant to the provisions of section 136 of the Companies Act, 2013, the financial statements of the Company, consolidated financial statements along with relevant documents and separate audited accounts in respect of subsidiaries, are available on the website of the Company.

Further, the Annual Accounts and related documents of the subsidiary company shall be kept open for inspection at the Registered Office of the Company. The Company will also make available copy thereof upon specific request by any Member of the Company interested in obtaining the same. Further, pursuant to Accounting Standard AS-21 issued by the Institute of Chartered Accountants of India, Consolidated Financial Statements presented by the Company in this Annual Report include the financial information of its subsidiary.

During the year no company become Company's Subsidiaries, joint ventures or associate companies during the year;

There were no companies which have ceased to be company's subsidiaries, joint ventures or associate companies except Acrysil International Limited, Hongkong which has ceased to be Company's subsidiary during the year under review.

9. Directors and Key Managerial Personnel

The Board of Directors of the Company is led by the Executive Chairman and comprises six other Directors as on March 31, 2016, including one Chairman and Managing Director, five Independent Directors and one Non-Executive Director (other than Independent Directors).

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Shri Chirag Ashwin Parekh, Director of the Company, retires by rotation at the ensuing Annual General Meeting and being eligible has offered himself for re-appointment.

During the year under review, the members in their 28th Annual General Meeting held on September 25, 2015 approved the appointment of Shri Arjun Handa as an Independent Director who is not liable to retire by rotation.

Shri Shyam H. Mariwala and Smt. Shetal C. Parekh tendered their resignations from the Board of Directors effective from May 2, 2016 and May 23, 2016 respectively.

The Board of Directors has appointed Dr. Sonal Ambani [DIN:02404841] as an Independent Director of the Company from May 23, 2016 to March 31, 2021 on non-rotational basis, subject to approval of the shareholders. Dr. Sonal Ambani was appointed as an Additional Director, who shall hold office upto the ensuing Annual General Meeting. Based on the disclosures provided by her, she is not disqualified from being appointed as Director as per Section 164 of the Companies Act, 2013. The Board of Directors at its meeting held on May 23, 2016 has also appointed Dr. Sonal Ambani as a member of the Audit Committee, Nomination & Remuneration Committee & Corporate Social Responsibility Committee. The terms and conditions of appointment are placed on the website of the Company www.acrysilcorporateinfo.com.

Mr. Chirag A. Parekh, Chairman and Managing Director, Mr. Damodar Sejjal, Company Secretary and Mr. Anand H. Sharma, Chief Financial Officer are the "Key Managerial Personnel" of the Company pursuant to Section 2(51) and 203 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Apart from this, there were no changes in the Directors or Key Managerial Personnel during the year under review.

The brief resumes and other relevant documents of the Directors being appointed / re-appointed are given in the Explanatory Statement to the Notice convening the Annual General Meeting, for your perusal.

a. Board Meetings

During the year, 8 (Eight) Board meetings were held, with gap between Meetings not exceeding the period prescribed under the Companies Act, 2013. Details of Board and Board committee meetings held during the year are given in the Corporate Governance Report which forms part of the Annual Report.

Board meeting dates are finalised in consultation with all directors and agenda papers backed up by comprehensive notes and detailed background information are circulated well in advance before the date of the meeting thereby enabling the Board to take informed decisions. A detailed presentation is also made to apprise the Board of important developments in industry, segments, business operations, marketing, products etc.

b. Independent Director's Familiarization Programme

As per requirements under the Listing Agreement, the Company undertook directors' familiarization programme for Independent Directors in order to familiarise them with business model, management structure, product portfolio, Industry overview, manufacturing operations, internal control system and processes, FOREX management, risk management framework, functioning of various divisions, HR Management, CSR activities etc. The details of such familiarization programmes for Independent Directors are posted on the website of the Company and can be accessed at <http://www.acrysilcorporateinfo.com/public/upload/pdf/9390FamiliarisationProgrammeForIndependentDirectors.pdf>.

c. Evaluation of Board, Committees and Directors

In line with the statutory requirements enshrined under the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board carried out a performance evaluation of itself, its Committees, the Chairman and each of the other Directors on the basis of framework approved by the Nomination and Remuneration Committee.

Independent Directors at a separate meeting evaluated performance of the Non-Independent Directors, Board as a whole and of the Chairman of the Board. The manner in which the evaluation has been carried out has been detailed in the Corporate Governance Report which forms part of the Annual Report.

d. Policy on Appointment and Remuneration of Directors

The Board, on the recommendation of the Nomination & Remuneration Committee, formulated criteria for determining Qualifications, Positive Attributes and Independence of a Director and a Policy for remuneration of Directors, Key managerial Personnel and senior management. The Board has formulated Nomination and Remuneration Policy is posted on the website of the Company and can be accessed at <http://www.acrysilcorporateinfo.com/public/upload/pdf/14962328Nomination%20&%20Remuneration%20Policy.pdf>.

e. Declaration by Independent Directors

The Company has received necessary declaration from each independent director under Section 149(7) of the Companies Act, 2013, that he / she meets the criteria of independence laid down in Section 149(6) of the Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

10. Auditors

a. Statutory Auditors

The Company's Auditors M/s. Sanghavi & Co., Chartered Accountants, (Firm Registration No.109099W) have completed more than ten years as Statutory Auditors of the Company. In accordance with the provisions of Section 139 of the Act and Rules made there under, they can continue as Auditors for a further period of one year i.e. upto March 31, 2017. On the recommendation of the Audit Committee, it is proposed to ratify their appointment from the conclusion of 29th Annual General Meeting till the conclusion of 30th Annual General Meeting.

M/s Sanghavi & Co., Chartered Accountants have informed to the Company that their ratification for appointment, if made, would be within the limits prescribed under section 141 of the Act. They have also furnished a declaration confirming that their independence as well as their arm's length relationship with the Company and that they have not taken up any prohibited non-audit assignments for the Company.

The Board has duly reviewed the Statutory Auditor's Report and the observations and comments, appearing in the report are self-explanatory and do not call for any further explanation /clarification by the Board of Directors as provided under section 134 of the Act.

b. Cost Auditors

Pursuant to Section 148 of the Act, read with the Companies (Cost Records and Audit) Amendment Rules, 2014, the cost audit records maintained by the Company in respect of its Kitchen Sinks under other manufacturing activity are required to be audited

by cost auditors. The Board has on the recommendation of the Audit Committee, appointed M/s. S. K. Rajani & Co., Cost Accountants (FRN: 101113) to audit the cost accounts of the Company for the financial year 2016-17 on a remuneration of ₹ 60,000/-, subject to ratification by members. Accordingly, a resolution seeking Member's ratification for the remuneration payable to M/s. S. K. Rajani & Co., Cost Accountants (FRN: 101113) is included at Item No. 6 of the Notice convening the Annual General Meeting.

Your Company submits its Cost Audit Report with the Ministry of Corporate Affairs within the stipulated time period.

c. Secretarial Auditors

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. P.P. Shah & Co., a firm of Company Secretaries in Practice to conduct the Secretarial Audit of the Company. The secretarial audit report for the financial year 2015-16 forms part of the Annual Report as *Annexure VI* to the *Board's report*.

The Secretarial Audit Report is self-explanatory in nature and do not require any further comments and explanations.

The Board has appointed M/s. P.P. Shah & Co., Practicing Company Secretaries, as secretarial auditor of the Company for financial year 2016-17.

d. Auditors' Certificate on Corporate Governance

As required by SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the auditors' certificate on corporate governance is form part of Annual Report. The auditors' certificate for financial year 2015-16 does not contain any qualification, reservation or adverse remark.

11. Internal Control System and Compliance Framework

The Company has an Internal Control System, commensurate with size, scale and complexity of its operations. The internal financial controls are adequate and are operating effectively so as to ensure orderly and efficient conduct of business operations.

The Company has appointed M/s. Pramod Shah & Associates, as Internal Auditors of the Company. The Audit Committee in consultation with the internal auditors formulates the scope, functioning, periodicity and methodology for conducting the internal audit. The internal auditors carry out audit, covering inter alia, monitoring and evaluating the efficacy and adequacy of internal control systems in the Company, its compliance with operating systems, accounting procedures and policies at all locations and submit their periodical internal audit reports to the Audit Committee. Based on the internal audit report and review by the Audit committee, process owners undertake necessary actions in their respective areas. The internal auditors have expressed that the internal control system in the Company is robust and effective.

During the year, Internal Financial Controls (IFC) testing process was done in order to review adequacy and strength of IFC followed by the Company. As per the assessment, there are no major concerns and Controls are strong.

The Board has also put in place requisite legal compliance framework to ensure compliance of all the applicable laws and those systems are adequate and operating effectively.

12. Audit Committee

The details pertaining to composition of audit committee are included in the Corporate Governance Report, which forms part of this report. The Board accepted the recommendations of the Audit Committee whenever made by the Committee during the year.

13. The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

In line with The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and Rules made there under, the Company has adopted a "Policy on Prevention of Sexual Harassment at Workplace" There is no complaint related to the Sexual Harassment received during the year under review.

14. Risk Management and Policy on Risk Management

Company has implemented an integrated risk management approach through which it reviews and assesses significant risks on a regular basis to help ensure that there is a robust system of risk controls and mitigation in place. Senior management periodically reviews this risk management framework to keep updated and address emerging challenges.

Major risks identified for the Company by the management are Currency fluctuation, Compliance, Regulatory changes, Manufacturing & Supply, Litigation, Information Technology and new capital investments return. The management is however, of the view that none of the above risks may threaten the existence of the Company as robust Risk mitigation mechanism is put in place to ensure that there is nil or minimum impact on the Company in case any of these risks materialise.

The Board of Directors has also adopted a formal Risk Management policy for the Company, whereby, risks are broadly categorized with the parameters of identification, assessment, monitoring and mitigation of various risks. Policy on Risk Management is posted on the website of the Company and can be accessed at <http://www.acrysilcorporateinfo.com/public/upload/pdf/1902risk-management-policy.pdf>.

15. Vigil Mechanism

The Company has set up vigil mechanism viz. Whistle Blower Policy to enable the employees and Directors to report genuine concerns and irregularities, if any in the Company, noticed by them. It is posted on the intranet of the Company. The same is reviewed by the Audit Committee from time to time.

16. Related Party Transactions and Policy on Related Party Transactions

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. As provided under section 134[3][h] of the Companies Act, 2013 and Rules made there under disclosure of particulars of material transactions with related parties entered into by the Company in the prescribed format is annexed to this report as *Annexure - III*.

The Board has formulated Policy on Related Party Transactions and posted on the website of the Company and can be accessed at (<http://www.acrysilcorporateinfo.com/public/upload/pdf/5203related-party-transcation-policy.pdf>).

None of the Non-Executive Directors has any pecuniary relationship or transactions with the Company other than sitting fees and commission payable to them.

17. Managerial Remuneration and Particulars of Employees

The details pertaining to Remuneration as required under Section 197 (12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of this report and statement of particulars of employees is annexed as *Annexure IV*.

18. Insurance

The Company continues to carry adequate insurance cover for all its assets against foreseeable perils like fire, riot, earthquake, floods, terrorism etc. and other risks which are considered necessary by the management. In addition to this coverage, a statutory Public Liability Insurance Policy has been taken to cover the company for providing against the Public liability arising out of Industrial accidents for employees working in plants.

19. Loans, Guarantees Or Investments

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

20. Corporate Social Responsibility (CSR)

In compliance with Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Company has established Corporate Social Responsibility (CSR) Committee and statutory disclosures with respect to the CSR Committee and an Annual Report on CSR Activities forms part of this Report as *Annexure II*.

21. Deposits

Your Company has not accepted/renewed any deposits from the public and the shareholders of the Company and has repaid all the deposit outstanding at the beginning of the year and there has been no default in repayment of deposits or payment of interest thereon during the year, falling within the purview of Section 73 of the Act, read with the Companies (Acceptance of Deposits) Rules, 2014, as such, no amount of principal or interest was outstanding as of the Balance Sheet date.

22. Extract of the Annual Return

As per the provisions of section 92[3] of the Act, an extract of the Annual Return in the prescribed form MGT-9 is attached to this report as *Annexure - I*.

23. Directors' Responsibility Statement

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors confirm:

- that in the preparation of the annual accounts for the year ended March 31, 2016, the applicable Accounting Standards had been followed along with proper explanation relating to material departures, if any;
- that the directors had selected 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 ended March 31, 2016 and of the profit of the Company for that period;
- that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

- d. that the annual accounts/financial statements have been prepared on a going concern basis;
- e. that proper internal financial controls were in place and that the financial controls were adequate and were operating effectively;
- f. that 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.

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

The information relating to Conservation of energy, technology absorption, foreign exchange earnings and outgo, pursuant to Section 134 of the Act, read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is furnished in *Annexure VII* and forms part of this report.

25. Corporate Governance

Your Company upholds the standards of governance and is compliant with the Corporate Governance provisions as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in both letter and spirit. The Company's core values of honesty and transparency have since its inception been followed in every line of decision making. Setting the tone at the top, your Directors cumulatively at the Board level, advocate good governance standards at Acrysil.

Parameters of Statutory compliances evidencing the standards expected from a listed entity have been duly observed and a Report on Corporate Governance as well as the Certificate from Statutory Auditors confirming compliance with the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 forms part of the Annual Report.

26. Human Resource

Your Company firmly believes that employees are the most valuable assets and key players of business success and sustained growth. Various employee benefits, recreational and team building programs are conducted to enhance employee skills, motivation as also to foster team spirit. Company also conducts in-house training programs to develop leadership as well as technical / functional capabilities in order to meet future talent requirements. Industrial relations were cordial throughout the year.

27. Disclosures under Section 134(3)(l) of the Companies Act, 2013

Except as disclosed elsewhere in this report, there have been no material changes and commitments which can affect the financial position of the Company occurred between the end of the financial year of the Company and date of this report.

28. Transfer to Investor Education and Protection Fund

Pursuant to the provisions of Section 205C of the Companies Act, 1956, your Company has transferred ₹ 2,83,206/- during the year to the Investor Education and Protection Fund. This amount was lying unclaimed/unpaid with the Company for a period of seven years after declaration of Dividend for the financial year ended 2007-08.

29. Listing of Shares

The Securities and Exchange Board of India (SEBI), on September 2, 2015, issued SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the aim to consolidate and streamline the provisions of the Listing Agreement for different segments of capital markets to ensure better enforceability. The said regulations were effective December 1, 2015. Accordingly, all listed entities were required to enter into the Listing Agreement within six months from the effective date. The Company entered into Listing Agreement with BSE Limited on January 11, 2016.

30. Gratitude & Acknowledgments

Your Directors place on record their earnest appreciation for the unstinted commitment, dedication, hard work and significant contribution made by employees across the globe in ensuring sustained growth of the Company.

Your Directors also sincerely thanks all the stakeholders, business partners, government, other statutory bodies, banks, financial institutions, analysts and shareholders for their continued assistance, co-operation and support.

By order of the Board of Directors

Chirag A. Parekh
(DIN: 00298807)

Chairman & Managing Director

Ahmedabad, August 8, 2016

Registered Office:

B-307, Citi Point, J.B. Nagar, Andheri Kurla Road,
Andheri (East). Mumbai - 400 059.

Tel: (91-22) 4015 7817 / 7818 / 7819 • Fax: (91-22) 2825 8052.

CIN: L26914MH1987PLC042283 • Website: www.acrysil.com / www.acrysilcorporateinfo.com

Annexure Index

I.	Extracts of the Annual Return
II.	Report on Corporate Social Responsibility
III.	Related Party Transactions disclosure in AOC – 2
IV.	Managerial Remuneration and Particulars of Employees
V.	Companies which became / ceased to be Company's Subsidiaries, Joint Ventures or Associate Companies
VI.	Secretarial Audit Report in MR-3
VII.	Conservation of Energy, Technology Absorption, Foreign Exchange earnings and outgo

Annexure I

EXTRACTS OF ANNUAL RETURN FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2016.

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

I. REGISTRATION & OTHER DETAILS

1.	Corporate Identity Number (CIN) of the company	L26914MH1987PLC042283
2.	Registration Date	19/01/1987
3.	Name of the Company	ACRYSIL LIMITED
4.	Category/Sub-category of the Company	Public Company limited by Shares
5.	Address of the Registered office & contact details	B-307, Citi Point, J.B. Nagar, Andheri Kurla Road, Andheri (East). Mumbai-400 059. Tel: (91-22) 40157817/7818/7819 Fax: (91-22) 2825 8052. CIN: L26914MH1987PLC042283 Website: www.acrystal.com / www.acrystalcorporateinfo.com
6.	Whether listed company	YES
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	M/s Bigshare Services Pvt. Ltd., E-2/3, Ansa Industrial Estate, Sakivihar Road, Mumbai - 400 072 Phone: (022) 40430200 Fax: (022) 28475207

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No.	Name and Description of main products/services	NIC Code of the Product/service	% to total turnover of the company
1	Quartz Kitchen Sinks	22209	91%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and address of the Company	CIN/GLN	Holding/Subsidiary/Associate	% of shares held	Applicable Section
1.	ACRYSIL STEEL LIMITED B-307, Citi Point, J.B. Nagar, Andheri Kurla Road, Andheri (East), Mumbai - 400 059.	U28910MH2010PLC202493	Subsidiary	93.84%	2(87)
2.	STERNHAGEN BATH PRIVATE LIMITED B-307, Citi Point, J.B. Nagar, Andheri Kurla Road, Andheri (East), Mumbai - 400 059.	U25200MH2011PTC212405	Subsidiary	84.90%	2(87)
3.	ACRYSIL APPLAINCES LIMITED B-307, Citi Point, J.B. Nagar, Andheri Kurla Road, Andheri (East), Mumbai - 400 059.	U51101MH2013PLC241702	Subsidiary	100%	2(87)
4.	ACRYSIL GmbH, Darmstaedter-Landstrasse 125 D-60598 Frankfurt/Main (Germany)	N.A.	Subsidiary	100%	2(87)
5.	ACRYSIL UK LIMITED 3 Martins Court, West Street, Congleton, Cheshire CW12 1JR, United Kingdom	N.A.	Subsidiary	100%	2(87)
6.	HOMESTYLE PRODUCTS LIMITED 3 Martins Court, West Street, Congleton, Cheshire CW12 1JR, United Kingdom	N.A.	Subsidiary	Step Down Subsidiary	2(87)

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

A. CATEGORY-WISE SHARE HOLDING

Category of Shareholders		No. of Shares held at the beginning of the year [As on 01-April-2015]				No. of Shares held at the end of the year [As on 31-March-2016]				% Change during the year*
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A.	Promoter and Promoter Group									
(1)	Indian									
	a) Individual/ HUF	1999998	0	1999998	42.94	1999998	0	1999998	38.54	-4.39
	b) Central/State Government(s)	0	0	0	0	0	0	0	0	0.00
	c) Bodies Corporate	0	0	0	0	0	0	0	0	0.00
	d) Financial Institutions /Banks	0	0	0	0	0	0	0	0	0.00
	e) Any other (Specify)			0				0		0.00
	(i) Directors /Relatives	0	0	0	0	0	0	0	0	0.00
	(ii) Group Companies	201352	0	201352	4.32	201352	0	201352	3.88	-0.44
	Sub Total (A)(1) :	2201350	0	2201350	47.26	2201350	0	2201350	42.42	-4.84
(2)	Foreign									
	a) Individual	0	0	0	0	0	0	0	0	0.00
	b) Bodies Corporate	0	0	0	0	0	0	0	0	0.00
	c) Institutions	0	0	0	0	0	0	0	0	0.00
	d) Qualified Foreign Investor	0	0	0	0	0	0	0	0	0.00
	e) Any others (Specify)	0	0	0	0	0	0	0	0	0.00
	Sub Total (A)(2):	0	0	0	0	0	0	0	0	0.00
	Total shareholding of Promoters and Promoters Group (A)=(A)(1) + (A)(2)	2201350	0	2201350	47.26	2201350	0	2201350	42.42	-4.84
B.	Public Shareholding									
1.	Institutions									
	a) Mutual Funds	0	0	0	0	0	0	0	0	0.00
	b) Financial Institutions / Banks	0	150	150	0.0032	0	150	150	0.00	0.00
	c) Central Government	0	75	75	0.00	0	75	75	0.00	0.00
	d) State Government (s)	0	0	0	0	0	0	0	0	0.00
	e) Venture Capital Funds	0	0	0	0	0	0	0	0	0.00
	f) Insurance Companies	0	0	0	0	0	0	0	0	0.00
	g) FII's	0	0	0	0	0	0	0	0	0.00
	h) Foreign Venture Capital Investors	0	0	0	0	0	0	0	0	0.00
	i) Qualified Foreign Investors	0	0	0	0	0	0	0	0	0.00
	j) Any others (Specify)	0	0	0	0	2400	0	2400	0.05	0.05
	Sub-total (B)(1):	0	225	225	0.00	2400	225	2625	0.05	0.05
2.	Non-Institutions									
	a) Bodies Corporate									
	i) Indian	249975	12282	262257	5.63	396273	12282	408555	7.87	2.24
	ii) Overseas	0	0	0	0	0	0	0	0	0.00
	b) Individual									
	i) Individual shareholder holding nominal share Capital upto ₹ 1 Lakh	829072	336875	1165947	25.03	948406	332874	1281280	24.69	-0.34
	ii) Individual shareholder holding nominal share Capital excess of ₹ 1 Lakh	210542	42258	252800	5.43	544578	21600	566178	10.91	5.48
	c) Qualified Foreign Investor	0	0	0	0	0	0	0	0	0.00
	d) Any others (Specify)									
	i) Trusts	252	0	252	0.01	0	0	0	0	-0.01
	ii) Clearing Member	5636	0	5636	0.12	0	0	0	0	-0.12
	iii) Directors / Relatives	3204	0	3204	0.07	0	0	0	0	-0.07
	iv) Employee	0	0	0	0	0	0	0	0	0.00
	v) Non Resident Indians (NRI)	304915	9014	313929	6.74	243320	8656	251976	4.86	-1.88
	vi) Overseas Bodies Corporates	0	452400	452400	9.71	0	452400	452400	8.72	-0.99
	vii) Unclaimed Suspense Account	0	0	0	0	0	0	0	0	0.00
	Sub Total (B) (2):	1603596	852829	2456425	52.74	1736304	515530	2251834	43.40	-9.34
	Total Public Shareholding (B)=(B)(1)+ (B)(2)	1603596	853054	2456650	52.74	2159589	828037	2987626	57.58	4.84
C.	Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0.00
	Grand Total (A+B+C)	3804946	853054	4658000	100.00	4360939	828037	5188976	100.00	0.00

*It includes issue of 530976 equity shares on preferential basis, during the financial year 2015-16.

B. SHAREHOLDING OF PROMOTERS

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year [As on 01-April-2015]			Shareholding at the end of the year [As on 01-April-2016]			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	
1	Chirag Parekh	1660946	35.6579	0	1660946	32.0091	0	0
2	Pushpa R. Parekh	146952	3.1548	0	146952	2.83	0	0
3	Shetal C Parekh	100000	2.1468	0	100000	1.93	0	0
4	Jatin R. Parekh	83850	1.8001	0	83850	1.6159	0	0
5	Acrycol Minerals Limited	201352	4.3227	0	201352	3.88	0	0
6	Mala M Sanghrajka	7500	0.1610	0	7500	0.14	0	0
7	Ashwin M Parekh	750	0.0161	0	750	0.01	0	0

C. CHANGE IN PROMOTERS' SHAREHOLDING: NIL

Shareholders	Shareholding at the beginning of the year [As on 01-April-2015]		Cumulative Shareholding at the end of the year [As on 01-April-2016]	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year	2201350	47.2596	2201350	42.4236
Date wise Increase / Decrease in Promoters Share holding during the year Specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat Equity etc.	0	0	0	0
At the end of the year	2201350	47.2596	2201350	42.4236

Note:

The percentage of shareholding in promoter is diluted due to issue of 5,30,976 equity shares to non-promoter shareholders on preferential basis, during the year under review.

D. SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS

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

Sl No.	For Each of the Top 10 Shareholders*	Shareholding at the beginning of the year [As on 01-April-2015]		Cumulative Shareholding at the end of the year [As on 01-April-2016]	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Schock and Co GmbH	452400	9.71	452400	8.72
2.	Bengal Finance & Investment Private Limited	0	0	221240	4.26
3.	Ashish Kacholia	0	0	221240	4.26
4.	Piyush Vrajilal Mehta	246932	5.30	1,75,350	3.38
5.	Varun Daga	0	0	141463	2.73
6.	Paraskumar Harakchand Daga	0	0	54770	1.06
7.	Ojas Consulting Private Limited	43692	0.94	43692	0.84
8.	Sushila Paraskumar Daga	0	0	42087	0.81
9.	Siddhartha Labhshankar Dave	40000	0.86	40600	0.77
10.	S. Shyam	24923	0.54	35682	0.69

*The shares of the Company are traded on a daily basis and hence the date wise increase / decrease in shareholding is not indicated. Shareholding is consolidated based on permanent account number (PAN) of the shareholder.

E. SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

SI No.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	DIRECTORS				
1.	Mr. Chirag A. Parekh, Chairman & Managing Director	1660946	32.0091	1660946	32.0091
2.	Mrs. Shetal C. Parekh*, Director	100000	1.9272	100000	1.9272
3.	Mr. Jagdish R. Naik, Independent Director	3204	0.07	3204	0.617
4.	Mr. Ajit R. Sanghvi, Independent Director	0	0.00	0	0.00
5.	Mr. Shyam H. Mariwala**, Independent Director	0	0.00	0	0.00
6.	Mr. Pradeep H. Gohil, Independent Director	0	0.00	0	0.00
7.	Mr. Arjun S. Handa, Independent Director	0	0.00	0	0.00
8.	Dr. Sonal V. Ambani***, Independent Director	0	0.00	0	0.00
	KMP				
9.	Mr. Damodar H. Sejpal, Company Secretary	1	0.00	0	0.00
10.	Mr. Anand H. Sharma, Chief Financial Officer	0	0.00	0	0.00

*resigned from directorship w.e.f. 23.05.2016

** resigned from directorship w.e.f. 02.05.2016

***appointed as an Independent Director w.e.f. 23.05.2016

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year (April 1, 2015)				
i) Principal Amount	44,92,05,302	7,72,45,000	63,21,661	53,27,71,963
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	44,92,05,302	7,72,45,000	63,21,661	53,27,71,963
Change in Indebtedness during the financial year				
* Addition	2,49,79,74,404	0	4,50,000	2,49,84,24,404
* Reduction	2,51,72,49,382	4,84,45,000	13,65,000	2,56,70,59,382
Net Change	(1,92,74,978)	(4,84,45,000)	(9,15,000)	(6,86,34,978)
Indebtedness at the end of the financial year (March 31, 2016)				
i) Principal Amount	42,99,30,324	2,88,00,000	54,06,661	46,41,36,985
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	42,99,30,324	2,88,00,000	54,06,661	46,41,36,985

V. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**A. Remuneration to Mr. Chirag A. Parekh, Chairman & Managing Director**

Sl. No.	Particulars of Remuneration	Mr. Chirag A. Parekh, Chairman & Managing Director	Total Amount
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	72,00,000/-	72,00,000/-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961*	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	Nil	Nil
2	Stock Option	Nil	Nil
3	Sweat Equity	Nil	Nil
4	Commission- as % of profit- others, specify...	Nil	Nil
5	Others, please specify		
	Contribution to PF & FPF	864,000/-	864,000/-
	Contribution to Super Annuation Fund	10,80,000/-	10,80,000/-
	Contribution to EDLI	1691/-	1691/-
	Total (A)	91,45,691/-	91,45,691/-
	Ceiling as per the Act	It is within ceiling limit prescribed under Companies Act, 2013	

* Does not include premium for group personal accident and group mediclaim policy

Note- 1: As recommended by Nomination and Remuneration Committee and decided by the Board of Directors

B. Remuneration to other Directors

Sl. No.	Particulars of Remuneration	Name of Directors						Total Amount
	Independent Directors	—	Mr. Jagdish R. Naik	Mr. Ajit R. Sanghvi	Mr. Shyam H. Mariwala	Mr. Pradeep Gohil	Mr. Arjun S. Handa	
1	Fee for attending board/ committee meetings	—	2,45,000/-	1,50,000/-	1,50,000/-	2,10,000/-	60,000/-	8,15,000/-
	Commission	—	Nil	Nil	Nil	Nil	Nil	Nil
	Others, please specify	—	Nil	Nil	Nil	Nil	Nil	Nil
	Total (1)	—	2,45,000/-	1,50,000/-	1,50,000/-	2,10,000/-	60,000/-	8,15,000/-
2	Other Non-Executive Directors	Mrs. Shetal C. Parekh	—	—	—	—	—	—
	Fee for attending board/ committee meetings	45000/-	Nil	Nil	Nil	Nil	Nil	45000/-
	Commission	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Others, please specify	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total (2)	45000/-	Nil	Nil	Nil	Nil	Nil	45,000/-
	Total (B)=(1+2)	45000/-	2,45,000/-	1,50,000/-	1,50,000/-	2,10,000/-	60,000/-	8,60,000/-
	Total Managerial Remuneration							8,60,000/-
	Overall Ceiling as per the Act	It is within ceiling limit prescribed under Companies Act, 2013						
	Overall Ceiling as per the Act							It is within ceiling limit prescribed under Companies Act, 2013

C. Remuneration to key managerial personnel other than MD/Manager/WTD

Sl. No.	Particulars of Remuneration	Key Managerial Personnel	
		Company Secretary	Chief Financial Officer*
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	10,08,750	12,32,541
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	33,000	0
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0
2	Stock Option	0	0
3	Sweat Equity	0	0
4	Commission	0	0
	- as % of profit	0	0
	others, specify...	0	0
5	Others, please specify	0	0
	Total	10,41,705/-	12,32,541/-

* Chief Financial Officer appointed on November 5, 2015.

VI. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD/NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty					
Punishment			NIL		
Compounding					
B. DIRECTORS					
Penalty					
Punishment			NIL		
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment			NIL		
Compounding					

Annexure - II

THE ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

1. A brief outline of the Company's Corporate Social Responsibility (CSR) policy, including overview of projects or programs proposed to be undertaken.

In adherence to section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Board of Directors upon the recommendation of CSR Committee, in its Meeting held on 23rd April, 2014, approved a CSR Policy of the Company.

In accordance with the primary CSR activities under Schedule VII to the Companies Act, 2013, the CSR activities of the Company cover certain thrust areas such as sanitation facilities to schools and other poor families residing at Kardej village who do not have sanitation facility in their house, health camps, animal vaccination camp, health & hygiene training to adolescent girls, skill development training i.e. Tailoring training to a group of widows and also provide them financial aid to purchase sewing machine to create self employment, nutrition kit support to malnourished kids and medical support.

The Corporate Social Responsibility Policy of the Company is available on the website of the Company and can be accessed at http://www.acrysilcorporateinfo.com/public/upload/pdf/1970CSR%20Policy_Acrysil%20Limited.pdf

2. At present, the Corporate Social Responsibility Committee comprises of 3 (three) members of the Board. The Chairman of the Committee is the Chairman & Managing Director.

Mr. Chirag A. Parekh (Chairman & Managing Director) - Chairman

Mr. Pradeep H. Gohil (Independent Director) - Member

Dr. Sonal V. Ambani (Independent Director)* - Member

* appointed as an Independent Director w.e.f. 23.05.2016

3. Average net profit (Profit Before Tax) of the Company for last 3 financial year: ₹ 10.21 Crore
4. Prescribed CSR Expenditure (two per cent of the amount as in item 3 above): The Company is required to spend ₹ 20.42 Lakhs towards CSR.

(1) Details of CSR spent during the financial year:

(a) Total amount to be spent for the financial year: ₹ 20.42 Lakhs

(b) Amount unspent, if any: None

(c) Manner in which the amount spent during the financial year is detailed below:

Sr. No.	CSR Project or Activity identified	Sector in which project is covered	Projects or Programs	Amount Outlay (Budget) project or programs wise	Amount spent on the project or programs	Cumulative expenditure upto to the reporting period	Amount spent: Direct or through implementing agency
			Sub Heads		Sub Heads		
			(1) Local area or others (2) Specify the State and Districts where projects or programs was undertaken		(1) Direct Expenditure on projects or programs (2) Overheads		
1	Kardej CSR Project	Social Activities (Note: 1)	Bhavnagar, Gujarat	96,500	73,488	73,488	Agency (Vivekanand Research and Training Institute)
		Health (Note:2)	Bhavnagar, Gujarat	5,70,000	4,38,752	6,03,752	Agency (Vivekanand Research and Training Institute)
		Agriculture (Note:3)	Bhavnagar, Gujarat	95,000	97,843	97,843	Agency (Vivekanand Research and Training Institute)

(c) Manner in which the amount spent during the financial year is detailed below (contd.):

Sr. No.	CSR Project or Activity identified	Sector in which project is covered	Projects or Programs	Amount Outlay (Budget) project or programs wise	Amount spent on the project or programs	Cumulative expenditure upto to the reporting period	Amount spent: Direct or through implementing agency
			Sub Heads		Sub Heads		
		Skill Development (Tailoring training to adolescent girl)	Bhavnagar, Gujarat	50,000	50,000	1,07,750	Agency (Vivekanand Research and Training Institute)
		Need based activities (Note:4)	Bhavnagar, Gujarat	4,92,000	4,44,401	4,95,351	Agency (Vivekanand Research and Training Institute)
		Overheads- Operation Cost for project	Bhavnagar, Gujarat	4,56,000	1,78,856	2,63,595	
			Total	17,59,500	12,83,340	16,41,779	
2	Kardej CSR Project	Contribution towards Health Education & Corpus Fund	Bhavnagar, Gujarat	4,00,000	4,00,000	4,21,000	Agency (Vivekanand Research and Training Institute)
3	Child Education Project	Education	Bhavnagar, Gujarat	1,90,000	1,90,000	1,90,000	Agencies (Smt. R.D. Gardi Bhsvangar Stree Kelavani Mandal, Rogi Kalyan Samiti, Ashwanila Cahritable Trust, Rotary Club- Bhavnagar)
4	Rotary's CSR project - Ray of hope	Contribution towards Education and other social activities	Bhavnagar, Gujarat	2,00,000	2,00,000	2,00,000	Agency (Rotary Club- Bhavnagar)
			Total Spent	25,49,500	20,73,340	24,52,779	

More than 2% of the average Profit Before Tax (PBT) for the last three years (2012-13, 2013-14 and 2014-15) has been spent as per the CSR Policy of Acrysil Limited.

Notes:

- Social activities** includes Gramsabha, household survey, exposure visit, Group formation (Agriculture, Animal Vaccination and Women), micro / macro plan data for village Kardej.
- Health activities** includes Health Camp, Animal Vaccination Camp, Health & Hygiene training to Adolescent girls, Nutrition kit support to malnourished kids, Sanitation (Information, Education, Communication), Medical Support, Individual Sanitation Incentive for village Kardej.
- Agricultural activities** includes Farmer group training, Farmer, group exposure visit
- Need based activities** includes School Shed, Solid waste management support, Navagam Primary School Drinking water system.
- The Corporate Social Responsibility Committee of the Company hereby confirms that the implementation & monitoring of CSR policy, is in compliance with CSR objectives & policy of the Company.

Chirag A. Parekh
(DIN: 00298807)

Chairman & Managing Director
Chairman of the Corporate Social Responsibility Committee

Annexure - III
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.

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

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

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

Name (s) of the related party & nature of relationship	Nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts/ arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Date(s) of approval by the Board	Amount paid as Advance, if any in (₹)
Acrysil Steel Limited	Subsidiary	Purchase of Goods and Services	Ongoing	As per Transfer pricing guidelines	10.02.2015	
Acrycol Minerals Limited	Associate	Purchase of Goods and Services	Ongoing	As per Transfer pricing guidelines	10.02.2015	
Acrysil GmbH, Germany	Subsidiary	Sales of Goods and Services	Ongoing	As per Transfer pricing guidelines	10.02.2015	
Acrysil UK Limited	Subsidiary	Commission Paid	Ongoing	As per Transfer pricing guidelines	10.02.2015	
Homestyle Products Limited	Step-down Subsidiary	Sales of Goods and Services	Ongoing	As per Transfer pricing guidelines	10.02.2015	

For and on behalf of the Board of Directors

Chirag A. Parekh
(DIN: 00298807)
Chairman & Managing Director

Annexure - IV

Details pertaining to remuneration as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

- i. The ratio of the remuneration of each Director to the Median Remuneration of the Employees of the Company for the Financial Year 2015-16 and
- ii. The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the Financial Year.

(₹ in Lakhs)

Sr. No.	Name of Director/KMP and its Designation	Remuneration Director/KMP for the Financial Year 2015-16	Percentage increase in remuneration in the Financial year 2015-16	Median Remuneration Per Annum	Ratio (Remuneration of Director to Median Remuneration)	Remarks
1	Mr. Chirag A. Parekh <i>Chairman & Managing Director</i>	91.46	—	2.10	43.55	—
2	Mrs. Shetal C. Parekh** <i>Director</i>	0.45	100	2.10	0.21	Only Sitting Fees is paid.
3	Mr. Jagdish R. Naik <i>Independent Director</i>	2.45	40.00	2.10	1.17	Only Sitting Fees is paid.
4	Mr. Ajit R. Sanghvi, <i>Independent Director</i>	1.50	—	2.10	0.71	Only Sitting Fees is paid.
5	Mr. Shyam H. Mariwala*** <i>Independent Director</i>	1.50	30.43	2.10	0.71	Only Sitting Fees is paid.
6	Mr. Pradeep Gohil <i>Independent Director</i>	2.10	23.53	2.10	1.00	Only Sitting Fees is paid.
7	Mr. Arjun S. Handa, <i>Independent Director</i>	0.60	200	2.10	0.28	Only Sitting Fees is paid.
8	Dr. Sonal V. Amabani@ <i>Independent Director</i>	0	0	2.10	N.A.	—
9	Mr. Damodar H. Sejpal <i>Company Secretary</i>	10.09	9.55	2.10	4.80	—
10	Mr. Anand Sharma* <i>Chief Financial Officer</i>	12.62	N.A.	2.10	6.01	—

* Chief Financial Officer appointed on November 5, 2015,

** resigned from the post of director w.e.f. May 23, 2016,

*** resigned from the post of director w.e.f. May 02, 2016,

@ appointed as an Independent director w.e.f. May 23, 2016.

Remuneration for the Executive Directors the table above is based on Cost to Company (CTC).

- iii. The Median Remuneration of Employees (MRE) of the Company is ₹ 2.10 Lakhs for the Financial Year 2015-16. The MRE for the year increased by 5% compared to ₹ 2.00 Lakhs during the previous financial year.
- iv. The number of permanent employees on the rolls of the Company is 220 for the year ended March 31, 2016.

- v. Average percentile increase made in the salaries of employees other than the managerial personnel in the last Financial Year was 7% for officers and above category and 9% for below officers category employees. Managerial Remuneration was not increased during the year under consideration. The increase in remuneration is determined based on the performance by the employees of the Company.
- vi. It is hereby affirmed that the remuneration paid is as per the Nomination and Remuneration Policy of the Company. Statement of Particulars of employees pursuant to the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not given as notification issued by MCA dated June 30, 2016 for amendment in Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, no employee of the Company received remuneration in excess of ₹ 1,02,00,000/- p.a. or ₹ 8,50,000/- p.m. who forms part of top ten category of the Company.

Notes:

- All appointments are / were non-contractual
- Remuneration as shown above comprises of Salary, Leave Salary, Bonus, Gratuity where paid, Leave Travel Assistance, Medical Benefit, House Rent Allowance, Perquisites and Company's Contribution to Provident Fund and Superannuation Fund. Remuneration on Cash basis
- None of the above employees is related to any Director of the Company employed for part of the financial year.

For and on behalf of the Board of Directors

Chirag A. Parekh

(DIN: 00298807)

Chairman & Managing Director

Ahmedabad, August 8, 2016

Annexure - V

Companies which became/ceased to be Company's Subsidiaries, Joint Ventures or Associate Companies:

1. Companies which have become subsidiaries during the financial year 2015-16:

Sr. No.	Name of Company
-	-

2. Companies which ceased to be subsidiaries during the financial year 2015-16:

Sr. No.	Name of Company
1.	Acrysil International Limited, Hongkong
2.	Acrysil Shanghai Limited, China (Step-down Subsidiary)

3. Companies has become/ceased to be a joint venture or associate during the financial year 2015-16:

Sr. No.	Name of Company
-	-

Annexure-VI**SECRETARIAL AUDIT REPORT****FORM NO. MR-3****FOR THE FINANCIAL YEAR ENDED MARCH 31, 2016**

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

To,
The Members,
Acrysil Limited

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

Based on my verification of books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2016 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:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2016, according to the provisions of:

1. The Companies Act, 2013 (the Act) and the rules made thereunder;
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. 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, 1992 and 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;
 - 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 (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - 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);**

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

- 1) Secretarial Standards issued by The Institute of Company Secretaries of India i.e. Secretarial Standards - 1 for Board Meetings and Secretarial Standards - 2 for General Meetings;
- 2) The Listing Agreements entered into by the Company with Bombay Stock Exchange Limited;
- 3) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

I further report that

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

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

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

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

I further report that during the audit period the Company has passed following special resolution which are having major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. :

1. Preferential Issue of 530,976 equity shares at a price of ₹ 572/- (Face Value ₹ 10/- + Securities Premium ₹ 562/-) to persons other than promoters under Section 23, 42, 62 (1) (c) and other applicable provisions of the Companies Act, 2013 and Chapter VII - Preferential Issue of The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009.

I further report that during the audit period, there were no instances of:

1. Public / Right / debentures / sweat equity etc
2. Redemption / buy back of securities
3. Major decisions taken by the members in pursuance to section 180 of the Companies Act, 2013,
4. Merger / amalgamation / reconstruction etc.
5. Foreign technical collaborations

Place : Mumbai

Date : July 29, 2016

Signature:

For P. P. Shah & Co.,

Practicing Company Secretaries

Pradip Shah

FCS No. 1483 C P No.: 436

Annexure-VII

Conservation of Energy, Technology Absorption, Foreign Exchange earnings and outgo

Conservation of Energy, Technology Absorption, Foreign Exchange earnings and outgo

A. Conservation of Energy

The operations of the Company are not energy intensive. However, conservation measures have already been taken up wherever applicable. Disclosure of particulars with respect to conservation of energy in Form 'A' is not applicable.

B. Research and Development

R & D is the life blood of our business. Acrysil's endeavor to continually create new innovation that lets people do something they didn't they could do day before. The Company continued to pursue its R&D efforts in the areas of product concept development, incorporating smart formulations and product quality improvement to attain global benchmarks.

1. Specific areas in which R & D is carried out by the company

- (a) Focused innovation in product design and process quality for long term sustainability and competitive edge.
- (b) To stay ahead among the sector company has long term solutions and hence putting high thrust on R&D.
- (c) Continual process capability improvement, attaining global benchmarks with carried out by the Company consistent focus on the operational excellence to excel in the export market.
- (d) Application of Six Sigma Analytical tools to improve the efficiency and productivity, adoption of innovative and emerging methodologies of productivity and quality as future growth drivers and improvement of existing products.
- (e) Improving productivity for best utilization of resources at all levels including optimizing raw material waste and products are on-going activities.
- (f) Explore the possibilities to bring automation in process for improving the productivity and reducing the cost.
- (f) Introduction of 3D Composite Quartz tiles using Patented Sani Q formulations will be helpful to the Company to expand domestic and offshore markets for long term.
- (g) Company is becoming a new innovative destination of choice of customers across the globe resulting new customers flocking in.

2. Benefits derived as a result of the above efforts

- (a) Enhanced Customer satisfaction with quality, productivity, innovative and cost effective products & packaging in competitive market.
- (b) Enhanced flexibility and agile manufacturing keeping abreast of the changing of the above R&D needs of customers, launching of new products including line extensions of existing products which were developed by using in-house R & D capabilities, marked improvement in productivity and overall operating efficiencies besides consistency/stability in products.
- (c) Leveraging the core technological expertise that the Company has acquired over the years in order to stimulate demand by developing and offering innovative quality new products.
- (d) Alignment of products meeting enhanced applications by modifying technical specifications and manufacturing processes.
- (e) Computer controlled machining of sinks, wash basins and tiles for the better quality of products in terms of precision, repeatability and reliability.
- (f) Certification is ISO 9001: 2008, ISO 14001:2004 , BS OHSAS - 18001:2007 for Quality ,Environment, Health and Safety standards & BSCI (Business Social Compliance Initiatives) - Code of Conduct Certification by TUV.
- (g) Awarded with One Star Export House
- (h) Awarded by FGI for best exports performance and promotion

3. Future Plan of Action

- (a) To update technology, innovation and renovation of products and design capabilities and quality as per advancement and competitiveness observed from the Global market.
- (b) To introduce new designs of kitchen sinks, wash basins & 3D Tiles and varieties of products with latest technology.
- (c) With Robust focus on R&D and continuation of the ongoing efforts to be globally competitive and excel in the core business activities, Acrysil is all set to witness some Robust growth in near future.

4. Expenditure on R & D for the year 2015-2016

(a) Capital	NIL
(b) Recurring	8,98,744
(c) Total	8,98,744
(d) Total R & D expenditure as a Percentage of Total Turnover	0.06%

Technology absorption and research & development

1) Research and Development

2) Technology absorption, adoption and innovation

(a) Efforts in brief made towards technology absorption, adoption and innovation:

- Up gradation of existing product and processes to save cycle time, energy consumption and overall operational efficiency.
- Improve the quality of the product and upgrade the Manufacturing Process of all the products of the Company.
- Collaboration with technological institutes and technical experts to incorporating innovative ideas in to product and process.
- Constant monitoring of process and technology up gradation taking place in advance countries and to offer similar products through in-house R & D as well as through progressive manufacturing activities.
- The Company absorbs and adapts the technologies on a continuous basis to meet its specific product needs from time to time.
- Development of process of improving its quality control methods and testing facilities.
- Analyzing feedback from end users to improve quality of products.
- Constant efforts are made to improve and upgrade the new technology for higher productivity, to achieve better quality & reduce cost.
- Regular interaction with equipment designers and manufacturers and major raw material suppliers for improvements to processing and operating parameters.
- Technology support to all overseas subsidiaries to improve efficiency and enable business growth.

(b) Benefits derived as a result of above efforts.

- Central to maintaining competitiveness is the ability of producers to respond quickly and effectively to the changing demands of the international market.
- Development of value-added products, improvement quality and cost optimization efforts surely translate into a competitive edge in the market place overall impacting brand of the company.
- Integration of human and technical resources to enhance workforce performance and satisfaction.
- Enhancing quality focus and customer orientation.
- Initiatives on lean practices by implementing Goal Setting and training to workmen.
- Re-engineering core processes to dramatically improve efficiency and drive business value.
- Upgrading manufacturing technology levels.

(c) Technology imported during the last 5 years.

The company has not imported any technology during the last 5 years.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

1. Information on activities relating to exports, initiatives taken to increase exports, etc. are covered in the Management Discussion and Analysis in this annual report.
2. Total foreign exchange used and earned
 - Earnings in foreign currency – ₹ 91.22 Crores previous year ₹ 82.40 Crores.
 - Outgo in foreign currency – ₹ 41.46 Crores previous year ₹ 33.93 Crores.

For and on behalf of the Board of Directors

Chirag A. Parekh
(DIN: 00298807)

Chairman & Managing Director

Ahmedabad, August 8, 2016

CORPORATE GOVERNANCE REPORT

1. COMPANY'S PHILOSOPHY ON THE CODE OF CORPORATE GOVERNANCE

Acrysil Limited is committed to set the highest standards of Corporate Governance right from its inception benchmarked with the best class practices across the globe. Effective Corporate Governance is the manifestation of professional beliefs and values, which configures the organisational values, credo and actions of its employees. Transparency and accountability are the fundamental principles to sound Corporate Governance, which ensures that the organisation is managed and monitored in a responsible manner for 'creating and sharing value'.

Acrysil Limited believes that there is a need to view Corporate Governance as more than just regulatory requirements as there exists a fundamental link with the organisation of business, corporate responsibility and shareholder wealth maximisation. Therefore, your Company is articulating a multi-stakeholder model (including shareholder value) of accountability that will manage the symbolic relationship between the various stakeholders. This approach will be central to the day-to-day functioning of your Company and in implementation of its business strategy.

The Compliance Report on Corporate Governance herein signifies compliance of all mandatory requirements of clause 49 of the Listing Agreement/SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [the Listing Regulations].

2. VIGIL MECHANISM (WHISTLE BLOWER POLICY)

The Company has adopted the Whistle Blower Policy pursuant to which employees of the Company can raise their concerns relating to malpractices, inappropriate use of funds or any other activity or event which is against the interest of the Company. Further the mechanism adopted by the Company encourages the employees and Directors of the Company to report genuine concerns or grievances and provides for adequate safeguards against victimisation of employees and directors who avail of such mechanism and also provides for direct access to the Chairman of the Audit Committee, in exceptional cases. The details of complaints received and the action taken are reviewed periodically by the Audit Committee. None of the Company's personnel have been denied access to the Audit Committee.

3. BOARD OF DIRECTORS

The Board comprises of seven Directors as on March 31, 2016 of which one is Managing Director and Six are Non-Executive Directors (85% of the Board strength) and five are Independent Non-Executive Directors (71 % of the Board strength), with diverse experience in different areas. The Company does not have any Nominee Director appointed by Financial Institutions.

The Company has obtained the requisite disclosures from the Directors in respect of their directorship in other companies and membership/chairmanship in committees of other companies. The particulars of composition of the Board of Directors and their attendance at the Board Meetings during the year and at the last Annual General Meeting as also the numbers of directorships / memberships of committees of other companies are as under:

Name	Category	No. of Board Meetings attended during 2015-16	Attendance at last AGM	No. of other directorships in other public companies incorporated in India [#]	No. of other Board Committee (Numbers)	
					Membership	Chairmanship
Mr. Chirag A. Parekh	Promoter - Executive Chairman & Managing Director	7	YES	3	NIL	NIL
Mr. Jagdish R. Naik	Independent-Non-Executive	7	YES	3	2	NIL
Mr. Ajit R. Sanghvi	Independent-Non-Executive	5	YES	0	NIL	NIL
Mr. Pradeep H. Gohil	Independent-Non-Executive	8	YES	3	3	1
Mr. Shyam H. Mariwala@	Independent-Non-Executive	4	YES	0	NIL	NIL
Mrs. Shetal C. Parekh@@	Promoter Non-Executive	2	YES	3	NIL	NIL
Mr. Arjun S. Handa	Independent-Non-Executive	3	NO	3	4	NIL
Dr. Sonal V. Ambani@@@	Independent-Non-Executive	N.A.	N.A.	2	NIL	NIL

Notes:

These numbers exclude the directorship/committee membership held in the company and in private limited companies, foreign companies, companies registered under Section 8 of the Companies Act, 2013 and alternate directorship. Further, it includes only the chairmanship/membership of the Audit Committee, Stakeholders' Relationship Committee and Nomination & Remuneration Committee. All Directors have informed the Company about the committee positions they occupy in other companies as per Regulation 26 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, which were placed before the Board.

@ resigned from Directorship w.e.f. May 2, 2016

@@ resigned from Directorship w.e.f. May 23, 2016

@@@ appointed as a Director w.e.f. May 23, 2016

The Company held 8 meetings of its Board of Directors during the year on the following dates. The maximum time gap between any two consecutive meetings did not exceed 120 days.

April 08, 2015	May 23, 2015	July 14, 2015	August 14, 2015
September 25, 2015	November 5, 2015	February 04, 2016	March 21, 2016

Except Mr. Chirag Parekh and Mrs. Shetal Parekh being relatives, none of the other Directors are related to any other Director on the Board in term of definition of 'relative' as per the Companies Act, 2013.

Mr. Chirag A. Parekh is liable to retire by rotation at the forthcoming Annual General Meeting (AGM) and being eligible, has offered himself for re-appointment. Relevant details pertaining to Mr. Chirag Parekh is provided in the Notice of the Annual General Meeting (AGM).

All Independent Directors of the Company have furnished declarations that they qualify the conditions of being independent as per Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the Listing Regulations. These were placed before the Board.

During the financial year, the separate meeting of Independent Directors of the Company met on March 21, 2016 under the chairmanship of Mr. Ajit Sanghvi, Independent Directors without the presence of non-independent directors or management personnel to review the performance of Non-Independent Directors, the Board and its Chairman. The meeting also reviewed the quality, quantity and timeliness of flow of information between the Company and the Board.

The terms and conditions of appointment of Independent Directors are incorporated on the website of the Company www.acrysilcorporateinfo.com. The details of familiarization programmes for Independent Directors have been provided in the Directors' Report and posted on the website of the Company and can be accessed at the web link: <http://www.acrysilcorporateinfo.com/public/upload/pdf/9390FamiliarisationProgrammeForIndependentDirectors.pdf>

4. NO. OF SHARES HELD BY NON-EXECUTIVE DIRECTORS AS ON MARCH 31, 2016

Statement showing number of equity shares of the company held by the Non Executive Directors as on March 31, 2016:

Sr. No.	Name of Director	No. of Shares held
1.	Mr. Jagdish R. Naik	3,204
2.	Mrs. Shetal C. Parekh	100,000

Other Non-Executive Directors do not hold any shares in the Company as on March 31, 2016.

5. AUDIT COMMITTEE

The constitution of the Committee is in compliance with the provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of the Listing Regulations which has replaced the Clause 49 of the Listing Agreement.

The Company has an Audit Committee at the Board level, with the powers and roles in accordance with the requirements of the Clause 49 of the Listing Agreement / Regulation 18 of the Listing Regulations and Section 177 of the Companies Act, 2013.

The principal terms of reference of the Audit Committee as approved by the Board and as revised/updated from time to time by the Board are to supervise the Company's reporting process and disclosure of its financial information, to recommend the appointment of Statutory Auditors, Internal Auditors and Cost Auditors and fixation of their remuneration, to approve the appointment of the Chief Financial Officer, to review and discuss with the Auditors about the adequacy of internal control systems, the scope of Audit including the observations of the Auditors, major accounting policies, practices and entries, compliances with Accounting Standards and Listing Regulations and other legal requirements concerning financial statements and related party transactions, to review the Company's financial and risk management policies, Management Discussion and Analysis of financial condition and results of

operations, the financial statements of the Company's Subsidiaries and discuss with Internal Auditors any significant findings for follow-up thereon and to review the Quarterly and Annual Financial Statements before they are submitted to the Board of Directors.

The Committee has full access to information and records of the Company and can seek information from any employee of the Company and may invite such of Executives, as it considers appropriate to be present at the meetings of Committee. The Committee may access external professionals and obtain legal advice, if so required, and secure attendance of outsiders with relevant expertise, if it considers necessary, in discharge of its functions.

In addition to the above, the Committee shall have such functions / role / powers as may be specified in the terms of reference of the Audit Committee under applicable laws or as required by any statute.

Details of the composition of the Audit Committee of the Company, during the year under review, and the attendance of the Members at the same are summarized below:

Name of Director(s)	Category	No. of Meetings held	No. of Meetings Attended
Mr. Ajit R. Sanghvi, Chairman	Independent-Non-Executive	6	4
Mr. Jagdish R. Naik	Independent-Non-Executive	6	6
Mr. Shyam H. Mariwala	Independent-Non-Executive	6	4
Mr. Chirag A. Parekh	Promoter - Executive	6	5

The Board of Directors has reconstituted the Audit Committee in its Meeting held on May 23, 2016 as under:

Name of Director(s)	Category
Mr. Ajit R. Sanghvi, Chairman	Independent-Non-Executive
Mr. Jagdish R. Naik	Independent-Non-Executive
Mr. Chirag A. Parekh	Promoter - Executive
Mr. Pradeep H. Gohil	Independent-Non-Executive
Dr. Sonal V. Ambani	Independent-Non-Executive

Mr. Damodar H. Sejpal, Company Secretary of the Company, acted as the Secretary to the Committee. The Company held 5 meetings of its Audit Committee during the year on the following dates.

May 23, 2015	August 14, 2015	September 25, 2015
November 05, 2015	February 04, 2016	March 21, 2016

Audit Committee Meetings are also attended by senior finance and accounts executives, as and when required. Statutory Auditors, Internal Auditors and Cost Auditors of the Company are also invited to the meetings, as and when required.

The Chairman of the Committee attended the last Annual General Meeting of the Company.

6. NOMINATION AND REMUNERATION COMMITTEE

Audit Committee Meetings are also attended by senior finance and accounts executives, as and when required. Statutory Auditors, Internal Auditors and Cost Auditors of the Company are also invited to the meetings, as and when required.

The Chairman of the Committee attended the last Annual General Meeting of the Company.

Name of Director & Designation	Category of Directorship	No. of meetings held during the tenure	No. of Meetings attended
Mr. Jagdish R. Naik, Chairman	Non-Executive & independent	4	4
Mr. Shyam H. Mariwala	Non-Executive & independent	4	3
Mr. Pradeep H. Gohil	Non-Executive & independent	4	4

The Board of Directors has reconstituted the Nomination and Remuneration Committee in its Meeting held on May 23, 2016 as under:

Name of Director(s)	Category
Mr. Jagdish R. Naik, Chairman	Independent-Non-Executive
Mr. Ajit R. Sanghvi	Independent-Non-Executive
Mr. Pradeep H. Gohil	Independent-Non-Executive
Dr. Sonal V. Ambani	Independent-Non-Executive

The 'Nomination and Remuneration Committee' of the Company recommends the nomination of Executive Directors (members of the Board) as well as Non-Executive Directors and remuneration of such Executive Directors and Non-Executive Directors [other than Independent Non-Executive Directors] and recommend and monitor the level and structure of remuneration of senior management of the Company as per the Nomination and Remuneration Policy.

Remuneration of Directors

Independent Non-Executive Directors are paid sitting fees for meetings of Directors and Committees of Directors.

The Company pays remuneration to its Chairman & Managing Director by way of salary, commission, perquisites and allowances. Salary is paid to Chairman & Managing Director during the financial year 2015-16 is within the limit as approved by the Central Government.

The Board, on the recommendations of the Remuneration Committee, approved annual increments to the Chairman & Managing Director. Commission payable to the Chairman & Managing Director calculated having regard to the net profits of the Company in a particular financial year and is determined by the Board of Directors at the end of the financial year based on the recommendations of the Remuneration Committee, subject to the overall ceiling as stipulated in Sections 197 of the Companies Act, 2013. Independent Non-Executive Directors are not paid any commission.

Given below are the details of remuneration of Directors for the financial year 2015-16.

Director	Sitting fees for Board/Committee Meetings (₹)	Salaries and other perquisites (₹)	Other Remuneration (₹)	Commission (₹)	Total (₹)
Mr. Chirag A. Parekh Chairman & Managing Director	Nil	91,45,691/- (includes exempted ₹ 19,45,691/-)	Nil	Nil	91,45,691/-
Mrs. Shetal C. Parekh	45,000/-	Nil	Nil	Nil	45,000/-
Mr. Jagdish R. Naik	2,45,000/-	Nil	Nil	Nil	2,45,000/-
Mr. Ajit R. Sanghvi	1,50,000/-	Nil	Nil	Nil	1,50,000/-
Mr. Pradeep H. Gohil	2,10,000/-	Nil	Nil	Nil	2,10,000/-
Mr. Shyam H. Mariwala	1,50,000/-	Nil	Nil	Nil	1,50,000/-
Mr. Arjun S. Handa	60,000/-	Nil	Nil	Nil	60,000/-

1. The terms of appointment of Chairman & Managing Director is governed by the resolutions of the shareholders and applicable rules of the Company.
2. Severance compensation is payable to the Chairman & Managing Director if their employment is terminated before the contractual period, subject to the provisions and limitations specified in Section 191 and 202 of the Companies Act, 2013.

Remuneration policy

The Board, on the recommendation of the Nomination & Remuneration Committee, will formulate criteria for determining Qualifications, Positive Attributes and Independence of a Director as also a Policy for remuneration of Directors, Key managerial Personnel and senior management.

Performance evaluation of Directors

The Board, on the recommendation of the Nomination & Remuneration Committee, formulated criteria for determining Qualifications, Positive Attributes and Independence of a Director and a Policy for remuneration of Directors, Key managerial Personnel and senior management. The Board has formulated Nomination and Remuneration Policy.

Performance evaluation of each Director was carried out based on the criteria as laid down by the Nomination & remuneration Committee.

The broad criteria followed for evaluation of performance of Directors includes aspects such as attendance at the meetings, participation and independence during the meetings, interaction with management, role and accountability, knowledge and proficiency. The performance evaluation of the Managing Director and Whole-Time Directors was based on business achievements of the company.

7. STAKEHOLDERS RELATIONSHIP COMMITTEE

The Company has constituted Stakeholders Relationship Committee to look into the investors' complaints and to redress the same expeditiously accordance with the provisions of Section 178 of the Companies Act, 2013 and Clause 49 of the Listing Agreement / Regulation 19 read with Part D of Schedule II to the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

The Committee specifically looks into the redressal of grievances of Shareholders. The committee considers and resolves the grievances of the Shareholders of the Company including complaints related to Transfer of shares, Non-receipt of Balance Sheet, Non-receipt of declared Dividends etc.

The Company held 4 meetings of its Stakeholders Relationship Committee during the year on the following dates.

May 23, 2015	August 14, 2015
November 05, 2015	February 04, 2016

Details of the composition of the Stakeholders Relationship Committee of the Company and the attendance of the Members at the same are summarised below:

Name of Director	No. of Meeting held	No. of Meeting attended
Mr. Ajit R. Sanghvi, Chairman	4	2
Mr. Chirag A. Parekh	4	4
Mr. Jagdish R. Naik	4	4

The Board of Directors has reconstituted the Stakeholders Relationship Committee in its Meeting held on May 23, 2016 as under:

Name of Director(s)	Category
Mr. Ajit R. Sanghvi, Chairman	Independent-Non-Executive
Mr. Jagdish R. Naik	Independent-Non-Executive
Mr. Chirag A. Parekh	Promoter - Executive
Mr. Pradeep H. Gohil	Independent-Non-Executive
Dr. Sonal V. Ambani	Independent-Non-Executive

Mr. Damodar Sejjal, Company Secretary of the Company, acts as the Secretary of the Committee and is also designated as the Compliance Officer.

During the year, 46 complaints were received from investors, all of which were replied / resolved. There are no pending complaints as on March 31, 2016.

8. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

In terms of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Board at its meeting held on March 13, 2014 has constituted a Corporate Social Responsibility (CSR) Committee consisting of majority of Independent Directors.

The composition of the CSR Committee, during the year under review, as approved by the Board is as follows:

Name of the Member	Category
Mr. Chirag A. Parekh	Promoter - Executive Director
Mrs. Shetal C. Parekh, Chairman	Promoter - Non Executive Director
Mr. Pradeep H. Gohil	Independent Non-Executive Director
Mr. Shyam H. Mariwala	Independent Non-Executive Director

The Board of Directors has reconstituted the Stakeholders Relationship Committee in its Meeting held on May 23, 2016 as under:

Name of the Director(s)	Category
Mr. Chirag A. Parekh, Chairman	Promoter – Executive
Mr. Pradeep H. Gohil	Independent Non-Executive
Dr. Sonal V. Ambani	Independent-Non-Executive

The terms of reference of the Committee includes formulation and recommendation to the Board of Director, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013; to recommend the amount of expenditure to be incurred on CSR activities as indicated in the CSR Policy; monitor the CSR Policy of the Company from time to time; institute a transparent monitoring mechanism for implementation of CSR projects or programs or activities undertaken by the Company; and perform any other function or duty as stipulated by the Companies Act, Securities and Exchange Board of India, Stock Exchanges and any other regulatory authority or under any applicable laws, as may be prescribed from time to time.

9. POLICY FOR PROHIBITION OF INSIDER TRADING

In compliance with the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015 as amended and to preserve the confidentiality and prevent misuse of unpublished price sensitive information, the Company has adopted a Code for Prohibition of Insider Trading for Directors / Designated persons of the Company, relating to dealings by them in the securities of the Company. The Code also provides for periodical disclosures from Directors / Designated persons as well as pre-clearance of transactions by such persons.

10. SEPARATE MEETING OF INDEPENDENT DIRECTORS

A separate meeting of the Independent Directors of the Company was held on March 21, 2016 to evaluate their performance of Non-Independent Directors and the Board as a whole and performance of Chairperson, who were evaluated on parameters such as attendance, level of engagement and contribution, independence of judgment, safeguarding the interest of the Company and its stakeholders. The Independent Directors expressed their satisfaction on the performance and effectiveness of the Board, individual Non-Independent Board members, Independent Directors and the Chairman. They also expressed satisfaction with the quality, quantity and timelines of flow of information between the Company management and the Board.

11. FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

Independent Directors at the time of their appointment are given the formal appointment letter mentioning various terms and conditions of their engagement. Independent Directors of the company are made aware of their role, duties, rights and responsibilities at the time of their appointment.

Independent Directors have visited the plants of the company for understanding of manufacturing operations and different processes of their plants.

The Board of Directors have complete access to the information within the company and to interact with senior management personnel. Independent Directors have freedom to interact with the management of the company.

The Familiarization programme has been conducted during the year under review and different aspects such as legal compliance management, corporate governance and role of independent directors has been covered in the same.

12. GENERAL MEETINGS

(i) Location and time of the last three Annual General Meetings

Year	Location	Day/Date	Time	No. of Special Resolutions
2012-13	Indian Merchant Chambers, IMC Road, Churchgate Mumbai - 400 020	Saturday, September 26, 2013	3.30 P.M.	3
2013-14	"Rama Watumal Auditorium", C/o 124, Kishanchand Chellaram, College Building, Dinshaw Wachha Road,	Saturday, September 24, 2014	3.00 P.M.	2
2014-15	Indian Merchant Chambers, IMC Road, Churchgate Mumbai - 400 020	Friday, September 25, 2015	3.30 P.M.	3

(ii) Location and time of Extra-Ordinary General Meeting

Year	Location	Day/Date	Time	No. of Special Resolutions
2013-14	No Extra Ordinary General Meeting held during the year.	—	—	—
2014-15	No Extra Ordinary General Meeting held during the year.	—	—	—
2015-16	Indian Merchant Chambers, IMC Road, Churchgate, IMC Road, Churchgate, Mumbai – 400 020	Saturday, May 16, 2015	3.30 P.M.	3
2015-16	Indian Merchant Chambers, IMC Road, Churchgate, Mumbai – 400 020	Friday, August 14, 2015	11.00 A.M.	1

(iii) Special Resolution passed through Postal Ballot

AGM for the previous Financial Year 2014-15 held on September 25, 2015, no special resolution was put through by Postal Ballot during the year.

(iv) Special Resolution proposed to be conducted through Postal Ballot and procedure therefore

At the ensuing Annual General Meeting, there is no resolution proposed to be passed through Postal Ballot. Hence the procedure for Postal Ballot is not laid down.

13. DISCLOSURES

Related Party Transactions

Pursuant to Clause 49 of the Listing Agreement / Regulation 23 of the Listing Regulations and applicable provisions of the Companies Act, 2013, the Company has formulated Related Party Policy for dealing with Related Party transactions. Transactions with every Related Party were entered as per the provisions of the law and the Related Party Policy. A copy of the Related Party Policy for dealing with Related Party transactions is available on the website of the Company i.e. www.acrysilcorporateinfo.com

The Company has also formulated Policy on determining material Subsidiaries as required under Clause 49 of the Listing Agreements / respective provisions of the Listing Regulations. A copy of the policy on determining material Subsidiaries is available on the website of the Company i.e. www.acrysilcorporateinfo.com

Transactions with related parties are disclosed in detail in Note 31 annexed to the financial statements for the year. All the Related Party transactions are duly approved by Audit Committee / Board as required under the provisions of the Companies Act, 2013 and Listing Agreement, as well as the Related Party Policy of the Company. Adequate care was taken to ensure that the potential conflict of interest did not harm the interests of the Company at large.

The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

There has been no complaint under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, during the year.

Statutory Compliance, Penalties and Strictures

The Company follows a formal management policy and system of legal compliance and reporting to facilitate periodical review by the Board of compliance status of laws applicable to the Company and steps taken to rectify non-compliances, if any.

There were no instances of material non-compliance and no strictures or penalties were imposed on the Company either by SEBI, Stock Exchanges or any statutory authorities on any matter related to capital markets during the last three years.

Code of Business Conduct

In compliance with Regulation 26(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and the Companies Act, 2013, the Company has framed and adopted a Code of Conduct for Directors & Senior Management ('the Code'). The Code is applicable to the members of the Board and senior executive officers of the Company. The Code is available on our website, www.acrysilcorporateinfo.com.

A declaration to this effect, signed by the CMD and the CFO, forms part of the CMD and CFO certification.

CMD & CFO Certification

As required by SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the CMD & CFO certification is provided in this Annual Report.

Mandatory & Non-Mandatory Clauses

The Company has complied with all the mandatory requirements laid down by the Clause 49 of the Listing Agreement and provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'). The non-mandatory requirements complied with has been disclosed at the relevant places.

MEANS OF COMMUNICATION

- The unaudited quarterly and summarised audited annual results of the Company are generally published in the dailies published from Mumbai viz. Economic Times (English), Business Line (English) and Navshakti (Marathi).
- In line with last year, the Company plans to send the soft copies of Annual-Report 2015-16 to those shareholders whose email ids are registered with the Depository Participants (DPs) and/or with the Company's Registrars and Transfer Agents, unless opted by them to get the physical copy, to support the "Green Initiative in the Corporate Governance", an initiative taken by the Ministry of Corporate Affairs (MCA).
- Management Discussion and Analysis forms part of the Annual Report.

14. GENERAL SHAREHOLDER INFORMATION

• Annual General Meeting

The 29th Annual General Meeting of the Members will be held on Saturday, the September 24, 2016 at 3.30 p.m.

- **Venue:** Indian Merchant Chambers, IMC Road, Churchgate, Mumbai - 400020

• Tentative Financial Calendar for the Year 2016-17

Financial Year	: April 1, 2016 to March 31, 2017
First Quarter Results	: August 8, 2016
Half Yearly results	: Fourth week of October 2016
Third Quarter results	: Fourth week of January 2017
Results for year-end	: Third week of May 2017

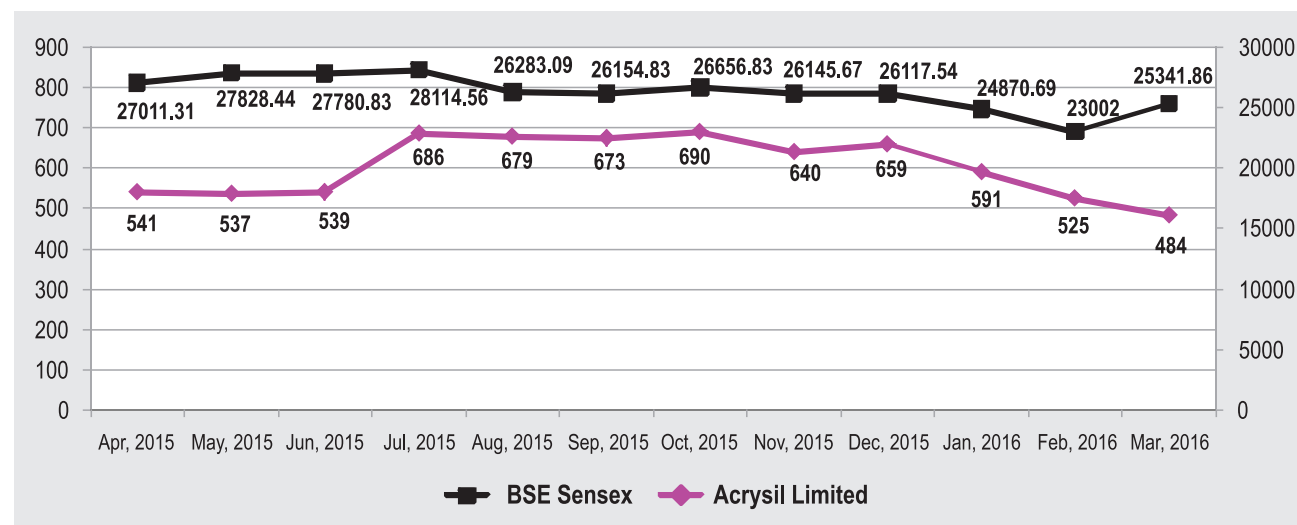
- **Dates of Book Closure** : Sunday, the September 18, 2016 to Saturday, the September 24, 2016 (both days inclusive).
- **Dividend payment date** : The proposed dividend, if approved at the ensuing Annual General Meeting will be distributed on or around October 15, 2016.
- **Listing on Stock Exchanges** : The Bombay Stock Exchange Limited (BSE). Listing fees for the year 2016-17 have been paid.
- **Stock Codes (for shares)** : The Bombay Stock Exchange Limited (BSE): 524091
Demat ISIN Number in NSDL and CDSL: INE482D01016
- **Volume of shares traded on BSE** : 1666558

- Market Price Data**

Month	The Bombay Stock Exchange Limited (BSE)		No. of Shares Traded
	High	Low	
April, 2015	569.00	475.00	162667
May, 2015	560.00	491.00	184525
June, 2015	572.50	482.00	87420
July, 2015	744.50	500.00	526943
August, 2015	799.00	556.50	313714
September, 2015	727.50	593.00	113794
October, 2015	738.00	661.00	57514
November, 2015	732.00	602.00	59062
December, 2015	679.00	595.50	71953
January, 2016	685.00	528.75	76371
February, 2016	606.00	470.00	85533
March, 2016	560.00	482.25	151858

- Share Price Movements**

Share Price Movement for the period April, 2015 to March, 2016 of Acrysil Limited (AL) Vs BSE Sensex.



- Share Transfer System**

The share transfer function is carried out by the Registrars and Transfer Agents - Bigshare Services Private Limited. Share transfers in physical form can be lodged at their office at E-2/3, Ansa Industrial Estate, Sakivihar Road, Mumbai - 400 072. (Telephone: 022-40430200) E-mail: investor@bigshareonline.com

During the year, the Share Transfer Committee of the Company met at fortnightly intervals for approval of share transfers and other related matters.

Total number of shares transferred during the last two calendar years was as follows:

Particulars	2014-15	2015-16
Number of transfers	13	15
Numbers of shares processed	2,184	17,944

• **Distribution of Shareholdings as on March 31, 2016**

Range	No. of Shareholders	Percentage	Shares Amount (₹)	Percentage
1-5000	5,325	89.8279	60,09,130	11.5806
5001-10000	359	6.0560	24,60,450	4.7417
10001-20000	135	2.2773	18,95,130	3.6522
20001-30000	38	0.6410	9,44,030	1.8193
30001-40000	12	0.2024	4,23,570	0.8163
40001-50000	8	0.1350	3,61,630	0.6969
50001-100000	19	0.3205	13,25,180	2.5538
Above 100000	32	0.5398	3,84,70,640	74.1392
TOTAL	5,928	100.00	5,18,89,760	100.00

• **Categories of Shareholders as on March 31, 2016**

Category	No. of Shareholders	Voting Strength %	No. of Shares
Promoters	7	42.4236	22,01,350
Financial Institutions / Banks	2	0.0491	2,550
Central / state Government(s)	1	0.0014	75
Bodies corporate	119	7.8735	4,08,555
Clearing member	20	0.4126	21,408
Directors / Relatives	1	0.0617	3,204
Non resident Indians (NRI)	195	4.8560	2,51,976
Overseas Bodies Corporate	1	8.7185	4,52,400
Resident individual	5,487	35.6035	18,47,458
TOTAL	5,833*	100.00	51,88,976

* Shareholders with multiple folios with same PAN have been clubbed.

- **Dematerialisation of Shares and Liquidity**

84.04% of the Company's share capital is held in dematerialized form as on March 31, 2016. The Company's shares are regularly traded on The Bombay Stock Exchange Limited

- **Transfer to Investor Education and Protection Fund (IEPF)**

In accordance with the provisions of Section 125 of the Companies Act, 2013 the unpaid/unclaimed dividend of ₹ 2,83,206/- was lying in the company's separate unpaid dividend account and lasting unclaimed for a period of seven years, was transferred to the IEPF.

- **Factory**

Survey No. 312, Bhavnagar - Rajkot Highway, Navagam, Post: Vartej – 364 060, Bhavnagar, Gujarat, India

- **Address for Correspondence**

Registered Office:

B-307, Citi Point, J.B. Nagar,
Andheri Kurla Road,
Andheri (East).
Mumbai - 400 059.

Tel: (91-22) 4015 7817 / 7818 / 7819

Fax: (91-22) 2825 8052.

CIN: L26914MH1987PLC042283

Website: www.acrysil.com / www.acrysilcorporateinfo.com

- **Registrar and Transfer Agents (RTA):**

Bigshare Services Private Limited. E-2/3, Ansa Industrial Estate, Sakivihar Road, Mumbai - 400 072.

Tel: 022-40430200

E-mail: investor@bigshareonline.com

CHIRAG A. PAREKH

(DIN: 00298807)

Chairman & Managing Director

Ahmedabad, August 8, 2016

CHAIRMAN AND MANAGING DIRECTOR [CMD] AND CHIEF FINANCIAL OFFICER [CFO] CERTIFICATION

To
The Board of Directors, **Acrysil Limited**

As required under the Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [the Listing Regulations] read with Schedule II part B of the Listing Regulations, we hereby certify that;

We hereby certify for the financial year ended March 31, 2016 that: -

- (a) We have reviewed financial statements and the cash flow statement of Acrysil Limited for the year and that to the best of my knowledge and belief:
- (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- (d) We have indicated to the auditors and the Audit committee
 - (i) that there are no significant changes in internal control over financial reporting during the year;
 - (ii) that there are no significant changes in accounting policies during the year; and
 - (iii) that there are no instances of significant fraud of which we have become aware.

For Acrysil Limited

CHIRAG A. PAREKH

(DIN: 00298807)

Chairman & Managing Director

For Acrysil Limited

ANAND H. SHARMA

Chief Financial Officer

Ahmedabad, August 8, 2016

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members of Acrysil Limited

We have examined the compliance of conditions of corporate governance by Acrysil India Limited, for the year ended on March 31, 2016, as stipulated in clause 49 of the Listing Agreement ('Listing Agreement') of the Company with the stock exchanges for the period April 1, 2015 to November 30, 2015 and as per the relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') as referred to in Regulation 15(2) of the Listing Regulations for the period December 1, 2015 to March 31, 2016.

The compliance of conditions of corporate governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

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

For SANGHAVI & COMPANY

Chartered Accountants

FRN: 109099W

MANOJ GANATRA

Partner

Membership No. 043485

Bhavnagar, August 8, 2016

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Economy Overview

Global economic activity remained subdued in 2015. Growth in emerging markets and developing economies - while still accounting for over 70 percent of global growth - declined for the fifth consecutive year, while a modest recovery continued in advanced economies. Three key transitions continue to influence the global outlook: (1) the gradual slowdown and rebalancing of economic activity in China away from investment and manufacturing toward consumption and services, (2) lower prices of energy and other commodities, and (3) a gradual tightening in monetary policy in the United States in the context of a resilient U.S. recovery as several other major advanced economy central banks continue to ease monetary policy.

Global growth is projected at 3.4 percent in 2016 and 3.6 percent in 2017. The pickup in global activity is likely to be more gradual than projected in the October 2015 World Economic Outlook (WEO) report, especially in emerging markets and developing economies.

In advanced economies, a modest and uneven recovery is expected to continue, with a gradual further narrowing of output gaps. The picture for emerging market and developing economies is diverse but in many cases challenging. The slowdown and rebalancing of the Chinese economy, lower commodity prices, and strains in some large emerging market economies will continue to weigh on growth prospects in 2016-17. The recent exit of Britain from European Union will also have an impact on global economy.

The Indian economy is poised to grow at a faster rate with the improvement in outlook. The economy grew by 7.4% in FY16 and is expected to grow by 7.8% during FY17. In its recent India development update, the World Bank has pegged India's economic growth at 7.9% for FY17.

India's growth momentum is expected to be underpinned by private consumption, which has benefited from lower energy prices and higher real incomes, IMF said and called on the policymakers to speed up structural reform implementation. The economic growth is likely to get impetus from several policy reforms introduced and likely to be introduced including FDI reforms, GST Bill, amongst others.

Industry Overview

Kitchen Sinks Industry

Kitchen sinks are rapidly transforming from being a mere plumbing fixture to a lifestyle accessory. Consumer preferences are changing and the kitchens across the country are getting more modern, stylish and up market; and upwardly mobile consumers are demanding top of the line sinks that are not just utilitarian but also made from more durable and premium materials like composite quartz (generally referred to as granite sinks). The demand from the commercial and hospitality sector has also increased at a rapid rate.

Globally, the largest market for premium kitchen sinks is the US where the product is classified under 'plumbing fixtures and fittings' is estimated to be worth US\$ 9 bn and expected to reach US\$ 12 bn by FY17. The US is also the largest export market for Indian kitchen sink manufacturers who export both stainless steel as well

as ceramic and granite sinks to that country. Among all types, export of granite (composite quartz) sinks has witnessed the highest growth.

The other major market for Indian granite sinks is the EU region with Germany, UK, France, Sweden and Italy being the top markets, accounting for almost one third of the total quartz sinks export from this country. (Source: Dun & Bradstreet)

Granite Sinks

The Indian sinks industry is estimated to be worth ₹ 1800 crores in CY 2014 (Dun & Bradstreet industry report). The report estimates that the total market for sinks will reach approx. ₹ 3100 crores in the next couple of years. The market has a mix of a large number of both organized and unorganized players and the demand comes from both the residential and commercial segments.

Stainless Steel kitchen sinks are the most popular form while granite sink demand is growing with increasing product awareness and aggressive marketing by companies who portray the product as a lifestyle accessory rather than a mere kitchen fixture.

The adoption of granite sinks in the domestic market has been slow primarily on account of premium pricing and lack of product awareness. Premium pricing has restricted the appeal to high networth households and in this segment as well the penetration of granite sinks is low due to lack of product awareness.

Exports account for the major market for Indian granite sink manufacturers and the export market has increased by 23% per annum for the past 5 years (FY10 to FY15).

Acrysil is among the select few manufacturers in the world that manufacture granite sinks of the highest international standards with state-of-the-art, closely guarded, technology. It is the dominant Indian player in the global granite sinks industry.

Stainless Steel Sinks

Stainless Steel sinks are the most popular form of sinks in the country and the market is characterized with a multitude of players including large, small, multinational, regional, local as well as unorganized sector. The rapid growth and demand has led to hundreds of regional brands springing up across the country and competing with major national brands.

Seeing a significant opportunity here, Acrysil ventured into the stainless steel sinks segment, targeting the premium consumers in India and abroad. The company's strategy has been extremely successful and it has been able to make a significant dent in both domestic as well as international markets. This has been the result of significant investments in R&D and implementation of contemporary new designs and introduction of innovative new products like stainless steel sinks with micro radius technology.

Kitchen Appliances

The premium domestic kitchen appliances demand is largely catered to by multinational companies. The bulk of the demand is from urban markets and the competition is highly fragmented with no brand enjoying clear dominance. The fragmented nature of the sector also makes it challenging to estimate the total market size.

The market for modular kitchen in India is estimated to grow at a rate exceeding 30% as more home owners demand kitchen units equipped with modern amenities and appliances thereby giving a tremendous boost to the kitchen appliances segment.

This segment is evolving rapidly and Acrysil has made a foray and is optimistic of becoming a very significant player in this segment. Acrysil's entry into this segment has been most encouraging and with its capabilities in innovation, research and development and design, the company is aiming at becoming a major player in this segment.

Operational Review

Granite Sinks

Acrysil has been steadily increasing its installed capacity of granite sinks to meet the growing demand and to benefit from economies of scale. Its granite sinks capacity has multiplied several times from 30,000 sinks per annum in FY93 to 325,000 sinks per annum in FY16.

The new facilities incorporate expanded floor area as well as state-of-the-art machinery including sophisticated equipment for machining of sinks, conversion of dry cutting machining to wet cutting machining. Washing automation line for kitchen sinks (wash before packaging) and automated packing line.

During the year, the company introduced new models. The Company also developed two new colours as per the requirements of its export customers.

Acrysil's quartz sinks with steel moulding, a revolutionary product incorporating steel moulding in granite for the first time, has also started making waves as the product is introduced in different markets in the world.

During the year, the company extended its global footprint to several new markets including countries like Finland, Australia, New Zealand, Iran, Jordan, Tunisia and Romania. The major growth in exports came from the North American market and with two new products developed for customers in Middle East, UK, and Scandinavian countries, Acrysil looks forward to accelerating its growth in these markets.

The total sales of granite sinks increased by 15.92% from 227050 Nos. in FY15 to 263201 Nos. in FY16 export and domestic markets.

The total granite sinks exports during FY16 stood at ₹ 99.57 crore while domestic sales accounted for ₹ 20.50 crores.

Stainless Steel Sinks

Unlike most stainless steel sink manufacturers, Acrysil caters to the high-end segment willing to pay a premium for superior quality, design and finish.

The Company expects to make a dent in this market as well with its innovative products and new technology like micro radius and square sinks. The acquisition of a distribution company in the UK which outsources stainless steel sinks and sells to the top customers in that country will also give a major boost to export of stainless steel sinks.

During the year under review, the domestic sales of stainless steel sinks is stood at ₹8.38 Crores.

Kitchen Appliances

Acrysil's entry in the kitchen appliances market has been impressive and its diversified range, which includes faucets, hoods and chimneys, hobs and cook tops, ovens and microwave ovens, food waste disposers and wine chillers has found growing acceptance from the discerning Indian consumers. With its foray into this segment, Acrysil is the only company poised to become a significant player in the overall kitchen segment.

During the year, Acrysil expanded the appliances range and commenced the manufacture and assembly of hoods and hobs inhouse which will give the Company a strong edge on not just price but also on quality and delivery fronts.

To its ever growing range of kitchen appliances, the company plans to add further innovative products like barbeque grillers.

The total sales of Kitchen appliances in the domestic market in FY16 stood at Rs.8.24 Crores as against Rs. 6.79 Crores in FY 15.

Quartz Wash Basins and 3D Tiles

Acrysil launched quartz wash basins and 3D tiles at the beginning of the year. These innovative products captured the imagination of discerning consumers.

In the very first year, the Company sold 514 wash basins with an aggregate value of ₹ 80 lakhs and 4055 nos. 3D tiles amounting to around ₹ 5 lakhs.

STERNHAGEN Bathroom Suites

The Company had launched Sternhagen as a luxury brand for bathroom interiors, for both domestic as well as international markets. The brand caters to fast growing market of premium sanitary ware, fittings and highlighter tiles. Sternhagen is a premium brand from Germany, owned by Acrysil GmbH, the Company's wholly owned German subsidiary. Subsequent to the launch, the company has started introducing the product in various markets and building awareness for the unique product collection.

Sternhagen has developed Sani-Q, a patented high-tech quartz material with silk finish, for its sanitary ware and highlighter tiles. The manufacturing process gives the product a far greater finesse than traditional material and allows the creation of very delicate forms and shapes. The products are cast in specially developed machines, to achieve accuracy and dimensional precision. Sani-Q is CE and IAPMO certified and since it is not brittle and made of quartz, it has excellent durability.

Sternhagen products incorporate cutting edge elegance in design and have been the recipient of the prestigious Red Dot and IF design awards. The designs have been developed by a veteran German product designer.

The wash basins have been introduced in four nature inspiring exclusive designs and are available in two metallic colours. The premium highlighter tiles come in as many as 8 shades.

To expand its bathroom product line further, Acrysil has developed full bathroom concepts and will shortly launch the whole range of bathroom products including, fittings, WCs, etc.

Acrysil's Sternhagen bathroom suites will take bathroom designs to a new level and to showcase this, the company is opening - 'Sternhagen Suites', across the country with its authorized dealership partners. The Suite displays will showcase the Sternhagen range of products and serve as an experience centre for prospective customers.

As Acrysil progresses to become a significant player in the kitchen segment, it is putting in place a road map to carve out a niche in the bathroom segment as well.

In line with that vision, the company opened its first 'Sternhagen Experience Center' in Ahmedabad, which will be followed by more experience centers in many parts of the country.

Similarly, the Sternhagen brand for Acrysil's bathroom products is unique in many respects. Sternhagen products are extremely durable as they are made out of high strength composite quartz and incorporate technology and designs that take the whole bathroom experience to a new level.

Acquisition of additional stake in Homestyle Products Ltd

The Company had acquired additional 13% stake in Homestyle Products Ltd (HSL) through its wholly owned subsidiary Acrysil UK Ltd, increasing its total stake in HSL from 74% to 87%.

HSL is in the business of importing and marketing kitchen sinks primarily in the UK market and deals in faucets and allied products to provide holistic solutions to its customers. HSL had achieved turnover of GBP 3.39 million during the financial year 2015-16.

The acquisition has helped Acrysil to grow its own line of products in the UK market.

Brand Building And Marketing

Acrysil lays great focus on the brand building and marketing and invests sizable amounts in these activities.

The company does this by aggressive advertising on television, sponsoring events and holding meetings of dealers and distributors, franchisees, architects, interior decorators and consultants and road shows and conferences in various cities in India and several parts of the world.

The Carysil brand is exemplary, not just when it comes to functional fulfillment, they are designed to deliver much more.

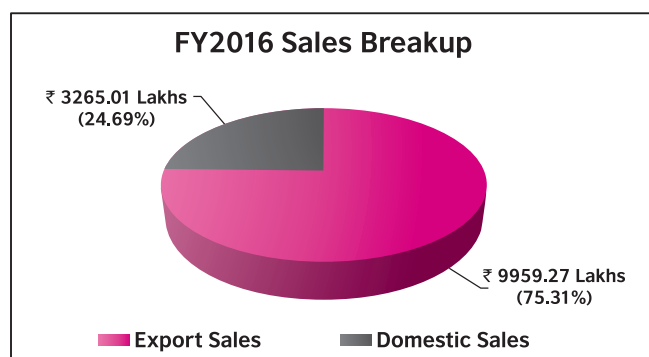
Similarly, the Sternhagen brand Acrysil's bathroom products are unique in many respects. Not only are Sternhagen products extremely durable as they are made out of high strength composite quartz but they also incorporate technology and designs that take the whole bathroom experience to a new level.

Acrysil's vision is to build global brands. While the Carysil brand is well known in many parts of the world, the company has earmarked UK and China for increased penetration.

Financial Review

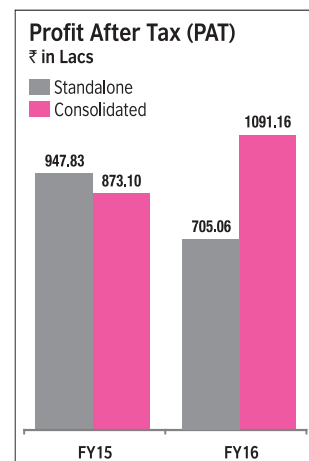
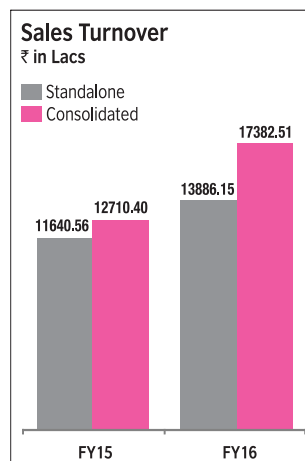
We have continued in pursuing our business objectives and have reported our highest annual turnover ever. Our sustained efforts on operational efficiencies have enabled us to deliver consistent profitability and rapid growth.

Our Sales Turnover increased by 19.29% to ₹ 13,886.15 lakhs in FY16 as against ₹ 11,640.56 lakhs in FY15. Export Sales registered a growth of 17.16% and increased to ₹ 9,959.27 lakhs in FY15 as compared to ₹ 8,500.81 lakhs in FY15. We enhanced our effort in domestic market and as a result, domestic sales grew by 3.99% to ₹ 3,265.01 lakhs in FY16 as against ₹ 3,139.75 lakhs in FY15. Overall Export Sales at ₹ 9,959.27 contributed 75.31% while Domestic Sales at ₹ 3265.01 lakhs contributed 24.69% of the total Sales Turnover during the year.



Profit before Tax decreased by 15.93% to ₹ 1,106.71 lakhs in FY16 from ₹ 1316.53 lakhs in FY15. Profit After Tax decreased by 25.61% to ₹ 705.06 lakhs in FY16 from ₹ 947.83 lakhs in FY15.

On a consolidated basis, the Sales Turnover of the company increased by 36.76% to ₹ 17382.51 lakhs in FY16 from ₹ 12710.40 lakhs in FY15. Consolidated EBITDA increased by 29% to ₹ 3117.96 lakhs in FY16 as against ₹ 2422.92 lakhs in FY15 while consolidated Profit After Tax registered 25% increase to ₹ 1091.16 lakhs in FY16 as against ₹ 873.10 lakhs in FY15.



The Earnings Per ₹ 10 Share stood at ₹14.18 in FY16 as against ₹ 20.49 in the previous year.

The Company has a consistent dividend policy and the Directors have recommended Dividend of 50% subject to the approval of members at the Annual General Meeting of the company.

Human Resources Development

Acrysil is focused on creating a stimulated and fast-paced work environment that is engaging and encourages and fosters individual growth. Acrysil believes in identifying and grooming the high potential employees that would give the organization a pool of leaders. The expected contributions from the leaders are defined, and the performance management system is tied to the company's business strategy and it includes talent development activities and leadership objectives that are articulated clearly and succinctly.

Acrysil recognizes that its people are its biggest asset and that its business is intrinsically linked with the growth of its people. The company encourages diversity, agility and innovative thinking across all levels of the organization. It embraces the process of internationalization that involves multicultural work ethos and design to meet the business growth objectives in a competitive environment.

The quality and dynamism of Acrysil people enable it to stand out ahead of its competitors and the passion of its people who work relentlessly to be customer focused, competitively superior performance driven and future ready.

Acrysil's ensures that all the employees are given the opportunity for both personal and professional growth. The entire HR system is based on performance oriented culture and recruitment, systems management, recognition and reward, and all are driven by business objectives.

The HR initiatives, especially the growth of business through innovation, people, practices, policies, systems and processes, empower and engage people at all levels. The dedicated and talented workforce of 202 people spread out across India and abroad have been instrumental in driving the company's growth.

R&D

Innovation is the lifeblood of Acrysil's businesses and goes beyond just product design. It touches all the functions of the organization and manifests in the way in which the final product is developed, displayed and marketed. Innovation also means setting new standards of enterprise efficiency and creating a lean, flexible and nimble organization that is superbly geared to respond to new opportunities and challenges.

Acrysil's quest for innovation is driven by its thirst for creating better performing and exquisite looking products. It is an on-going process to develop designs inspired by simplicity and perfection that is reflected in our Sani-Q wash basins.

There is a lot of technology that goes into the development of such products.

Acrysil has also developed the raw material 'Sani-Q', which is a patented high-tech quartz material with silk matte finish, perfect for easy upkeep and artistic sculpture.

Acrysil has taken steps to streamline the manufacturing process and has in place an extremely flexible casting process specially developed VMC machines and automated washing and packing lines for its products.

Simultaneously, R&D is constantly at work to come up with contemporary designs as well as moulds and tooling for customized designs provided for major customers.

During the year, 12 new models were introduced including 4 models for wash basins. These included complex central bowl, jumbo bowl, round bowl, low divider bowl moulds and several others developed for various clients. Two new colours were introduced in our range of granite sinks (mettallico and magnolia) and two new colours (gold and silver) for our Sani-Q wash basins.

Acrysil's thirst for innovation has also led to the development of unique products like micro radius stainless steel sinks, square stainless steel sinks and 3D quartz wall tiles. Acrysil is now working on products like 3D WCs and toilets. Similarly, in the area of appliances, the company is marketing switch- free and feather touch chimneys and other innovative products.

Each of these innovations is the outcome of efforts that are oriented towards improved and uniquely designed products that exceed customer expectations and deliver great value.

Outlook

Acrysil's commitment to growth is reflected in its focused approach over the years. Acrysil will continue to focus on delivering superior financial performance, innovation and industry leadership in its chosen businesses - kitchen sinks, kitchen appliances and bathroom sinks and other products.

Going forward, the business environment is filled with exciting opportunities and challenges, and the current market conditions are highly conducive to growth. Major investments are taking place in both residential and commercial sectors. The aspirations of people are moving up and they now look for products that provide them with much more than functionality and incorporate great design, finish and class. People are looking to give personality to their kitchens and bathrooms through use of Acrysil's appliances and products.

Acrysil shall pursue the opportunities in domestic markets with greater thrust and increased market penetration. Acrysil has the advantage of a brand that is well established and efforts to build the brand will continue with great vigour. The Acrysil brand is well established and competes with global leaders in such sophisticated markets like USA, Germany, UK and Japan where we have been growing our business. In the years ahead, Acrysil will see even greater traction from these markets.

The recent acquisition of the kitchen sinks company in the UK will add yet another dimension to Acrysil's marketing thrust in the UK.

Even though there is intense competition, we believe that the expertise of our team, quality and exquisite designs of our products and the superior customer service will help the company continue its strong growth trajectory.

Risks And Concerns

Technological Obsolescence

Acrysil operates in an ever evolving and dynamic technology environment and the Company continuously reviews and upgrades its technology, resources and processes lest it faces technology obsolescence.

Competition

Acrysil faces competition not only from India based companies but increasingly from multinational companies. Acrysil's differentiation strategy incorporating its unique business approach has led to its emerging as a leader in the rapidly growing lifestyle kitchen products industry. To remain competitive, Acrysil has developed competencies in various technologies and offers a wide range of cutting edge technology products to customers based on their needs.

Exchange Rate Risks

The global financial position continues to remain volatile with wide swings in currencies impacting the industry. This trend is expected to continue during the year too. The company is exposed to risks from market fluctuations of foreign exchange and price fluctuation on its finished goods. Acrysil has taken proper precautions to protect its payable and forecast revenues against foreign currency fluctuations.

Rising Costs

The undulating prices of vital raw materials result in pressure on margins. Rising prices of resources make it a challenge for the Company to reduce material costs. Due to its niche position in many of its products, it is able to use its economies of scale and purchasing power to limit the pressures of increasing input costs.

Adequacy of Internal Control Systems

Acrysil's internal control systems and procedures adhere to industry standards in terms of effective resource utilisation, operational efficiency and financial reporting. They also comply with various relevant laws and regulations.

The Company has established proper and adequate systems of internal control to ensure that all resources are put to optimum use and are well protected against loss, and that all transactions are authorized, recorded and reported correctly and there is proper adherence to policies, guidelines and processes in terms of efficiencies and effectiveness.

The Company has an internal audit system which ensures that adequate processes, systems and internal controls are implemented, and these controls are commensurate with the size and operations of the company and transactions are executed in accordance with policies and authorization.

The company has a business planning system to set targets and parameters for operations which are reviewed with actual performance to ensure timely initiation of corrective action, if required.

Disclaimer

Certain statements made in this report relating to the Company's objectives, projections, outlook, estimates, etc. may constitute 'forward looking statements' within the meaning of applicable laws and regulations. Actual results may differ from such estimates or projections etc., whether expressed or implied. Several factors including but not limited to economic conditions affecting demand and supply, government regulations and taxation, input prices, exchange rate fluctuation, etc., over which the Company does not have any direct control, could make a significant difference to the Company operations. The Company undertakes no obligation to publicly update or revise any forward looking statements, whether as a result of new information, future events, or otherwise. Readers are cautioned not to place undue reliance on any forward looking statements. The MD&A should be read in conjunction with the Company's financial statements included herein and the notes thereto. Information provided in this MD&A pertain to Acrysil Limited unless otherwise stated.

SIX YEARS CONSOLIDATED FINANCIAL HIGHLIGHTS

(In ₹ Crore)

Mar '16	Mar '15	Mar '14	Mar '13	Mar '12	Mar '11
---------	---------	---------	---------	---------	---------

Operating Results

Revenue from Operations	173.83	127.10	106.46	79.58	62.70	55.21
Total Revenue	175.62	127.79	107.11	80.13	63.34	55.45
EBITDA	31.18	24.23	19.20	13.81	8.30	10.83
EBIT	25.75	19.96	14.38	9.44	4.49	7.94
Profit before exceptional items (PBT)	17.75	13.16	10.36	6.16	1.74	6.64
Tax Expenses	5.61	4.15	2.62	1.35	0.24	1.51
Profit after tax	12.14	9.01	7.74	4.81	1.50	5.13
Minority Interest	1.23	0.28	0.02	(0.02)	(0.14)	(0.02)
Profit after tax	10.91	8.73	7.72	4.83	1.64	5.15
(Including subsidiary and joint venture) (PAT)						
Dividend	2.59	1.86	1.80	1.47	1.19	1.19
Total Dividend per share (in ₹)	5.00	4.00	4.00	3.30	2.70	2.70

Financial Position

Equity Share capital	5.19	4.66	4.51	4.46	2.97	2.97
Reserve and surplus	74.41	37.00	29.10	23.40	21.83	21.62
Long term borrowing	21.77	26.64	10.97	4.78	4.48	5.39
capital employed	106.31	72.98	46.14	33.43	29.96	31.45
Market capitalisation	251.15	254.20	82.92	38.78	27.37	32.05
Gross Block	83.13	72.84	63.07	55.39	47.06	42.61
Net Block	45.36	40.47	34.89	32.01	27.74	27.07
Investments	-	-	-	-	-	-
Net Current Assets	35.27	8.72	6.68	0.03	-	1.97

Returns

On Sales (EBITDA)%	17.94	19.06	18.03	17.35	13.24	19.62
On Capital Employed (EBIT)%	24.22	27.35	31.17	28.24	14.99	25.25
On Shareholders fund (PAT)%	10.26	11.96	16.78	14.45	5.51	16.38
Earning Per Share - Basic and Diluted	21.94	18.88	17.19	10.84	5.50	17.31
Book value per share	153.40	89.44	74.56	62.49	83.45	82.74

INDEPENDENT AUDITORS' REPORT

To
The Members of
ACRYSIL LIMITED

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of **Acrysil Limited** ("the Company") which comprise the Balance Sheet as at 31st March 2016, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position and financial performance of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. We conducted our audit 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 financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. 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. In making those risk assessments, the auditors consider internal financial control relevant to the Company's preparation of the financial statements that give true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2016 and of the profit and its cash flows for the year ended on that date.

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 terms of sub-section (11) of section 143 of the Act, we give in the Annexure – A, a statement on the matters specified in clause 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 purpose of our audit;
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - e) On the basis of written representations received from the directors as on 31st March 2016, and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2016, from being appointed as a director in terms section 164(2) of the Act;
 - f) With respect to the adequacy of internal financial controls over financial reporting of the Company and operating effectiveness of such controls, our separate report in annexure - B may be referred;
 - g) With respect to the other matters to be included in the Auditors' 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 Company does not have any pending litigations which would impact its financial position except those stated under note no. 27 - Contingent Liabilities;
 - ii. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses;
 - iii. There has been no delay in transferring the amounts required to be transferred to the Investor Education and Protection Fund by the Company.

For SANGHAVI & COMPANY
Chartered Accountants
FRN: 109099W

MANOJ GANATRA
Partner
Membership No. 043485

Mumbai
May 23, 2016

ANNEXURE - A TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

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

- 1 In respect of fixed assets:
 - a. The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
 - b. The fixed assets were physically verified by the management at reasonable intervals in a phased manner in accordance with a programme of physical verification. No discrepancies were noticed on such verification.
 - c. The title deeds of immovable properties are held in the name of the Company.
- 2 The inventories were physically verified by the management at reasonable intervals during the year. No material discrepancies were noticed on such physical verification carried out by the Company.
- 3 The Company has granted loans to companies covered in the register maintained under section 189 of the Act. Since no terms and conditions of these loans are stipulated, we cannot offer any comments as to the payment of interest, repayment of principal amount or overdue amounts, if any.
- 4 The Company has complied with provisions of Section 185 and 186 of the Act in respect of loans, investments, guarantees and security, to the extent applicable.
- 5 The Company has not accepted any deposits within the meaning of the provisions of section 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder with regard to the deposits accepted from the public. No order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal.
- 6 We have broadly reviewed the cost records maintained by the Company pursuant to Section 148(1) of the Companies Act, 2013 and are of the opinion that, prima facie, the prescribed cost records have been maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- 7 In respect of statutory and other dues:
 - a. The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees State Insurance, Income Tax, Sales Tax, Service Tax, Custom Duty, Excise Duty, Value Added Tax, Cess and other statutory dues, to the extent applicable, with the appropriate authorities during the year. There are no undisputed statutory dues outstanding for a period of more than six months from the date they became payable.
 - b. There are no amounts outstanding, which have not been deposited on account of dispute.
- 8 The Company has not defaulted in repayment of loans or borrowing to banks. The Company has not obtained any borrowings from any financial institutions or government or by way of debentures.
- 9 Terms loans obtained by the Company have been applied for the purpose for which they were obtained. The Company has not raised any money, during the year, by way of public offer (including debt instruments).
- 10 To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the Company or on the Company by its officers or employees was noticed or reported during the year.
- 11 Managerial remuneration paid or provided by the Company during the year is in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.
- 12 Since the Company is not a Nidhi Company, the provisions of clause 3 (xii) of the Order are not applicable to the Company.
- 13 All transactions with the related parties are in compliance with Section 177 and 188 of the Act and the details have been disclosed in the financial statements as required by the applicable accounting standards.
- 14 The Company has made preferential allotment of 530,976 equity shares during the year under the review in compliance with section 42 of the Companies Act, 2013. The amounts raised have been used for the purpose for which the funds were raised.
- 15 The Company has not entered into any non-cash transactions during the year with directors or persons concerned with him.
- 16 The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

For SANGHAVI & COMPANY
Chartered Accountants
FRN: 109099W

Mumbai
May 23, 2016

MANOJ GANATRA
Partner
Membership No. 043485

ANNEXURE - B TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 2 (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

We have audited the internal financial controls over financial reporting of **Acrysil Limited** ("the Company") as of 31st March, 2016 in conjunction with our audit of the standalone 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. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

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

- (1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with 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 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, 2016, 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 SANGHAVI & COMPANY
Chartered Accountants
FRN: 109099W

MANOJ GANATRA
Partner
Membership No. 043485

Mumbai
May 23, 2016

BALANCE SHEET AS AT 31st MARCH, 2016

(Amounts in Indian ₹)

Particulars	Note No.	31 st March, 2016		31 st March, 2015	
EQUITY AND LIABILITIES					
Shareholders' Funds					
Share Capital	2	51,889,760		46,580,000	
Reserves and Surplus	3	759,326,483		421,638,746	
		811,216,243		468,218,746	
Non-Current Liabilities					
Long-term Borrowings	4	55,118,128		91,317,677	
Deferred Tax Liabilities (Net)		33,821,000		30,515,000	
Long-term Provisions	5	2,562,620		91,501,748	
		91,501,748		1,178,545	
				123,011,222	
Current Liabilities					
Short-term Borrowings	6	392,013,557		376,115,675	
Trade Payables		213,425,723		113,809,354	
Other Current Liabilities	7	83,522,430		109,918,824	
Short-term Provisions	8	69,631,032		758,592,742	
		758,592,742		42,488,238	
				642,332,091	
Total...		1,661,310,733		1,233,562,059	
ASSETS					
Non-Current Assets					
Fixed Assets	9				
Tangible Assets		371,218,875		332,382,210	
Intangible Assets		2,909,311		4,166,906	
Capital Work-in-Progress		17,568,072		22,753,599	
		391,696,258		359,302,715	
Non-current Investments	10	139,397,517		127,185,912	
Long-term Loans and Advances	11	103,977,869		90,256,953	
Other Non-current Assets		-		635,071,644	
		635,071,644		-	
				576,745,580	
Current Assets					
Current Investments		-		-	
Inventories	12	243,508,725		233,137,981	
Trade Receivables	13	342,850,820		275,644,915	
Cash and Bank Balances	14	251,581,634		51,092,578	
Short-term Loans and Advances	15	39,855,912		36,887,527	
Other Current Assets	16	148,441,998		1,026,239,089	
		1,026,239,089		60,053,478	
				656,816,479	
Total...		1,661,310,733		1,233,562,059	

The accompanying notes 1 to 35 are an integral part of these financial statements.

As per our report of even date

For SANGHAVI & COMPANY

FRN: 109099W

Chartered Accountants

MANOJ GANATRA

Partner

Membership No. 043485

Mumbai

May 23, 2016

DAMODAR SEJPAL

Company Secretary

Mumbai

May 23, 2016

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

C. A. PAREKH

(DIN: 00298807)

Chairman & Managing Director

ANAND SHARMA

Chief Financial Officer

J. R. NAIK

(DIN: 00030172)

Director

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st MARCH, 2016

(Amounts in Indian ₹)

Particulars	Note No.	2015-2016	2014-2015
REVENUE			
Revenue from Operations (Gross)	17	1,423,292,013	1,191,577,232
Less : Excise Duty		34,676,999	27,521,146
Revenue from Operations (Net)		1,388,615,014	1,164,056,086
Other Income	18	22,482,567	11,210,909
Total Revenue		1,411,097,581	1,175,266,995
EXPENSES			
Cost of Materials Consumed	19	420,914,186	351,525,088
Purchases of Stock-in-Trade		121,308,950	106,596,084
Changes in Inventories	20	(25,485,275)	(3,313,263)
Employee Benefits Expenses	21	107,898,347	81,607,004
Finance Costs	22	48,567,082	48,103,851
Depreciation and Amortization		45,867,096	35,907,523
Other Expenses	23	581,356,600	423,187,550
Total Expenses		1,300,426,986	1,043,613,837
Profit before exceptional and extraordinary items and tax		110,670,595	131,653,158
Exceptional Items		-	-
Extraordinary Items		-	-
Profit Before Tax		110,670,595	131,653,158
Tax Expenses			
Current tax		38,700,000	37,084,144
MAT credit entitlement		(2,410,000)	(9,084,144)
Earlier Years' Tax		568,722	112,670
Deferred Tax		3,306,000	8,757,471
Net Profit for the year		70,505,873	94,783,017
Face Value per Equity Share		10.00	10.00
Earnings per Equity Share			
Basic		14.18	20.49
Diluted		14.18	20.49

The accompanying notes 1 to 35 are an integral part of these financial statements.

As per our report of even date

For SANGHAVI & COMPANY

FRN: 109099W

Chartered Accountants

MANOJ GANATRA

Partner

Membership No. 043485

DAMODAR SEJPAL

Company Secretary

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

C. A. PAREKH

(DIN: 00298807)

Chairman & Managing Director

ANAND SHARMA

Chief Financial Officer

J. R. NAIK

(DIN: 00030172)

Director

Mumbai
May 23, 2016

Mumbai
May 23, 2016

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2016

(₹ in Lakhs)

	2015-2016	2014-2015
A CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before tax and extraordinary items	1,106.71	1,316.53
Adjustments for -		
Depreciation and amortization	458.67	359.08
Provision for doubtful debts	-	-
Loss / (Profit) on sale of assets	1.67	(1.18)
Interest	294.43	410.27
	754.77	768.17
Operating Profit Before Working Capital Changes	1,861.48	2,084.70
Adjustments for -		
Trade and other receivables	(2,140.38)	(678.22)
Inventories	(103.71)	(202.78)
Trade and other payables	765.24 (1,478.85)	304.21 (576.79)
Cash Generated From Operations	382.63	1,507.91
Direct taxes paid	(245.06) (245.06)	(245.34) (245.34)
NET CASH FROM OPERATING ACTIVITIES	137.57	1,262.57
B CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of fixed assets	(784.77)	(1,102.15)
Purchase of investments	(122.12)	(532.09)
Sale of fixed assets	0.50	5.23
Interest received	169.60	57.35
NET CASH USED IN INVESTING ACTIVITIES	(736.79)	(1,571.66)
C CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from issuance of share capital	3,037.18	112.50
Proceeds from loans borrowed (net)	(203.01)	1,360.78
Loans lent to subsidiary companies	(101.92)	(181.14)
Interest paid	(464.03)	(467.62)
Dividend paid	(183.57)	(174.83)
NET CASH USED IN FINANCING ACTIVITIES	2,084.65	649.69
Net Increase in Cash and Cash Equivalents	1,485.43	340.60
Cash and cash equivalents as at beginning of the year	451.76	111.16
Cash and cash equivalents as at end of the year	1,937.19	451.76
Cash and Cash Equivalents:		
Cash and bank balances	2,515.82	510.93
Statutory restricted accounts	(578.63)	(59.17)
	1,937.19	451.76

As per our report of even date

For **SANGHAVI & COMPANY**

FRN: 109099W

Chartered Accountants

MANOJ GANATRA

Partner

Membership No. 043485

Mumbai

May 23, 2016

DAMODAR SEJPAL

Company Secretary

Mumbai

May 23, 2016

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

C. A. PAREKH

(DIN: 00298807)

Chairman & Managing Director

ANAND SHARMA

Chief Financial Officer

J. R. NAIK

(DIN: 00030172)

Director

NOTES TO FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2016

Note No. 1

SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The financial statements have been prepared in accordance with the recognition and measurement principles laid down in the Accounting Standards specified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 and other accounting principles generally accepted in India and are based on historical cost convention on accrual basis.

Use of Estimates

The preparation of financial statement in conformity with GAAP requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosures of contingent assets and liabilities at the date of financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from these estimates. Any revision to accounting estimates is recognized prospectively in current and future periods.

Fixed Assets

All tangible assets are stated at cost less depreciation. All the costs incurred till the date the assets are put to use, have been capitalized and included in the cost of the respective assets. Depreciation is provided on Written Down Value method except for buildings, plant & equipment and dies & moulds where depreciation is provided on Straight Line Method at the rates and in the manner specified in the Schedule II in accordance with the provisions of section 123(2) of the Companies Act, 2013.

Inventories

Inventories are valued at cost or net realizable value, whichever is lower. Cost is determined on the following basis:

- Raw materials, traded goods and stores and spares – on a first-in first-out (FIFO) basis;
- Finished and semi-finished goods – at material cost plus direct expenses and appropriate value of overheads; cost of finished goods includes excise duty.

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 be measured.

Revenue from sale of goods are recognized when significant risks and rewards of ownership are passed to the buyer, which generally coincides with dispatch of goods. Sales taxes and value added taxes, wherever applicable, are collected on behalf of the Government and therefore, excluded from the revenue.

Excise and Custom Duty

Excise duty in respect of goods manufactured by the Company is, according to the method consistently followed by the Company, accounted for at the time of removal of goods from the factory for sale.

However, excise duty payable on the closing stock of Finished Goods is provided for in the account. Purchases of goods and fixed assets are accounted for net of excise credit availed. Custom duty paid on import of materials is dealt with in respective materials accounts.

NOTES TO FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2016

Employee Benefits

Post-employment benefit plans

- i. Defined Contribution Plan: Contribution for provident fund are accrued in accordance with applicable statutes and deposited with the Regional Provident Fund Commissioner. Contribution for Superannuation in respect of certain employees of the Company is made in accordance with the scheme with Life Insurance Corporation of India.
- ii. Defined Benefit Plan: The liabilities in respect of gratuity and leave encashment are determined using Projected Unit Credit Method with actuarial valuation carried out as at balance sheet date. Actuarial gains and losses are recognized in full in the profit and loss account for the period in which they occur.

Contributions in respect of gratuity are made to the Group Gratuity Scheme with Life Insurance Corporation of India. Employee benefits recognized in the balance sheet represents the present value of the defined benefit obligation as adjusted for unrecognized past service cost and as reduced by the fair value of respective fund.

Short-term employee benefits

The undiscounted amount of short-term employee benefits expected to be paid in exchange for services rendered by employees is recognized during the period when the employee renders the service.

Foreign Currency Transactions

Foreign currency transactions are accounted for at the rates prevailing on the date of transaction. Differences arising out of foreign exchange rates are dealt with in the profit and loss account. Current assets and liabilities relating to foreign currency transactions remaining unsettled at the end of the year are translated at the closing rates and profit or loss arising therefrom is dealt with in the profit and loss account.

Borrowing Costs

Net costs of borrowed funds for the projects are capitalized and included in the cost of fixed assets till its completion and other borrowing costs are recognized as expenses in the period in which they are incurred.

Taxation

Provisions are made for current income tax based on tax liability computed in accordance with relevant tax rates and tax laws.

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

Earning Per Share

Basic Earning per Share (EPS) is computed by dividing the net profit for the year attributable to the equity shareholders, by weighted average number of equity shares outstanding during the year. Diluted earning per share is computed using the weighted number of equity and dilutive equity equivalent shares outstanding at the year-end, if any.

Provision and Contingencies

The Company creates a provision when there is present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that probably will not require an outflow of resources or where a reliable estimate of the obligation can not be made.

NOTES TO FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2016

Note No. 2

(Amounts in Indian ₹)

Particulars	31 st March, 2016	31 st March, 2015
2.1 Share Capital		
Authorised		
8,000,000 (5,000,000) Equity Shares of ₹ 10 each	80,000,000	50,000,000
	80,000,000	50,000,000
Issued, Subscribed and Paid up		
5,188,976 (4,658,000) Equity Shares of ₹ 10 each	51,889,760	46,580,000
	51,889,760	46,580,000

a. Equity shares issued as fully paid up bonus shares or otherwise than by cash during the preceding five years: 1,486,000.

2.2 Share Capital Reconciliation

Particulars	31 st March, 2016		31 st March, 2015	
	No. of shares	₹	No. of shares	₹
Shares outstanding at the beginning of the year	4,658,000	46,580,000	4,508,000	45,080,000
Shares issued during the year	530,976	5,309,760	150,000	1,500,000
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	5,188,976	51,889,760	4,658,000	46,580,000

The Company, on August 28, 2015, issued on preferential basis 530,976 equity shares at a premium of ₹ 562 Per Share as approved by the shareholders on August 14, 2015.

2.3 Shares held by each shareholder holding more than five percent shares

Name of Shareholder	31 st March, 2016		31 st March, 2015	
	No. of shares	% of holding	No. of shares	% of holding
Chirag A Parekh	1,660,946	32.01%	1,660,946	35.66%
Schock & Co GmbH	452,400	8.72%	452,400	9.71%
Piyush Vrajilal Mehta	175,350	3.38%	246,932	5.30%

2.4 Rights, Preferences and Restrictions attached to Shares

Equity Shares

The Company has one class of equity shares having a face value of ₹10 each ranking *pari passu* in all respects including voting rights and entitlement to dividend.

Note No. 3

Reserves and Surplus

(Amounts in Indian ₹)

Particulars	31 st March, 2016	31 st March, 2015
a. Capital Reserve	2,519,500	2,519,500
b. Securities Premium Account		
Balance at the beginning of the year	18,000,000	4,500,000
Additions during the year	298,408,512	13,500,000
Balance at the end of the year	316,408,512	18,000,000

NOTES TO FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2016

Reserves and Surplus (contd.)

(Amounts in Indian ₹)

Particulars	31 st March, 2016	31 st March, 2015
c. General Reserve		
Balance at the beginning of the year	280,000,000	250,000,000
Adjustment on account of depreciation	-	(733,060)
Short provision in earlier year for dividend and dividend tax	-	(701,970)
Transfer from surplus	30,000,000	31,435,030
Balance at the end of the year	310,000,000	280,000,000
d. Surplus		
Balance at the beginning of the year	121,119,246	80,196,296
Net Profit for the year	70,505,873	94,783,017
Transfer to general reserve	(30,000,000)	(31,435,030)
Proposed dividend	(25,944,880)	(18,632,000)
Corporate dividend tax	(5,281,768)	(3,793,037)
Balance at the end of the year	130,398,471	121,119,246
	759,326,483	421,638,746

Note No. 4

Long Term Borrowings

(Amounts in Indian ₹)

Particulars	31 st March, 2016	31 st March, 2015
a. Secured		
Term loans from banks (Indian rupee accounts)	26,318,128	46,317,677
	26,318,128	46,317,677
<i>Note: Term loans from banks are secured by first hypothecation charge on all movable properties and second charge on the entire current assets of the company and hypothecation of vehicles and further secured by first pari passu charge by way of mortgage on the entire immovable assets of the company and personal guarantees of one of the director of the Company.</i>		
Period of default NA		
Amount Nil		
b. Unsecured		
From directors	28,800,000	45,000,000
	28,800,000	45,000,000
	55,118,128	91,317,677

Note No. 5

Long Term Provisions

(Amounts in Indian ₹)

Particulars	31 st March, 2016	31 st March, 2015
Provision for leave encashment	2,562,620	1,178,545
	2,562,620	1,178,545

NOTES TO FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2016

Note No. 6

Short Term Borrowings

(Amounts in Indian ₹)

Particulars	31 st March, 2016	31 st March, 2015
a. Secured		
Working capital finance from banks (Indian rupee accounts)	192,044,449	231,138,350
Working capital finance from banks (Foreign currency accounts)	189,969,108	134,977,325
	382,013,557	366,115,675
<i>Working capital finance from banks are secured by first hypothecation charge on the entire current assets of the company and exclusive equitable mortgage of certain immovable assets of the company, against lien on certain fixed deposits and further secured by personal guarantees of one of director of the Company.</i>		
Period of default	N A	
Amount	Nil	
b. Unsecured		
From a subsidiary company	10,000,000	10,000,000
	10,000,000	10,000,000
	392,013,557	376,115,675

Note No. 7

Other Current Liabilities

(Amounts in Indian ₹)

Particulars	31 st March, 2016	31 st March, 2015
Current maturities of long-term debt	21,598,639	69,016,951
Advances from customers	35,134,672	13,790,058
Statutory liabilities	5,581,000	7,251,810
Unclaimed dividends	3,456,656	3,181,511
Other liabilities	17,751,463	16,678,494
	83,522,430	109,918,824

Note No. 8

Short Term Provisions

(Amounts in Indian ₹)

Particulars	31 st March, 2016	31 st March, 2015
Provision for bonus	2,772,994	998,289
Provision for leave encashment	529,431	108,488
Provision for income tax (net of payments)	35,101,959	18,956,424
Proposed dividend	25,944,880	18,632,000
Corporate dividend tax	5,281,768	3,793,037
	69,631,032	42,488,238

NOTES TO FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2016

Note No. 9

Fixed Assets

Particulars	GROSS BLOCK			ACCUMULATED DEPRECIATION				NET BLOCK	
	As at 1 st April, 2015 (₹)	Additions (₹)	Deductions (₹)	As at 31 st March, 2016 (₹)	As at 1 st April, 2015 (₹)	Depreciation For the Year (₹)	On Deductions (₹)	As at 31 st March, 2016 (₹)	As at 31 st March, 2015 (₹)
Tangible Assets									
Freehold Land	40,715,857	-	-	40,715,857	-	-	-	40,715,857	40,715,857
Buildings	86,662,199	31,136,138	-	117,798,337	17,258,674	2,532,586	-	19,791,260	69,403,525
Plant & Equipment	108,230,429	2,481,575	-	110,712,004	62,295,572	7,654,528	-	69,950,100	45,934,857
Moulds and Dies	315,819,312	36,118,320	-	351,937,632	179,298,557	16,931,970	-	196,230,527	136,520,755
Vehicles	30,124,039	487,307	560,000	30,051,346	12,982,132	6,718,475	342,591	10,693,330	17,141,907
Furniture & Fixtures	26,957,256	8,593,985	-	35,551,241	11,250,661	5,666,742	-	18,633,838	15,706,595
Office Equipment	20,819,852	4,846,250	-	25,666,102	13,861,138	5,105,200	-	18,966,338	6,958,714
	629,328,944	83,663,575	560,000	712,432,519	296,946,734	44,609,501	342,591	341,213,644	332,382,210
Intangible Assets									
Computer Software	5,656,882	-	-	5,656,882	3,129,845	1,075,387	-	4,205,232	2,527,037
Design & Property Rights	1,822,077	-	-	1,822,077	182,208	182,208	-	364,416	1,639,869
	7,478,959	-	-	7,478,959	3,312,053	1,257,595	-	4,569,648	4,166,906
Total	636,807,903	83,663,575	560,000	719,911,478	300,258,787	45,867,096	342,591	345,783,292	336,549,116
Previous year	543,022,613	95,653,410	1,868,120	636,807,903	264,703,737	35,907,523	352,473	300,258,787	278,318,876

NOTES TO FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2016

Note No. 10

Non-current Investments

(Amounts in Indian ₹)

Particulars	31 st March, 2016	31 st March, 2015
Trade Investments :		
Unquoted; at cost:		
a. Investments in Subsidiary Companies:		
4,598,000 equity shares of Acrysil Steel Limited of ₹ 10 each (extent of holding: 93.84%)	45,980,000	45,980,000
84,900 equity shares of Sternhagen Bath Pvt. Ltd. of ₹ 10 each (extent of holding: 84.90%)	849,000	849,000
9 equity shares of Acrysil GmbH of Euro 25,000 each (extent of holding: 100%)	17,147,814	17,147,814
1,000,000 equity shares of Acrysil Appliances Ltd. of ₹ 10 each (extent of holding: 100%)	10,000,000	10,000,000
676,001 (550,001) equity shares of Acrysil UK Limited of ₹ 10 each (extent of holding: 100%)	65,420,703	53,209,098
	139,397,517	127,185,912

Note No. 11

Long-term Loans and Advances

(Amounts in Indian ₹)

Particulars	31 st March, 2016	31 st March, 2015
Unsecured (Considered Good)		
Capital advances	17,162,393	15,911,775
Security deposits	8,317,540	6,038,833
Loans to subsidiary companies	78,497,936	68,306,345
	103,977,869	90,256,953

Note No. 12

Inventories

(Amounts in Indian ₹)

Particulars	31 st March, 2016	31 st March, 2015
(Valued at lower of cost or net realisable value)		
Raw materials	30,645,971	40,556,420
Work-in-progress	40,805,330	38,739,833
Finished goods	56,643,954	48,814,824
Stock-in-trade	66,133,799	50,543,151
Bought out items	26,705,633	28,584,553
Stores & spares	6,529,722	7,313,735
Packing materials	16,044,316	18,585,465
	243,508,725	233,137,981

NOTES TO FINANCIAL STATEMENTS FOR YEAR ENDED 31st March, 2016**Note No. 13****Trade Receivables**

(Amounts in Indian ₹)

Particulars	31 st March, 2016	31 st March, 2015
Unsecured (Considered good, unless otherwise stated)		
Over six months	56,475,387	22,998,021
Others	287,104,857	253,376,318
	343,580,244	276,374,339
less: Provision for doubtful debts	729,424	729,424
	342,850,820	275,644,915
Includes -		
	More than Six Months	Others
Due from Subsidiaries	-	21,922,270

Note No. 14**Cash and Bank Balances**

(Amounts in Indian ₹)

Particulars	31 st March, 2016	31 st March, 2015
I. Cash and Cash Equivalents		
a. Balances with Banks:		
Current accounts	20,223,255	43,354,338
Short term deposits	226,065,991	1,237,000
	246,289,246	44,591,338
b. Cash on Hand	1,835,732	1,821,730
	248,124,978	46,413,068
II. Other Bank Balances		
Dividend accounts	3,456,656	3,181,510
Terms deposits with more than 12 months maturity	-	1,498,000
Other terms deposits	-	-
	3,456,656	4,679,510
	251,581,634	51,092,578
(Term deposits of ₹ 54,406,507 (2,735,000) are under lien with banks against various credit facilities)		

NOTES TO FINANCIAL STATEMENTS FOR YEAR ENDED 31st March, 2016

Note No. 15

Short-term Loans and Advances

(Amounts in Indian ₹)

Particulars	31 st March, 2016	31 st March, 2015
Unsecured (Considered Good)		
Trade advances to suppliers	21,632,248	23,738,222
Loans and advances to staff (including officers of the company ₹ 312,617 (₹ 830,883))	2,083,588	2,484,329
Prepaid expenses	2,852,929	4,835,614
Advances to subsidiary companies	1,394,576	834,576
Other loans and advances	11,892,571	4,994,786
	39,855,912	36,887,527
Trade advances to suppliers include:		
- to a subsidiary company	3,893,367	1,090,606
- Other loans and advances include: to a company in which some of the directors are interested	479,958	419,958

Note No. 16

Other Current Assets

(Amounts in Indian ₹)

Particulars	31 st March, 2016	31 st March, 2015
Export incentive receivable	68,381,998	-
Input Credit receivables	80,060,000	60,053,478
	148,441,998	60,053,478

Note No. 17

Revenue from Operations

(Amounts in Indian ₹)

Particulars	2015-2016	2014-2015
Sale of Products		
Export sales	989,039,140	851,362,974
Domestic sales	361,177,879	341,495,279
	1,350,217,019	1,192,858,253
Other Operating Revenue		
Export incentives income (net)	66,186,787	-
Foreign currency fluctuation gain/(loss)	6,888,207	(1,281,021)
Other operational income	- 73,074,994	- (1,281,021)
	1,423,292,013	1,191,577,232

Note No. 18

Other Income

(Amounts in Indian ₹)

Particulars	2015-2016	2014-2015
Interest receipts	16,960,138	5,735,073
Insurance claims receipts	2,193,568	2,464,169
Profit on sale of assets (net)	-	117,883
Miscellaneous income	3,328,861	2,893,784
	22,482,567	11,210,909

NOTES TO FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2016**Note No. 19****Cost of Materials Consumed**

(Amounts in Indian ₹)

Particulars	2015-2016		2014-2015	
Raw Materials Consumed				
Opening stock	40,556,420		35,889,608	
Purchase and direct expenses	312,746,727		284,058,134	
	353,303,147		319,947,742	
Closing stock	30,645,971	322,657,176	40,556,420	279,391,322
		322,657,176		279,391,322
Bought out items consumption		98,257,010		72,133,766
		420,914,186		351,525,088

Note No. 20**Changes in Inventories**

(Amounts in Indian ₹)

Particulars	2015-2016		2014-2015	
Opening Stock				
Finished Goods	48,814,824		35,655,714	
Stock-in-trade	50,543,151		82,501,561	
Work-in-progress	38,739,833	138,097,808	16,627,270	134,784,545
Closing Stock				
Finished Goods	56,643,954		48,814,824	
Stock-in-trade	66,133,799		50,543,151	
Work-in-progress	40,805,330	163,583,083	38,739,833	138,097,808
		(25,485,275)		(3,313,263)

Note No. 21**Employee Benefit Expenses**

(Amounts in Indian ₹)

Particulars	2015-2016		2014-2015	
Salaries, wages, allowances and bonus	96,946,847		72,499,596	
Contribution to employee benefit funds	6,614,517		6,027,768	
Staff welfare expenses	4,336,983		3,079,640	
	107,898,347		81,607,004	
Includes directors remuneration	9,145,691		9,145,108	

NOTES TO FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2016

Note No. 22

Finance Costs

(Amounts in Indian ₹)

Particulars	2015-2016		2014-2015	
Interest				
Working capital finance	25,167,129		25,144,363	
Term loans	7,215,642		11,923,706	
Income Tax	2,350,000		-	
Others	11,669,894	46,402,665	9,030,369	46,098,438
Other borrowing costs		2,164,417		2,005,413
		48,567,082		48,103,851

Note No. 23

Other Expenses

(Amounts in Indian ₹)

Particulars	2015-2016		2014-2015	
Manufacturing Expenses				
Power & Fuel	37,818,651		38,289,731	
Machinery repairs and maintenance	9,373,927		10,512,012	
Packing materials and expenses	126,512,492		102,428,317	
Stores & spares	23,945,621		18,825,122	
Other expenses	50,691,655	248,342,346	33,194,387	203,249,569
Selling and Distribution Expenses				
Sales commission	23,445,817		21,389,111	
Advertisement and sales promotion expenses	78,847,064		30,802,226	
Export freight and insurance	76,854,297		64,137,863	
Other selling expenses	23,290,481	202,437,659	7,775,286	124,104,486
Administrative and Other Expenses				
Travelling expenses	35,692,371		27,888,342	
Rent	12,005,452		7,837,564	
Rates and taxes	220,510		1,341,633	
Insurance premiums	3,051,505		2,990,863	
Building and other repairs	9,517,359		6,653,721	
Directors' sitting fees	860,000		675,000	
Legal and professional fees	24,357,188		17,840,464	
Postage and telephone expenses	6,231,218		4,352,289	
Printing and stationery expenses	3,162,805		2,155,965	
Payments to auditors	650,000		507,500	
Bank discount, commission and other charges	10,183,219		6,842,363	
Vehicle expenses	2,128,890		1,170,728	
Bad debts & provision for bad debts	11,854		436,217	
Donations	127,501		230,880	
Loss on sale of assets (net)	167,409		-	
Corporate social responsibility expenses	2,073,340		1,694,370	
Prior period expenses	4,174,477		323,807	
General expenses	15,961,497	130,576,595	12,891,789	95,833,495
		581,356,600		423,187,550

NOTES TO FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2016

- 24.** Balances for trade receivables, trade payables and loans and advances are subject to confirmations from the respective parties.
- 25.** In the opinion of the directors, current assets, loans and advances are of the value stated in the Balance Sheet, if realised in the normal course of the business and also provisions for all known liabilities have been made.
- 26.** Deferred tax liability of ₹ 3,306,000 arising during the year, a major component of which is due to timing difference related to depreciation charged in the accounts and as claimed under Income Tax Act, is charged to the Profit & Loss Statement. Details of the balance of ₹ 33,821,000 are as under:

Particulars	₹
Depreciation	35,525,323
Disallowances u/s. 43B of the Income Tax Act	(1,704,323)
Total...	33,821,000

27. Contingent Liabilities

- In respect of disputed excise duty: ₹ 109,659 (109,659)
- In respect of disputed custom duty: ₹ 4,154,490 (4,154,490)
- In respect of guarantees given on behalf of a subsidiary company: ₹ 235,400,000 (225,500,000)

28. Auditors' Remuneration

(Amounts in Indian ₹)

	2015-2016	2014-2015
Audit Fees (Including Quarterly Review)	445,000	322,500
Tax Audit Fees	60,000	60,000
Certification and Other Matters	145,000	125,000

29. Disclosure as per AS-15 (Revised) on "Employee Benefit" for the year ended 31st March, 2016

(Amounts in Indian ₹)

	Gratuity Plan 2015-2016	Gratuity Plan 2014-2015
Change in the defined benefit obligations		
Defined benefit obligations as at 1st April	7,719,646	6,004,843
Service cost	1,082,136	667,334
Interest cost	617,572	480,387
Actuarial loss/(Gain)	(81,907)	813,488
Benefits paid	(221,324)	(246,406)
Defined benefit obligations as at 31st March (a)	9,116,123	7,719,646
Change in plan assets		
Fair Value of plan assets as at 1st April	6,083,814	3,463,777
Expected return on plan assets	547,136	376,521
Contributions by employer	1,591,867	2,489,923
Benefits paid	(221,324)	(246,406)
Fair Value of plan assets as at 31st March (b)	8,001,493	6,083,814
Present Value of unfunded obligations (a-b)	1,114,630	1,635,832
The net amount recognized in the statement of profit and loss for the year ended 31st March is as follows:		
Current service cost	1,082,136	667,334
Interest cost	617,572	480,387

NOTES TO FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2016

(Amounts in Indian ₹)

	Gratuity Plan 2015-2016	Gratuity Plan 2014-2015
Expected return on plan assets	(547,136)	(376,521)
Net actuarial loss / (gain) recognized	(81,907)	813,488
Net amount recognized	1,070,665	1,584,688
The principal actuarial assumptions used as at 31st March are as follows:		
Discount Rate	8 %	8%
Expected rate of return on plan assets	8 %	8%
Rate of increase in compensation levels	7%	7%

30. Disclosures pursuant to Section 186 of the Companies Act, 2013

(Amounts in Indian ₹)

Loans to the subsidiaries	Acrysil GmbH – Germany		Acrysil Steel Limited		Acrysil UK Limited- UK	
	2015-2016	2014-2015	2015-2016	2014-2015	2015-2016	2014-2015
Balance at the year end	14,975,528	12,594,464	38,444,026	34,556,428	25,078,382	21,155,453
Maximum amount outstanding at any time during the year	14,975,528	14,600,894	38,444,026	34,556,428	25,078,382	21,155,453

All the above loans were utilized towards working capital requirements.

31. Related Party Disclosures

Associates

Acrycol Minerals Limited
Meccanica Plast Private Limited

Key Managerial Personnel & Relatives

Mr. Ashwin M. Parekh
Mr. Chirag A Parekh
Mr. Damodar Sejjpal
Mr. Anand Sharma

Subsidiary Companies

Acrysil Appliances Limited
Acrysil GmbH - Germany
Acrysil Steel Limited
Acrysil UK Limited - UK
Home Style Products Limited – UK (a step-down subsidiary)
Sternhagen Bath Private Limited

Transactions with Related Parties:

(Amounts in Indian ₹)

Particulars	Associates	Key Managerial Personnel and Relatives	Subsidiaries
(a) Remuneration	— (—)	11,416,137 (10,021,276)	— (—)
(b) Professional Fees	— (—)	2,880,000 (2,880,000)	— (—)
(c) Commission	— (—)	— (—)	20,838,814 (9,899,242)
(d) Loan granted	— (—)	— (—)	1,990,200 (20,609,720)
(e) Interest Received	— (—)	— (—)	6,442,539 (5,978,215)
(f) Sales	— (—)	— (—)	49,828,561 (8,042,992)

NOTES TO FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2016

Transactions with Related Parties: (contd.)

(Amounts in Indian ₹)

Particulars	Associates	Key Managerial Personnel and Relatives	Subsidiaries
(g) Purchases	81,935,478 (68,896,740)	— (—)	39,009,844 (77,785,202)
(h) Job Work Charges	— (—)	— (—)	423,494 (2,457,334)
(i) Loan taken	— (—)	16,200,000 (45,000,000)	— (—)
(j) Outstanding Balances :			
Long term Loans & Advances	— (—)	— (—)	78,497,936 (68,306,345)
Short-term Loan & Advances	479,598 (419,958)	— (-)	1,394,576 (834,576)
Trade receivables	— (—)	— (—)	21,922,270 (5,727,362)
Trade Payables	28,419,467 (8,228,896)	— (—)	7,276,417 (5,325,425)
Long-terms borrowing	— (—)	28,800,000 (45,000,000)	— (—)
Short-terms Borrowings	(—) (—)	(—) (—)	10,000,000 (10,000,000)
Advance from customers	(—) (—)	(—) (—)	3,705,215 (10,317)
Trade advance to suppliers	(—) (—)	(—) (—)	3,893,367 (1,090,606)

32. Additional information (as certified by the management)

Opening and Closing Stock of Finished and Traded Goods

(Amounts in Indian ₹)

Class of Goods	Opening Stock	Closing Stock
I Finished Goods		
Kitchen Sinks	48,814,824 (35,655,714)	56,643,954 (48,814,824)
II Traded Goods and Accessories	50,543,151 (82,501,561)	66,133,799 (50,543,151)

NOTES TO FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2016

Sales

(Amounts in Indian ₹)

Class of Goods	2015-2016	2014-2015
Manufactured Goods:		
Kitchen Sinks	1,228,360,737	1,032,789,557
Traded Goods & Accessories	121,856,282	160,068,696
Total...	1,350,217,019	1,192,858,253

Raw Material Consumed

Raw Materials	2015-2016	2014-2015
Coated Silica/Granucol	109,842,307	93,779,816
Polymethyl Methacrylate	38,522,125	33,216,483
Methyl Methacrylate	131,685,531	113,484,837
Colour Pigments	10,931,107	8,624,038
Others	31,676,106	30,286,148
Total...	322,657,176	279,391,322

Consumption of Raw Materials and Other Components

	2015-2016	%	2014-2015	%
Raw Materials				
Imported	194,475,020	60.27	183,136,108	65.55
Indigenous	128,182,156	39.73	96,255,214	34.45
	322,657,176	100.00	279,391,322	100.00
Bought out items and Components				
Accessories Imported	71,844,878	73.12	52,439,069	72.70
Accessories Indian	26,412,132	26.88	19,694,697	27.30
	98,257,010	100.00	72,133,766	100.00

Value of Imports on C.I.F. basis

Particulars	2015-2016	2014-2015
Raw Materials	183,316,347	183,800,520
Packing Material	528,622	320,562
Components and Spare Parts (Accessories)	68,641,801	52,667,712
Traded Goods	80,557,974	29,179,909
Capital Goods	41,387,965	54,524,870

NOTES TO FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2016

Expenditure in Foreign Currency (on accrual basis)

Particulars	2015-2016	2014-2015
Foreign travelling expenses	6,823,987	5,389,006
Advertisement & sales promotion	7,039,498	1,110,392
Sales discount & commission	23,212,252	11,216,542
Legal & professional fees	2,112,734	356,828
Others	952,047	745,387

Earnings in Foreign Exchange

Particulars	2015-2016	2014-2015
FOB value of Exports	912,184,843	823,989,603

33. Figures in the brackets are the figures for the previous year, unless otherwise stated.

34. All the amounts are stated in Indian Rupees, unless otherwise stated.

35. Previous year's figures are regrouped and rearranged, wherever necessary.

Signatures to Notes 1 to 35

As per our report of even date

For SANGHAVI & COMPANY

FRN: 109099W

Chartered Accountants

MANOJ GANATRA

Partner

Membership No. 043485

DAMODAR SEJPAL

Company Secretary

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

C. A. PAREKH

(DIN: 00298807)

Chairman & Managing Director

ANAND SHARMA

Chief Financial Officer

J. R. NAIK

(DIN: 00030172)

Director

Mumbai

May 23, 2016

Mumbai

May 23, 2016

CONSOLIDATED FINANCIAL STATEMENTS

INDEPENDENT AUDITORS' REPORT ON CONSOLIDATED FINANCIAL STATEMENTS

To
The Members of
ACRYSIL LIMITED

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of **Acrysil Limited** ("the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") which comprise the Consolidated Balance Sheet as at 31st March 2016, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The respective Board of the Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the directors of the Holding Company, as aforesaid.

Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated 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 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 financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal financial control relevant to the Holding Company's preparation of the consolidated financial statements that give true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated 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 31st March 2016 and of the consolidated profit and its consolidated cash flows for the year ended on that date.

Other Matters

We did not audit the financial statements of three (previous year: three) overseas subsidiaries, whose financial statements reflect total assets of ₹434,317,969 (387,322,107) as at the balance sheet date and total revenues of ₹339,221,092 (88,565,611) for the year as considered in the consolidated financial statements. These financial statements have been audited by the other auditors whose reports have been furnished to us by the management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on the reports of the other auditors.

Our opinion is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements

1. As required by section 143(3) of the Act, based on our audit and on the consideration of reports of the other auditors on separate financial statements of subsidiaries as noted in the "Other Matters" paragraph, we report, to the extent possible, 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 consolidated financial statements;
 - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books;
 - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;
 - d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - e) On the basis of the written representations received from the directors as on 31st March 2016 and taken on record by the Board of Directors of the Holding Company and its subsidiaries incorporated in India, none of the directors of the Group Companies is disqualified as on 31st March 2016, from being appointed as a director in terms section 164(2) of the Act;
 - f) With respect to the adequacy of internal financial controls over financial reporting of the Holding Company and its subsidiaries and operating effectiveness of such controls, our separate report in annexure - A may be referred;
 - g) With respect to the other matters to be included in the Auditors' 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 financial statements disclose the impact of pending litigations on the consolidated financial position of the Group. Refer note no. 26 to the consolidated financial statements.
 - ii. The Group did not have any material foreseeable losses on long-term contracts including derivatives contracts;
 - iii. There has been no delay in transferring the amounts required to be transferred to the Investor Education and Protection Fund by the Holding Company and there were no amounts which were required to be transferred to the Investor Education and Protection Fund by its subsidiary company incorporated in India.

For SANGHAVI & COMPANY

Chartered Accountants

FRN: 109099W

Mumbai
May 23, 2016

MANOJ GANATRA

Partner

Membership No. 043485

ANNEXURE - B TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 2 (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended 31st March, 2016, we have audited the internal financial controls over financial reporting of **Acrysil Limited** ("the Holding Company") and subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") which are companies incorporated in India.

Management's Responsibility for Internal Financial Controls

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated 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 consolidated 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 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 Holding Company and its subsidiaries which are companies 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, 2016, 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.

Mumbai
May 23, 2016

For SANGHAVI & COMPANY
Chartered Accountants
FRN: 109099W

MANOJ GANATRA
Partner
Membership No. 043485

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2016

(Amounts in Indian ₹)

Particulars	Note No.	31 st March, 2016		31 st March, 2015	
EQUITY AND LIABILITIES ::					
Shareholders' Funds					
Share Capital	2	51,889,760		46,580,000	
Reserves and Surplus	3	744,108,964		370,023,846	
Money received against Share Warrants		-	795,998,724	-	416,603,846
Minority Interest			21,441,578		27,061,912
Non-Current Liabilities					
Long-term Borrowings	4	217,653,295		266,372,554	
Deferred Tax Liabilities (Net)		25,085,954		18,349,089	
Long-term Provisions	5	2,958,161	245,697,410	1,363,388	286,085,031
Current Liabilities					
Short-term Borrowings	6	399,371,323		383,477,943	
Trade Payables		329,131,870		159,962,995	
Other Current Liabilities	7	118,703,874		130,740,833	
Short-term Provisions	8	82,574,767	929,781,834	62,540,196	736,721,967
Total...			1,992,919,546		1,466,472,756
ASSETS ::					
Non-Current Assets					
Fixed Assets	9				
Tangible Assets		450,490,451		400,176,220	
Intangible Assets		3,093,435		4,486,576	
Capital Work-in-Progress		17,681,790		37,195,451	
		471,265,676		441,858,247	
Goodwill on Consolidation		212,555,561		177,352,889	
Non-current Investments		-		-	
Long-term Loans and Advances	10	26,664,565		23,344,806	
Other Non-current Assets		-	710,485,802	-	642,555,942
Current Assets					
Current Investments		-		-	
Inventories	11	347,962,668		317,772,618	
Trade Receivables	12	425,365,671		323,512,262	
Cash and Bank Balances	13	284,381,347		66,862,526	
Short-term Loans and Advances	14	74,534,606		54,373,072	
Other Current Assets	15	150,189,452	1,282,433,744	61,396,336	823,916,814
Total...			1,992,919,546		1,466,472,756

The accompanying notes 1 to 30 are an integral part of these financial statements.

As per our report of even date

For SANGHAVI & COMPANY

FRN: 109099W

Chartered Accountants

MANOJ GANATRA

Partner

Membership No. 043485

DAMODAR SEJPAL

Company Secretary

ANAND SHARMA

Chief Financial Officer

J. R. NAIK

Director

(DIN: 00030172)

C. A. PAREKH

Chairman & Managing Director

(DIN: 00298807)

Mumbai

May 23, 2016

Mumbai

May 23, 2016

STATEMENT OF CONSOLIDATED PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2016

(Amounts in Indian ₹)

Particulars	Note No.	2015-2016	2014-2015
REVENUE ::			
Revenue from Operations (Gross)	16	1,793,994,061	1,316,654,813
Less : Excise Duty		55,742,477	45,615,053
Revenue from Operations (Net)		1,738,251,584	1,271,039,760
Other Income	17	17,933,019	6,873,486
Total Revenue		1,756,184,603	1,277,913,246
EXPENSES ::			
Cost of Materials Consumed	18	473,875,812	407,944,464
Purchases of Stock-in-Trade		257,532,221	146,545,362
Changes in Inventories	19	(41,993,341)	(68,966,103)
Employee Benefits Expenses	20	141,313,671	104,370,829
Finance Costs	21	79,947,023	67,974,874
Depreciation and Amortization		54,309,033	42,668,244
Other Expenses	22	613,660,243	445,726,550
Total Expenses		1,578,644,662	1,146,264,220
Profit before exceptional and extraordinary items and tax		177,539,941	131,649,026
Exceptional Items		-	-
Extraordinary Items		-	-
Profit Before Tax		177,539,941	131,649,026
Tax Expenses			
Current tax		51,202,133	40,589,222
MAT credit entitlement		(2,410,000)	(9,084,144)
Earlier Years' Tax		556,310	112,670
Deferred Tax		6,736,865	9,933,674
		56,085,308	41,551,422
Net Profit for the year before Minority Interest		121,454,633	90,097,604
Minority Interest		(12,338,334)	(2,787,530)
Net Profit for the year		109,116,299	87,310,074
		10.00	10.00
Earnings per Equity Share			
Basic		21.94	18.88
Diluted		21.94	18.88

The accompanying notes 1 to 30 are an integral part of these financial statements.

As per our report of even date

For SANGHAVI & COMPANY

FRN: 109099W

Chartered Accountants

MANOJ GANATRA

Partner

Membership No. 043485

Mumbai

May 23, 2016

DAMODAR SEJPAL

Company Secretary

ANAND SHARMA

Chief Financial Officer

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

J. R. NAIK

Director

(DIN: 00030172)

C. A. PAREKH

Chairman & Managing Director

(DIN: 00298807)

Mumbai

May 23, 2016

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2016

(₹ in Lakhs)

Particulars	2015-2016	2014-2015
A CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before tax and extraordinary items	1,775.40	1,316.49
Adjustments for -		
Depreciation and amortization	543.09	426.68
Exchange rate adjustments (net)	(22.13)	21.59
Loss / (Profit) on sale of assets	1.67	(1.18)
Interest	540.84	546.76
	1,063.47	993.85
Operating Profit Before Working Capital Changes	2,838.87	2,310.34
Adjustments for -		
Trade and other receivables	(2,643.81)	(1,218.50)
Inventories	(301.91)	(822.38)
Trade and other payables	1,608.09 (1,337.63)	524.01 (1,516.87)
Cash Generated From Operations	1,501.24	793.47
Direct taxes paid	(442.64) (442.64)	(77.24) (77.24)
NET CASH FROM OPERATING ACTIVITIES	1,058.60	716.23
B CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of fixed assets	(839.34)	(1,178.77)
Purchase of equity shares in a subsidiary	(531.62)	(1,555.17)
Sale of fixed assets	0.50	7.26
Interest received	110.34	8.95
NET CASH USED IN INVESTING ACTIVITIES	(1,260.12)	(2,717.73)
C CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from issuance of share capital	3,037.19	112.50
Proceeds from loans borrowed (net)	(328.26)	3,075.89
Interest paid	(651.18)	(555.71)
Dividend paid	(183.57)	(174.83)
NET CASH USED IN FINANCING ACTIVITIES	1,874.18	2,457.85
Net Increase in Cash and Cash Equivalents	1,672.66	456.35
Cash and cash equivalents as at beginning of the year	584.78	128.43
Cash and cash equivalents as at end of the year	2,257.44	584.78
Cash and Cash Equivalents:		
Cash and Bank Balances	2,843.81	668.63
Statutory restricted accounts	(586.37)	(83.85)
	2,257.44	584.78

As per our report of even date

For **SANGHAVI & COMPANY**

FRN: 109099W

Chartered Accountants

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

MANOJ GANATRA

Partner

Membership No. 043485

DAMODAR SEJPAL

Company Secretary

ANAND SHARMA

Chief Financial Officer

J. R. NAIK

Director

(DIN: 00030172)

C. A. PAREKH

Chairman & Managing Director

(DIN: 00298807)

Mumbai
May 23, 2016Mumbai
May 23, 2016

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2016**Note No. 1****SIGNIFICANT ACCOUNTING POLICIES****Basis of Presentation of financial statements**

The consolidated financial statements relate to Acrysil Limited ("the Company") and its subsidiaries (collectively referred to as "the Acrysil Group").

The Financial Statements have been prepared in accordance with the recognition and measurement principles laid down in the Accounting Standards specified under section 133 of the Companies Act 2013 read with Rule 7 of the Companies (Accounts) Rules 2014 and other accounting principles generally accepted in India and are based on historical cost convention on an accrual basis.

The financial statements of the subsidiaries used in the consolidation are drawn up to the same reporting date as that of the parent company, i.e. year ended 31st March 2016.

The consolidated financial statements present the consolidated accounts of the Company along with its following subsidiaries:

		Proportion of Ownership Interest as at 31 st March 2016
1	Acrysil Steel Limited	93.84%
2	Sternhagen Bath Pvt. Ltd.	84.90%
3	Acrysil Appliances Limited	100.00%
4	Acrysil GmbH, Germany	100.00%
5	Acrysil UK Limited – United Kingdom	100.00%
6	Home Style Products Limited – UK (a step-down subsidiary)	87.55%

Principles of Consolidation

The financial statements of the Company and its subsidiaries have been combined on a line-by-line basis by adding together the book values of like items of the assets, liabilities, income and expenses, after fully eliminating there from intra-group balances and intra-group transactions as per Accounting Standard (AS) – 21 "Consolidated Financial Statements". Intra group balances and intra group transactions and unrealized profits are eliminated in full.

The financial statements of the Company and its subsidiary companies have been consolidated using uniform account policies for like transactions and other events in similar circumstances.

The difference between the cost of investment in the subsidiaries, and the Company's share of net assets at the time of acquisition of share in the subsidiaries is recognized in the financial statement as Goodwill. Minority Interest in the net assets of consolidated subsidiaries is identified and presented in the consolidated Balance Sheet separately from liabilities and equity of the Company's shareholders.

Minority interest in the net assets of consolidated subsidiaries consists of:

- (a) The amount of equity attributable to minority at the date on which investment in a subsidiary is made; and
- (b) The minority share of movements in equity since the date parent subsidiary relationship came into existence.

Minority interest's share of net profit/(loss) for the year of consolidated subsidiaries is identified and adjusted against the profit after tax of the Acrysil Group.

The Company has disclosed only such policies and notes from the individual financial statements, which fairly present the needed disclosures. Lack of homogeneity and other similar considerations made it desirable to exclude some of them, which in the opinion of the management, could be better viewed, when referred from the individual financial statements.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2016

Use of Estimates

The preparation of financial statements in conformity with GAAP requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of financial statements and the reported amount of revenues and expenses during the reporting period. Actual results could differ from these estimates. Any revision to accounting estimates is recognized prospectively in current and future periods.

Fixed Assets

All tangible assets are stated at cost less depreciation. All the costs incurred till the date the assets are put to use, have been capitalized and included in the cost of the respective assets. Depreciation is provided on Written Down Value method except for buildings, plant & equipment and dies & moulds where depreciation is provided on Straight Line Method at the rates and in the manner specified in the Schedule II in accordance with the provisions of section 123(2) of the Companies Act, 2013.

Assets of foreign subsidiary company are depreciated over the estimated useful life of the respective assets.

Inventories

Inventories are valued at cost or net realizable value, whichever is lower. Cost is determined on the following basis:

- Raw materials, traded goods and stores and spares – on a first-in first-out (FIFO) basis;
- Finished and semi-finished goods - at material cost plus direct expenses and appropriate value of overheads; cost of finished goods includes excise duty.

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 be measured.

Revenue from sale of goods are recognized when significant risks and rewards of ownership are passed to the buyer, which generally coincides with dispatch of goods. Sales taxes and value added taxes, wherever applicable, are collected on behalf of the Government and therefore, excluded from the revenue.

Excise and Custom Duty

Excise duty in respect of goods manufactured is, according to the method consistently followed, accounted for at the time of removal of goods from the factory for sale.

However, excise duty payable on the closing stock of finished goods is provided for in the accounts. Purchases of goods and fixed assets are accounted for net of excise cenvat credit availed. Custom duty paid on import of materials is dealt with in respective materials accounts.

Employee Benefits

Post-employment benefit plans

- i. Defined Contribution Plan: Contribution for provident fund are accrued in accordance with applicable statutes and deposited with the Regional Provident Fund Commissioner. Contribution for Superannuation in respect of certain employees of the Acrysil Group is made in accordance with the scheme with Life Insurance Corporation of India.
- ii. Defined Benefit Plan: The liabilities in respect of gratuity and leave encashment are determined using Projected Unit Credit Method with actuarial valuation carried out as at balance sheet date. Actuarial gains and losses are recognized in full in the profit and loss statement for the period in which they occur.

Contributions in respect of gratuity are made to the Group Gratuity Scheme with Life Insurance Corporation of India. Employee benefits recognized in the balance sheet represents the present value of the defined benefit obligation as adjusted for unrecognized past service cost and as reduced by the fair value of respective fund.

Short-term employee benefits

The undiscounted amount of short-term employee benefits expected to be paid in exchange for services rendered by employees is recognized during the period when the employee renders the service.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2016**Foreign Currency Transactions**

Foreign currency transactions are accounted for at the rates prevailing on the date of transaction. Differences arising out of foreign exchange rates are dealt with in the profit and loss account. Current assets and liabilities relating to foreign currency transactions remaining unsettled at the end of the year are translated at the closing rates and profit or loss arising therefrom is dealt with in the profit and loss statement.

Borrowing Costs

Net costs of borrowed funds for the projects are capitalized and included in the cost of fixed assets till its completion and other borrowing costs are recognized as expenses in the period in which they are incurred.

Taxation

Provisions are made for current income tax based on tax liability computed in accordance with relevant tax rates and tax laws.

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

Earning Per Share

Basic Earning Per Share (EPS) is computed by dividing the net profit for the year attributable to the equity shareholders, by weighted average number of equity shares outstanding during the year. Diluted earning per share is computed using the weighted number of equity and dilutive equity equivalent shares outstanding at the year-end.

Provision and Contingencies

The Group creates a provision when there is present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that probably will not require an outflow of resources or where a reliable estimate of the obligation can not be made.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2016**Note No. 2****2.1 Share Capital**

(Amounts in Indian ₹)

Particulars	31 st March, 2016	31 st March, 2015
Authorised		
8,000,000 (5,000,000) Equity Shares of ₹ 10 each	80,000,000	50,000,000
	80,000,000	50,000,000
Issued, Subscribed and Paid up		
5,188,976 (4,658,000) Equity Shares of ₹ 10 each	51,889,760	46,580,000
	51,889,760	46,580,000

a. Equity shares issued as fully paid up bonus shares or otherwise than by cash during the preceding five years: 1,486,000

2.2 Share Capital Reconciliation

Particulars	31 st March, 2016		31 st March, 2015	
	No. of shares	(₹)	No. of shares	(₹)
Shares outstanding at the beginning of the year	4,658,000	46,580,000	4,508,000	45,080,000
Shares issued during the year	530,976	5,309,760	150,000	1,500,000
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	5,188,976	51,889,760	4,658,000	46,580,000

The Company, on August 28, 2015, issued on preferential basis 530,976 equity shares at a premium of ₹ 562 per share as approved by the shareholders on August 14, 2015.

2.3 Shares held by each Shareholder holding more than five per cent shares

Name of Shareholder	31 st March, 2016		31 st March, 2015	
	No. of shares	% of holding	No. of shares	% of holding
Chirag A Parekh	1,660,946	32.01%	1,660,946	35.66%
Schock & Co GmbH	452,400	8.72%	452,400	9.71%
Piyush Vrajlal Mehta	175,350	3.38%	246,932	5.30%

2.4 Rights, Preferences and Restrictions attached to Shares**Equity Shares**

The Company has one class of equity shares having a face value of ₹ 10 each ranking *pari passu* in all respects including voting rights and entitlement to dividend.

Note No. 3**Reserves and Surplus**

(Amounts in Indian ₹)

Particulars	31 st March, 2016	31 st March, 2015
a. Capital Reserve	2,519,500	2,519,500
b. Securities Premium Account		
Balance at the beginning of the year	18,000,000	4,500,000
Additions during the year	298,408,512	13,500,000
Balance at the end of the year	316,408,512	18,000,000

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2016

Reserves and Surplus contd.

(Amounts in Indian ₹)

Particulars	31 st March, 2016	31 st March, 2015
c. Foreign Currency Translation Reserve	(4,833,556)	(2,620,511)
d. General Reserve		
Balance at the beginning of the year	279,960,017	250,000,000
Adjustment on account of depreciation	-	(773,043)
Short provision in earlier year for dividend and dividend tax	-	(701,970)
Transfer from surplus	30,000,000	31,435,030
Balance at the end of the year	309,960,017	279,960,017
e. Surplus		
Balance at the beginning of the year	72,164,840	38,714,833
Net Profit for the year	109,116,299	87,310,074
Transfer to general reserve	(30,000,000)	(31,435,030)
Proposed dividend	(25,944,880)	(18,632,000)
Corporate dividend tax	(5,281,768)	(3,793,037)
Balance at the end of the year	120,054,491	72,164,840
	744,108,964	370,023,846

Note No. 4

Long Term Borrowings

(Amounts in Indian ₹)

Particulars	31 st March, 2016	31 st March, 2015
a. Secured		
Term loans from banks (Indian rupee accounts)	178,853,295	221,372,554
	178,853,295	221,372,554
Period of default NA		
Amount Nil		
b. Unsecured		
From directors	38,800,000	45,000,000
From shareholders	-	-
From others	-	-
	38,800,000	45,000,000
	217,653,295	266,372,554

Note No. 5

Long Term Provisions

(Amounts in Indian ₹)

Particulars	31 st March, 2016	31 st March, 2015
Provision for leave encashment	2,958,161	1,363,388
	2,958,161	1,363,388

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2016**Note No. 6****Short Term Borrowings**

(Amounts in Indian ₹)

Particulars	31 st March, 2016	31 st March, 2015
a. Secured		
Working capital finance from banks (Indian rupee accounts)	209,402,215	248,500,618
Working capital finance from banks (Foreign currency accounts)	189,969,108	134,977,325
	399,371,323	383,477,943
b. Unsecured	-	-
	-	-
	399,371,323	383,477,943

Note No. 7**Other Current Liabilities**

(Amounts in Indian ₹)

Particulars	31 st March, 2016	31 st March, 2015
Current maturities of long-term debt	55,410,249	79,599,475
Advances from customers	26,856,934	14,868,929
Statutory liabilities	8,424,148	9,118,866
Unclaimed dividends	3,456,656	3,181,511
Other liabilities	24,555,887	23,972,052
	118,703,874	130,740,833

Note No. 8**Short Term Provisions**

(Amounts in Indian ₹)

Particulars	31 st March, 2016	31 st March, 2015
Provision for bonus	2,985,770	1,093,093
Provision for leave encashment	575,734	111,579
Provision for income tax (net of payments)	47,786,615	38,910,487
Proposed dividend	25,944,880	18,632,000
Corporate dividend tax	5,281,768	3,793,037
	82,574,767	62,540,196

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31ST MARCH, 2016**Note No. 9****Fixed Assets**

Particulars	GROSS BLOCK			ACCUMULATED DEPRECIATION				NET BLOCK	
	As at 1st April 2015 (₹)	Additions (₹)	Deductions (₹)	As at 31st March 2016 (₹)	As at 1st April 2015 (₹)	Depreciation For the Year (₹)	On Deductions (₹)	As at 31st March 2016 (₹)	As at 31st March 2015 (₹)
Tangible Assets									
Freehold Land	46,363,948	-	-	46,363,948	-	-	-	46,363,948	46,363,948
Buildings	112,862,379	46,687,001	-	159,549,380	20,555,741	3,541,964	-	135,451,675	92,306,638
Plant & Equipment	151,936,959	3,772,434	-	155,709,393	75,231,090	12,399,544	-	68,078,759	76,705,869
Moulds and Dies	326,051,112	36,118,320	-	362,169,432	183,526,483	17,803,579	-	160,839,370	142,524,629
Vehicles	31,454,007	487,307	560,000	31,381,314	13,483,749	7,020,457	342,591	11,219,699	17,970,258
Furniture & Fixtures	27,728,687	8,644,775	-	36,373,462	11,546,773	5,849,894	-	18,976,795	16,181,914
Office Equipment	23,646,970	7,737,695	-	31,384,665	15,524,006	6,300,454	-	9,560,205	8,122,964
	720,044,062	103,447,532	560,000	822,931,594	319,867,842	52,915,892	342,591	450,490,451	400,176,220
Intangible Assets									
Computer Software	6,562,258	-	-	6,562,258	3,715,551	1,210,933	-	1,635,774	2,846,707
Design & Property Rights	1,822,077	-	-	1,822,077	182,208	182,208	-	1,457,661	1,639,869
	8,384,335	-	-	8,384,335	3,897,759	1,393,141	-	3,093,435	4,486,576
Total ...	728,428,397	103,447,532	560,000	831,315,929	323,765,601	54,309,033	342,591	377,732,043	404,662,796
Previous year	630,732,546	100,248,489	2,552,638	728,428,397	281,872,338	42,668,244	774,981	404,662,796	348,860,208

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2016**Note No. 10****Long-term Loans and Advances**

(Amounts in Indian ₹)

Particulars	31 st March, 2016	31 st March, 2015
Unsecured (considered good)		
Capital advances	17,919,812	16,912,647
Security deposits	8,744,753	6,432,159
Other loans and advances	-	-
	26,664,565	23,344,806

Note No. 11**Inventories**

(Amounts in Indian ₹)

Particulars	31 st March, 2016	31 st March, 2015
(Valued at lower of cost or net realisable value)		
Raw materials	38,842,422	46,884,900
Work-in-progress	51,479,568	49,113,041
Finished goods	74,925,821	57,164,677
Stock-in-trade	128,710,469	106,844,799
Bought out items	28,789,147	29,503,128
Stores & spares	8,108,272	8,855,980
Packing materials	17,106,969	19,406,093
	347,962,668	317,772,618

Note No. 12**Trade Receivables**

(Amounts in Indian ₹)

Particulars	31 st March, 2016	31 st March, 2015
Unsecured (considered good, unless otherwise stated)		
Over six months	56,821,686	23,122,649
Others	369,273,409	301,119,037
	426,095,095	324,241,686
less: Provision for doubtful debts	729,424	729,424
	425,365,671	323,512,262

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2016**Note No. 13****Cash and Bank Balances**

(Amounts in Indian ₹)

Particulars	31 st March, 2016	31 st March, 2015
I. Cash and Cash Equivalents		
a. Balances with Banks		
Current accounts	49,928,229	56,651,269
Short term deposits	228,582,541	1,901,700
	278,510,770	58,552,969
b. Cash on Hand	2,413,921	1,825,835
	280,924,691	60,378,804
II. Other Bank Balances		
Dividend accounts	3,456,656	3,181,510
Terms deposits with more than 12 months maturity	-	3,302,212
Other terms deposits	-	-
	3,456,656	6,483,722
	284,381,347	66,862,526

Term deposits of ₹ 55,179,507 (5,203,912) are under lien with banks against various credit facilities and excise authorities

Note No. 14**Short-term Loans and Advances**

(Amounts in Indian ₹)

Particulars	31 st March, 2016	31 st March, 2015
Unsecured (considered good)		
Trade advances to suppliers	18,641,458	24,528,920
Loans and advances to staff	2,197,148	2,568,089
(including officers of the company ₹ 312,817 (₹ 830,883))		
Prepaid expenses	2,944,428	5,694,350
Other loans and advances	50,751,572	21,581,713
	74,534,606	54,373,072
Trade advances to suppliers include:		
- to a company in which some of the directors are interested	608,528	419,958

Note No. 15**Other Current Assets**

(Amounts in Indian ₹)

Particulars	31 st March, 2016	31 st March, 2015
Export incentives receivables	68,381,998	-
Input credits receivables	81,807,454	61,396,336
	150,189,452	61,396,336

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2016

Note No. 16

Revenue from Operations

(Amounts in Indian ₹)

Particulars	2015-2016	2014-2015
Sale of Products		
Export sales	1,262,713,499	943,891,117
Domestic sales	439,059,347	365,496,114
	1,701,772,846	1,309,387,231
Other Operating Revenue		
Export incentives income (net)	66,186,787	-
Foreign currency fluctuation gain/(loss)	7,116,795	(1,281,512)
Other operational income	18,917,633	7,267,582
	1,793,994,061	1,316,654,813

Note No. 17

Other Income

(Amounts in Indian ₹)

Particulars	2015-2016	2014-2015
Interest receipts	11,033,627	895,316
Insurance claims receipts	2,193,568	2,464,169
Profit on sale of assets	-	117,883
Miscellaneous income	4,705,824	3,396,118
	17,933,019	6,873,486

Note No. 18

Cost of Materials Consumed

(Amounts in Indian ₹)

Particulars	2015-2016	2014-2015
Raw Materials Consumed		
Opening stock	46,884,900	46,971,253
Purchase and direct expenses	364,437,890	331,103,368
	411,322,790	378,074,621
Closing stock	38,842,422	46,884,900
	372,480,368	331,189,721
Bought out items consumption	101,395,444	76,754,743
	473,875,812	407,944,464

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2016**Note No. 19****Changes in Inventories**

(Amounts in Indian ₹)

Particulars	2015-2016		2014-2015	
Opening Stock				
Finished Goods	57,164,677		44,095,502	
Stock-in-trade	106,844,799		80,421,205	
Work-in-progress	49,113,041	213,122,517	19,639,707	144,156,414
Closing Stock				
Finished Goods	74,925,821		57,164,677	
Stock-in-trade	128,710,469		106,844,799	
Work-in-progress	51,479,568	255,115,858	49,113,041	213,122,517
		(41,993,341)		(68,966,103)

Note No. 20**Employee Benefit Expenses**

(Amounts in Indian ₹)

Particulars	2015-2016		2014-2015	
Salaries, wages, allowances and bonus	128,716,552		93,489,549	
Contribution to employee benefit funds	7,111,250		6,377,594	
Staff welfare expenses	5,485,869		4,503,686	
	141,313,671		104,370,829	
Includes directors remuneration	9,145,691		9,510,358	

Note No. 21**Finance Costs**

(Amounts in Indian ₹)

Particulars	2015-2016		2014-2015	
Interest				
Working capital finance	37,094,789		30,492,386	
Term loans	9,260,997		14,100,720	
Income Tax	2,350,000		1,530,000	
Others	16,412,695	65,118,481	7,602,586	53,725,692
Foreign Currency Fluctuation (Gain)/Loss	12,405,810		11,890,674	
Other borrowing costs	2,422,732		2,358,508	
	79,947,023		67,974,874	

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2016

Note No. 22

Other Expenses

(Amounts in Indian ₹)

Particulars	2015-2016		2014-2015	
Manufacturing Expenses				
Power & Fuel	39,620,644		40,048,990	
Machinery repairs and maintenance	9,562,726		8,532,334	
Packing materials and expenses	132,081,655		107,225,992	
Stores & spares	30,176,569		24,101,898	
Other expenses	59,163,647	270,605,241	36,366,678	216,275,892
Selling and Distribution Expenses				
Sales commission	4,096,336		13,404,854	
Advertisement and sales promotion expenses	79,485,318		31,851,770	
Export freight, insurance and other expenses	78,533,072		64,529,652	
Other selling expenses	30,436,660	192,551,386	9,119,956	118,906,232
Administrative and Other Expenses				
Travelling expenses	39,773,136		30,131,274	
Rent	13,426,581		8,784,844	
Rates and taxes	222,910		1,381,981	
Insurance premiums	5,009,103		4,052,635	
Building and other repairs	10,395,337		7,376,252	
Directors' sitting fees	860,000		675,000	
Legal and professional fees	26,369,457		22,734,886	
Postage and telephone expenses	7,091,079		4,956,977	
Printing and stationery expenses	4,275,211		2,164,804	
Payments to auditors	3,762,155		1,329,175	
Bank discount, commission and other charges	11,315,371		8,382,830	
Vehicle expenses	3,402,863		1,613,463	
Bad debts & provision for bad debts	11,854		438,302	
Loss on sale of assets	167,409		-	
Donations	127,501		230,880	
Corporate social responsibility expenses	2,073,340		1,694,370	
Prior period expenses	4,223,964		323,807	
General expenses	17,996,345	150,503,616	14,272,946	110,544,426
		613,660,243		445,726,550

23. Balances for trade receivables, trade payables and loans and advances are subject to confirmations from the respective parties.

24. In the opinion of the directors, current assets, loans and advances are of the value stated in the balance sheet, if realised in the normal course of the business and also provisions for all known liabilities have been made.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2016

25. Deferred tax liabilities of ₹ 6,736,865 arising during the year, a major component of which is due to timing difference related to depreciation charged in the accounts and as claimed under Income Tax Act, is charged to the Profit & Loss Statement. Details of the balance of ₹ 25,085,954 are as under:

Particulars	(₹)
Depreciation	34,714,369
Disallowances u/s. 43B of the Income Tax Act	(1,704,323)
Unabsorbed Business Loss and Depreciation	(7,924,092)
Total	25,085,954

26. Contingent Liabilities

- In respect of disputed excise duty: ₹ 109,659 (₹ 109,659)
- In respect of disputed Custom Duty ₹ 4,154,490 (₹ 4,154,490)

27. Auditors' Remuneration

	2015-2016	2014-2015
Audit Fees	24,54,606	8,89,225
Tax Audit Fees	60,000	65,000
Other Matters	12,47,549	374,950

28. Related Party Disclosures

Associates

Meccanica Plast Private Limited
Acrycol Minerals Limited

Key Managerial Personnel and Relatives

Mr. Ashwin M Parekh
Mr. Chirag A Parekh
Ms. Shetal C Parekh
Mr. Damodar Sejjal
Mr. Anand Sharma

Transactions with Related Parties

Particulars	Associates	Key Managerial Personnel and Relatives
(a) Remuneration	— (—)	11,416,137 (10,386,526)
(b) Professional fees	— (—)	2,880,000 (2,880,000)
(c) Loans taken	— (—)	16,200,000 (45,000,000)
(d) Purchases	81,935,478 (68,896,740)	(—) (—)
(e) Outstanding Balances		
Short - term Loan & Advances	608,558 (419,958)	— (—)
Long - terms Borrowing	— (—)	38,800,000 (45,000,000)
Trade Payables	28,419,469 (8,228,896)	(—) (—)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR YEAR ENDED 31st MARCH, 2016

29. Details of Assets and Profits

Name of the Entity	Net Assets		Share in Profit/(Loss)	
	As % of consolidated net assets	Amount ₹ in lakhs	As % of consolidated net profit	Amount ₹ in lakhs
Parent Company:				
Acrysil Limited	101.91	8,112.16	64.62	705.06
Subsidiary Companies:				
Acrysil Steel Limited	5.71	454.70	4.14	45.17
Acrysil Appliances Limited	1.20	95.28	(0.04)	(0.42)
Sternhagen Bath Private Limited	0.08	6.66	(0.04)	(0.45)
Acrysil UK Limited	(3.61)	(287.58)	(7.74)	(84.42)
Acrysil GmbH	(1.50)	(119.50)	3.63	39.65
Home Style Products Limited	14.82	1,179.46	37.89	413.46
Eliminations	(18.61)	(1,481.19)	(2.46)	(26.89)
Total...	100.00	7,959.99	100.00	1,091.16

30. a. Figures pertaining to subsidiary companies have been reclassified wherever necessary to bring them in line with the parent company's financial statement.
b. All the amounts are stated in Indian Rupees, unless otherwise stated.
c. Previous year's figures have been regrouped and rearranged wherever necessary.

Signatures to Notes 1 to 30

As per our report of even date

For **SANGHAVI & COMPANY**

FRN: 109099W

Chartered Accountants

MANOJ GANATRA

Partner

Membership No. 043485

DAMODAR SEJPAL

Company Secretary

ANAND SHARMA

Chief Financial Officer

J. R. NAIK

Director

(DIN: 00030172)

C. A. PAREKH

Chairman & Managing Director

(DIN: 00298807)

Mumbai

May 23, 2016

Mumbai

May 23, 2016

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": Subsidiaries

(Amt in ₹)

Sr. No.	Particulars	Details				
1	Name of the subsidiary	Acrysil Steel Ltd.	Sternhagen Bath Pvt. Ltd. (formally known as Acrysil Quartz Pvt. Ltd.)	Acrysil GmbH, Germany	Acrysil Appliances Ltd.	Acrysil UK Ltd.
2	Reporting period for subsidiary concerned, if different from the holding company's reporting period	March 31, 2016	March 31, 2016	March 31, 2016	March 31, 2016	March 31, 2016
3	Reporting currency and Exchange rate as on last date of the relevant Financial year in the case of foreign subsidiaries	INR	INR	EURO	INR	GBP
4	Share capital	490,00,000	10,00,000	171,47,814	100,00,000	654,20,703
5	Reserves & surplus	(35,30,443)	(3,33,571)	(290,99,351)	(4,71,647)	237,66,962
6	Total assets	1605,61,115	7,89,751	51,00,500	100,00,000	4292,17,469
7	Total Liabilities	1605,61,115	7,89,751	51,00,500	100,00,000	4292,17,469
8	Investments	-	-	-	-	-
9	Turnover	1407,84,225	-	113,29,250	-	3278,91,842
10	Profit before taxation	73,46,159	(45,395)	39,65,339	(42,037)	580,63,052
11	Provision for taxation	28,29,588	-	-	-	130,90,998
12	Profit after taxation	45,16,571	(45,395)	39,65,339	(42,037)	449,72,054
13	Proposed Dividend	-	-	-	-	-
14	% of shareholding	93.84%	84.90%	100%	100%	100%
15.	Rupee Equivalent of 1 Unit of Foreign Currency as at March 31, 2016	N.A.	N.A.	67.2	N.A.	94.76

Part "B": Associates and Joint Ventures

Statement Pursuant to section 129(3) of companies act, 2013 related to Associates and Joint Venture

Name of the Associates / Joint Venture	NOT APPLICABLE
1. Latest audited Balance Sheet Date	
2. Shares of Associates / Joint Ventures held by the Company on the year end	
No.	
Amount of Investment in Associates / Joint Ventures	
Extend of Holding %	
3. Description of how there is significant influence	
4. Reason why the Associates / Joint Ventures is not consolidated	
5. Net worth attributable to shareholding as per latest audited Balance Sheet	
6. Profit/Loss for the year	
i. Considered in Consolidation	
ii. Not Considered in Consolidation	

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

C. A. PAREKH
Chairman & Managing Director
(DIN: 00298807)

J. R. NAIK
Director
(DIN: 00030172)

DAMODAR SEJPAL
Company Secretary

ANAND SHARMA
Chief Financial Officer

Date : May 23, 2016
Place : Mumbai

INFORMATION TO SHAREHOLDERS OF ACRYSil LIMITED

Pursuant to Sections 205A and 205C and other applicable provisions, if any, of the Companies Act, 1956, all unclaimed/unpaid dividend, application money, debenture interest and interest on deposits as well as the principal amount of debentures and deposits remaining unpaid or unclaimed for a period of seven years from the date they became due for payment, have been transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government. No claim shall lie against the said Fund or the Company for the amounts so transferred nor shall any payment be made in respect of such claim. Members who have not yet encashed their dividend warrant(s) for the financial years 2008-09 to 2014-15, are requested to make their claims without any delay to the Company's Registrar and Transfer Agents, Bigshare Services Pvt. Ltd.

The Company had issued Bonus shares in October, 2012 and fractional shares were sold in the open market and sale proceeds of the same has been distributed to eligible shareholders twice during the year 2013-14.

The unclaimed amount of such sale proceeds will be transferred to IEPF Account on 20.06.2020.

The following table gives information relating to outstanding dividend accounts and the dates by which they need to be transferred:

Financial Year	Date of Declaration	Date of Payment	Date on Which Dividend will Become Part of IEPF
2008-09	31.07.2009	18.08.2009	18.08.2016
2009-10	10.08.2010	30.08.2010	30.08.2017
2010-11	12.08.2011	30.08.2011	30.08.2018
2011-12	15.09.2012	25.09.2012	25.09.2019
2012-13	26.09.2013	10.10.2013	10.10.2020
2013-14	24.09.2014	13.10.2014	13.10.2021
2014-15	25.09.2015	14.10.2015	14.10.2022

ACRYSIL LIMITED

Registered office: B-307, Citi Point, J.B. Nagar, Andheri Kurla Road, Andheri (East), Mumbai – 400 059.

Tel: (91-22) 4015 7817 / 7818 / 7819 **Fax:** (91-22) 2825 8052. **CIN:** L26914MH1987PLC042283

Website: www.acrysil.com / www.acrysilcorporateinfo.com **E-mail ID:** cs.al@acrysil.com

ATTENDANCE SLIP

29th Annual General Meeting, September 24, 2016 at 3.30 p.m.

Name of the Member : _____

Folio No./DP/ID NO: _____

No. of Shares held : _____

I certify that I am a registered shareholder / proxy of registered shareholder of the Company. I hereby record my presence at the 29th Annual General Meeting of the Company at Indian Merchant Chambers, IMC Road, Churchgate, Mumbai – 400020 held on Saturday, September 24, 2016 at 3.30 P.M.

Proxy's Name in Block Letters

Member's/Proxy's Signature

NOTE:

1. Shareholder / Proxy holders are requested to bring this Attendance Slip to the Meeting and hand over the same at the entrance duly signed.
2. If signed by Proxy, his name Member's / Proxy's Signature should be written here in BLOCK letters.

This page has been kept blank intentionally

ACRYSIL LIMITED

Registered Office: B-307, Citi Point, J.B. Nagar, Andheri Kurla Road, Andheri (East), Mumbai – 400 059.

Tel: (91-22) 4015 7817 / 7818 / 7819 **Fax:** (91-22) 2825 8052. **CIN:** L26914MH1987PLC042283

Website: www.acrysil.com / www.acrysilcorporateinfo.com **E-mail ID:** cs.al@acrysil.com

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 member(s):	
Registered address:	
Email id :	
Folio No./Client id:	DP ID:

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

1	Name :	
	Address :	
	Email id :	Signature:

Or failing him:

2	Name :	
	Address :	
	Email id :	Signature:

Or failing him:

3	Name :	
	Address :	
	Email id :	Signature:

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 29th ANNUAL GENERAL MEETING of the Company to be held at Indian Merchant Chambers, IMC Road, Churchgate, Mumbai - 400020 on Saturday, September 24, 2016 at 3.30 P.M. and at any adjournment thereof in respect of the such resolutions as are indicated below:

No.	RESOLUTION	OPTIONAL	
	ORDINARY BUSINESS	For	Against
1.	Adoption of; a) the Audited Financial Statements of the Company for the financial year ended 31st March, 2016 including the Audited Balance Sheet as at 31st March, 2016 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Directors' and the Auditors' thereon; and b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2016, together with the Report of the Auditors' thereon.		
2.	Approval of final dividend of ₹ 5 (50%) per share on equity shares of the Company for the financial year ended 31 st March, 2016.		
3.	Re-appointment of Director in place of Mr. Chirag A. Parekh (holding DIN: 00298807), who retires by rotation and being eligible, offers himself for re-appointment.		
4.	Ratification of an appointment of M/s Sanghavi & Co., Chartered Accountants, Bhavnagar (Firm Registration No. 109099W) as Auditors and fixing their remuneration.		
	SPECIAL BUSINESS		
5.	Appointment of Dr. Sonal Ambani (DIN: 02404841) as an Independent Director of the Company.		
6.	Ratification of remuneration payable to Cost Auditors for the year 2016-17.		
7.	Increase Borrowing Powers of the Board.		
8.	Creation of Charge on the Assets of the Company.		
9.	Re-appointment of Mr. Chirag A. Parekh as Chairman and Managing Director.		

Signed this _____ day of _____ 2016

Signature of member (s) _____

Signature of proxy holder(s) _____

Please affix
Re. 1/-
Revenue
Stamp

Note:

- The Proxy form, in order to be effective, should be completed, duly signed and stamped and must be deposited at the Registered Office of the Company not less than 48 hours before the time for commencement of the aforesaid meeting.
- A Proxy need not be a member of the Company.
- A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights.
- This is only optional. Please indicate your option by putting an 'X' in the appropriate column against the resolutions indicated. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.



AWARD-WINNING KRISTALL BASIN MEETS THE FIRST 3D
HIGHLIGHTER TILE BOTH CRAFTED FROM SANI-Q
THE QUARTZ MATERIAL
MADE IN GERMANY

ART MEETS ENGINEERING

STERNHAGEN
GERMANY

Discover the world of Sternhagen
and find your nearest dealer online:
www.sternhagen.com



Kitchen Sinks &
Built-in Kitchen Appliances

STERNHAGEN
BESPOKE BATH LIFESTYLE

PRESSMAN



Acrysil Limited

Regd. Office: B-307, Citi Point,
J.B. Nagar, Andheri Kurla Road,
Andheri (East), Mumbai - 400 059.

Office: (91-22) 4015 7817 / 7818 / 7819

Fax: (91-22) 2825 8052

