SADHANA NITRO CHEM LIMITED
CIN : L24110MH1973PLC016698
Registered Office : Hira Baug, 1st Floor, Kasturba Chowk (C .P. Tank),
Mumbai - 400 004, INDIA
Tel.: 022-23865629 / 23875630 • Fax : 022-23887235
E-mail : sadhananitro@sncl.com • Website : www.sncl.com

Date: 19th September, 2018

To
BSE Limited
P.J Towers, Dalal Street
Fort, Mumbai-400001

BSE Scrip Code: 506642

Subject: Annual Report for the financial year ended 31st March, 2018

Dear Sir/Madam,

In terms of Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are pleased to submit herewith Annual Report for the Financial Year 2017-18 duly approved and adopted by the members in the Annual General Meeting held on Thursday, 30th August, 2018.

Request you to take the same in records.

Thanking you,

FOR SADHANA NITROCHEM LIMITED

NITIN RAMESHCHANDRA JANI

Digitally signed by NITIN RAMESHCHANDRA JANI
DN: c=IN, o=Personal, postalCode=400062, st=Maharashtra, 2.5.4.20=82ad3386c01b355da74ffa323eec75c0b7dcd96b0a41d27152bf88c7f9fe0180, serialNumber=003ce4275a32f8278907db72280e22fc49a292317ad27b15020444760b5dc700, cn=NITIN RAMESHCHANDRA JANI
Date: 2018.09.19 13:05:38 +05'30'

NITIN RAMESHCHANDRA JANI
COMPANY SECRETARY
Membership No: A4757
Add: Plot No. 177, Room No.16,
Jawahar Nagar, Road No.2,
Goregaon (West), Mumbai-400062

CONTENTS

BOARD OF DIRECTORS	**Shri Asit D. Javeri**	Chairman & Managing Director
	Shri Arvind R. Doshi	Independent Director
	Shri Priyam S. Jhaveri	Independent Director
	Shri Dhirendra M. Shah	Independent Director (Upto 19.01.2018)
	Shri Pradeep N. Desai	Independent Director
	Shri Abhishek A. Javeri	Director & CFO
	Smt Seema A. Javeri	Executive Director-Administration
	Shri. Amit M. Mehta	Additional Director (w.e.f.30.04.2018)
KEY MANAGERIAL PERSONNEL	**Shri Nitin R. Jani**	Company Secretary

BANKERS

STATE BANK OF INDIA, Mumbai & Roha
AXIS BANK LTD., Mumbai
STATE BANK OF PATIALA, Mumbai

AUDITORS

CHANDRASHEKHAR IYER & CO
Chartered Accountants
14, Anuroop CHS Ltd., Samatanagar
Jekegram P.O., Thane 400 606.

REGISTERED OFFICE

HIRA BAUG,
1" Floor, Kasturba Chowk (C.P. Tank), Mumbai- 400 004.
Phone : 022-23865629 Fax : 022-23887235.
E-mail : sadhananitro@sncl.com Website : www.sncl.com

CIN NO

L24110MH1973PLC016698

FACTORY

47, M.I.D.C. Industrial Area, Roha,
Dist. Raigad, Maharashtra- 402 116.

REGISTRAR AND TRANSFER AGENT (RTA)

LINK INTIME INDIA PRIVATE LIMITED
(Formerly known as Intime Spectrum Registry limited)
C 101, 247 Park, L B S Marg,
Vikhroli West, Mumbai- 400 083.
Phones :022-49186000 Fax : 022-49186060
E-mail : rnt.helpdesk@linkintime.co.in

NOTICE TO THE MEMBERS

NOTICE IS HEREBY GIVEN THAT THE FORTY-FIFTH ANNUAL GENERAL MEETING OF THE COMPANY WILL BE HELD AT SHETH HIRACHAND GUMANJI TRUST HALL, HIRA BAUG, 1ST FLOOR, KASTURBA CHOWK (C.P. TANK), MUMBAI-400004. ON Thursday, THE 30th August 2018 AT 3.00 P.M. TO TRANSACT THE FOLLOWING BUSINESS:-

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statement (Including the Standalone and Consolidated Statements) of the Company for the Financial Year ended 31st March, 2018 together with the Reports of the Directors' and Auditors' thereon.
2. To declare a final dividend for the Financial Year 2017-18.
3. To appoint a Director in place of Mr. Abhishek A. Javeri (DIN: 00273030) who retires by rotation and is eligible for re-appointment.
4. To ratify appointment of auditors and fix their remuneration.

SPECIAL BUSINESS:

5. To consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and pursuant to the applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any modification or amendment thereof, Mr. Amit M. Mehta (DIN: 00073907), who was appointed as an Additional Director (Independent) of the Company with effect from 30th April, 2018, under Section 161 of the Act, be and is hereby appointed as an Independent Director of the Company to hold office for a term upto five consecutive years commencing from 30th April, 2018"

6. To consider and, if thought fit, to pass with or without modification(s), the following Resolution as a **Special Resolution:**

   "RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 ("Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification and re-enactment thereof for the time being in force) and subject to further approval of the Central Government if required, the consent of the members be and is hereby accorded to terminate the existing agreement as on 30th April, 2018 and to reappoint Shri Asit D. Javeri (DIN: 00268114) w.e.f. 1st May 2018 as Chairman & Managing Director and to redesignte him as executive chairman of the Company from his existing position of chairman and managing director w.e.f. July 24, 2018 for a period of 3 (Three) Years commencing from 1st May, 2018 on remuneration of up to 5% of the net profit of the company for the financial year computed in a manner laid down in Section 198, subject to a minimum of ₹ 1,68,00,000/- p.a. and on such terms and conditions as may be agreed to between the Board of Directors and Shri Asit D. Javeri (DIN: 00268114) with liberty and authority to the Board of Directors to alter and vary the terms and conditions of the said appointment from time to time within the scope of the Companies Act, 2013, or any amendments thereto or any re-enactment thereof.

   RESOLVED FURTHER THAT the Board of Directors, be and are hereby severally authorised to sign and submit all relevant e-forms, documents, in respect of aforesaid appointment with the Registrar of Companies and to do all such acts, deeds and things as may be necessary or expedient in their entire discretion, for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto"

7. To consider and, if thought fit, to pass with or without modification(s), the following Resolution as a **Special Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 ("Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification and re-enactment thereof for the time being in force) and subject to further approval of the Central Government if required, the consent of the members be and is hereby accorded to terminate the existing agreement as on 30th April, 2018 and to reappoint Shri Abhishek Asit Javeri (DIN: 00273030) w.e.f. 1st may 2018 as Executive Director & CFO and redesignate him as managing director and CFO of the Company from his existing position of executive director and CFO w.e.f. 24th July 2018 for period of 3 (Three) Years commencing from 1st may 2018 on remuneration of up to 5% of the net profit of the company for the financial year computed in a manner laid down in Section 198, subject to a minimum of Rs. 1,68,00,000/- p.a. and on such terms and conditions as may be agreed to between the Board of Directors and Shri Abhishek Asit Javeri (DIN: 00273030) with liberty and authority to the Board of Directors to alter and vary the terms and conditions of the said appointment from time to time within the scope of the Companies Act, 2013, or any amendments thereto or any re-enactment thereof.

RESOLVED FURTHER THAT the Board of Directors, be and are hereby severally authorised to sign and submit all relevant e-forms, documents, in respect of aforesaid appointment with the Registrar of Companies and to do all such acts, deeds and things as may be necessary or expedient in their entire discretion, for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto"

8. To consider and, if thought fit, to pass with or without modification(s), the following Resolution as a **Special Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 ("Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification and re-enactment thereof for the time being in force) and subject to further approval of the Central Government if required, the consent of the members be and is hereby accorded to terminate the existing agreement as on 30th April, 2018 and to reappoint Mrs. Seema Asit Javeri (DIN: 01768936) as Executive Director (Administration) of the Company for period of 3 (Three) Years with effect from 1st May, 2018 on remuneration of up to 5% of the net profit of the company for the financial year computed in a manner laid down in Section 198, subject to a minimum of ₹ 1,68,00,000/- p.a. and on such terms and conditions as may be agreed to between the Board of Directors and Mrs. Seema Asit Javeri (DIN: 01768936) with liberty and authority to the Board of Directors to alter and vary the terms and conditions of the said appointment from time to time within the scope of the Companies Act, 2013, or any amendments thereto or any re-enactment thereof.

RESOLVED FURTHER THAT the Board of Directors, be and are hereby severally authorised to sign and submit all relevant e-forms, documents, in respect of aforesaid appointment with the Registrar of Companies and to do all such acts, deeds and things as may be necessary or expedient in their entire discretion, for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto"

Registered Office:
Hira Baug, 1" Floor
Kasturba Chowk, (C.P. Tank), Mumbai-400004
CIN:L24110MH1973PLC016698
E-mail: sadhananitro@sncl.com
Date: 24th July, 2018.

By Order of the Board
N.R. Jani
Company Secretary
Membership No: A4757

NOTES:

1. **A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and a proxy need not be a member of the Company. The proxy in order to be effective must be deposited at the Registered Office of the Company not less than 48 hours before the commencement of 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.

   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 authorising their representative to attend and vote on their behalf.

   In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.

2. An Explanatory Statement pursuant to Section 102 of the Companies Act,2013 relating to the Special Business to be transacted at the Annual General Meeting (AGM) is annexed hereto.

3. The Equity Dividend for the financial year ended 31st March,2018, as recommended by the Board, if approved at the AGM, will paid on or after Thursday, 4th September 2018 to those Members whose name appears in the Register of Members of the Company as on the book closure date.

4. The Company has appointed Link Intime India Private Limited, RTA, C 101,247 Park, L B S Marg, Vikhroli West, Mumbai 400 083 as Registrars and Share Transfer Agents for Physical Shares. The said (RTA) is also the Depository interface of the Company with both NSDL & CDSL. Their Telephone No. 022- 49186000, E-mail address: mt.helpdesk@linkintime.co.in, Fax No. 022-49186060.

   However, keeping in view the convenience of Shareholders, documents relating to shares will continue to be received by the Company at its Registered Office Telephone No.022-23865629, Email: sadhananitro@sncl.com

5. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days' notice in writing of the intention so to inspect is given to the Company

6. The Company has transferred the unpaid or unclaimed dividends upto the financial years 2007-08 from time to time on due dates, to the Investor Education and Protection Fund (IEPF) established by the Central Government. Pursuant to the provisions of Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012, the Company has uploaded the details of unpaid and unclaimed amount lying with the Company as on 2nd August, 2017 (date of last Annual General Meeting) on the website of the Company (www.sncl.com), as also on the website of the Ministry of Corporate Affairs.

7. Members who hold shares in electronic form are requested to mention their DP ID and Client ID number and those who hold shares in physical form are requested to mention their Folio Number in the Attendance Slip for attending the Meeting to facilitate identification of membership at the AGM.

8. 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.

9. The Register of Members and the Share Transfer Book of the Company will remain closed from Friday,24th August, 2018 to Thursday 30th August, 2018 (both days inclusive) for the purpose of Annual General Meeting.

10. All documents referred to in the accompanying notice and the explanatory statements are open for inspection at the Registered Office of the Company during office hours on all working days, except Saturdays & Public holiday, between 11.00 a.m. and 1.00 p.m. up to the date of the Annual General Meeting.

11. Members are requested to notify immediately change of address, if any, to their Depository Participants (DPs) in respect of their electronic share accounts and Link Intime India Private limited (RTA), or to the Company at its Registered Office in respect of their physical shares.

12. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting.

13. Entrance Pass and Proxy Form is annexed. Members are requested to bring their duly filled in attendance slip with copy of Annual Report to the place of meeting.

14. Members who hold shares in Dematerialized form are requested to bring their client ID and DP ID numbers for easy identification of attendance at the meeting.

15. Members desiring any information are requested to write to the Company 10 days in advance

16. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual reports, Notices, Circulars, etc. from the Company electronically.

17. The Notice of the AGM along with the Annual Report 2017-18 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories, unless any Member has specifically requested for a physical copy of the same.

18. The Members who have not yet registered their e-mail addresses are requested to register the same with RTA /Depositories. Members, who want to receive hard copies of all the communication, have to make a specific request to the Company by sending a letter in hard form in this regard to the RTA or the Company.

19. Pursuant to the provisions of Regulation 36 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations") and Secretarial Standards issued by the Institute of Company Secretaries of India, a brief note on the background and the functional expertise of the Directors of the Company seeking re-appointment along with the details of other Directorships, memberships I chairmanships of Board Committees, shareholding and relationships amongst directors inter-se is set out in the Brief Resume appended to this Notice.

20. Voting through electronic means

I. In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (LODR) Regulations, the Company is pleased to provide its members, as on the cut-off date being Thursday 23rd August, 2018, the facility to exercise their right to vote by electronic means on any or all of the businesses specified in the Notice, at the 45th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by National Securities Depository Limited (NSDL).

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

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

IV. The remote e-voting period commences on 27th August 2018 at 9.00 a.m. and ends on 29th August 2018 at 5.00 p.m.During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 23rd August 2018 may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

V. How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1 : Log-in to NSDL e-Voting system at https://www.evoting.nsdl.com/

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

Details on Step 1 is mentioned below:

How to Log-into NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For e xample if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12****** .

b) For Members who holdshares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For e xample if folio number is 001*** and EVEN is 101 456 then user ID is 101456001***

5. Your password details are given below:

a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
c) How to retrieve your 'initial password'?
(I) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
(ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.

6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
a) Click on **"Forgot User Details/Password?"**(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
b) **Physical User Reset Password?"** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting.Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select **"EVEN"** of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for

which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1 Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to **kumudiniparanjape@mmjc.in** with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request atevoting@nsdl.co.in

VI. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the company as on the cut of date 23rd August 2018.

VII Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e.23rd August 2018, may obtain the login ID and password by sending a request at Issuer/RTA.

VIII A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.

IX. 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 remote e-voting as well as voting at the AGM through ballot paper.

X. Mrs. Kumudini Paranjape, Partner of M/s Makarand M Joshi & Co., Practicing Company Secretaries, has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.

XI. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "remote e-voting" or "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

XII. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

XIII. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company and on the website of NSDL The results shall simultaneously be communicated to the Stock Exchange (BSE), Mumbai

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CIN:L24110MH1973PLC016698
E-mail: sadhananitro@sncl.com
Date: 24th July, 2018.

By Order of the Board
N.R. Jani
Company Secretary
Membership No: A4757

Brief resume of Director's seeking appointment / re-appointment:

Pursuant to provisions of SEBI (LODR) Regulations and Secretarial Standards on General Meetings, relevant particulars of Directors seeking appointment / re appointment as this AGM are given here below:

Name of the Director	**Mr. Asit D. Javeri**	**Mr. Abhishek A. Javeri ***	**Mrs. Seema A. Javeri**
DIN	00268114	00273030	01768936
Date of Birth / Age	25.06.1956 / 62 years	18.12.1984 / 34 years	05.10.1958 / 60 years
Date of original appointment	1.09.2015	1.04.2016	1.07.2015
Termination of Original Agreement	30. 04. 2018	30. 04. 2018	30. 04. 2018
Terms and Conditions of appointment	As per draft Agreement	As per draft Agreement	As per draft Agreement
Appoint for 3 years w.e.f.	01.05. 2018	01.05. 2018	01.05. 2018
Designation	Chairman & Managing Director & redesignated as Executive Chairman w.e.f.24.07.2018	Executive Director & C.F.O. & rdesignated as Managing Director w.e.f.24.07.2018	Executive Director (Administration)
Areas of Expertise	Operating, Managing, Strategic planning, Marketing in the chemical industry	Sourcing, control, effective utilisation, negotiation and strategic planning finance.	Skill, experience and knowledge inter alia, in the field of administration.
Educational Qualifications	B.Sc.(Hon)	Graduate in Economics from North Western University USA.	B.Sc.

Companies in which he / she holds Directorship	1. Premier Limited 2. Indian Extractions Limited 3. Phthalo Colours & Chemicals (I) Ltd. 4. Lifestyle Net Works Ltd. 5. Anuchem b.v.b.a., Belgium 6. Manekchand Panachand Trading Investment Company Pvt. Ltd. 7. Chandra Net Private Limited 8. Strix Wireless Systems Pvt. Ltd. 9. Strix System Inc. USA 10. AHANA Inc. USA	1. Lifestyle Networks Ltd., 2. Chandra Net Private Limited, 3. Strix Wireless Systems Pvt. Ltd. 4. Strix System Inc., USA. 5. Manekchand Panachand Trading Investment Co. Pvt. Ltd. 6. AHANA Inc., USA	1. Lifestyle Networks Ltd. 2. Manekchand Panachand Trading Investment Co. Pvt. Ltd, 3. Strix Wireless Systems Pvt. Ltd,
Other listed Companies in which he/she holds Directorship	1. Premier Limited 2. Indian Extractions Limited	NIL	NIL
Membership / Chairmanship of Board Committees	Sadhana Nitro Chem Ltd Share Transfer Committee – Member (Executive) Premier Limited -Stakeholders Relationship Committee – Chairman (Non Executive) -Nomination & Remuneration Committee, Audit Committee Member (Non-Executive) Indian Extractions Limited -Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee – Chairman (Non Executive) Phthalo Colours & Chemicals (I) Limited -Audit Committee Member (Non-Executive)		
Shareholding as on 30th April, 2018	**388759**	**151419**	**17827**
Relationship with other Directors and KMPs	**Mrs. Seema A. Javeri is Wife and Mr. Abhishek A. Javeri is Son**	**Mr. Asit D. Javeri is Father and Mrs. Seema A. Javeri is Mother**	**Mr. Asit D. Javeri is Husband and Mr. Abhishek A. Javeri is Son.**

No. of board meetings attended during FY 2017-18	6	5	6
Remuneration sought to be paid	Upto 5% of Net profit for the financial year, computed u/s 198 with minimum of ₹ 1,68,00,000 under schedule V	Upto 5% of Net profit for the financial year, computed u/s 198 with minimum of ₹ 1,68,00,000 under schedule V	Upto 5% of Net profit for the financial year, computed u/s 198 with minimum of ₹ 1,6 8,00,000 under schedule V
Remuneration last paid	₹ 70,11,670	₹ 1,14,23,177	₹ 26,61,200

(*)The disclosure is as per the Secretarial Standards on General Meeting and SEBI (LODR) Regulations 2015 for his re-appointment pursuant to retirement by rotation as well as for re-appointment as Executive Director & CFO/ redesignation as Managing Director & CFO.

Membership No: A4757
Registered Office: Hira Baug, 1" Floor,
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CIN: L24110MH1973PLC016698
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Date : 24th July, 2018

FOR SADHANA NITRO CHEM LIMITED

NITIN R JANI
COMPANY SECRETAY
Membership No: A4757

EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

1. Item No.5

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company have appointed Mr. Amit M. Mehta (DIN: 00073907), as an Additional Director (Independent) of the Company to hold office for a period of five consecutive years, not liable to retire by rotation, subject to consent by the Members of the Company at the ensuing Annual General Meeting ("AGM").

As an Additional Director, Mr. Amit M. Mehta (DIN: 00073907), holds office till the date of the AGM and is eligible for being appointed as an Independent Director. The Company has received a declaration from Mr. Amit M. Mehta (DIN: 00073907), confirming that he meets the criteria of independence as prescribed under the Act and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). Mr. Amit M. Mehta (DIN: 00073907), is also not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given her consent to act as a Director of the Company. In the opinion of the Board, Mr. Amit M. Mehta (DIN: 00073907), fulfills the conditions for his appointment as an Independent Director as specified in the Act and the Listing Regulations and he is independent of the management.

A copy of the draft letter of the appointment of Independent Director setting out the terms and conditions is available for inspection by the members at the Company's registered office during normal business hours on all working days upto the date of Annual General Meeting.

Pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and details as required under SS-2 (Secretarial Standard-2 on "General Meetings") of Mr. Amit M. Mehta (DIN: 00073907), seeking appointment/reappointment as an Independent Director is as follows:

Name	Mr. Amit M. Mehta
Date of Birth / Age	15.06.1954 / 64 Years
Date of Appointment	03.04.2018
Experience in functional area	Chemical Business
Qualification	B.Sc. (Chemistry)
Terms and Condition of Appointment & re - appointment along with Remuneration sought to be paid and last drawn remuneration	Terms & Condition as per appointment letter. No remuneration except sitting fees in FY 2017-18 : NIL
Directorship in other Companies (Public Limited Companies)	1. Perfo Chem (India Pvt. Ltd. 2. Finogra (India) Pvt. Ltd. 3. Value E-Healthcare Ltd 4. Diamines & Chemicals Ltd. 5. Diamines Speciality Pvt. Ltd. 6. Insight Healthscan Pvt. Ltd. 7. Top-Notch Realty Pvt. Ltd. 8. Pinami Realty Pvt. Ltd. 9. Global Local Lifestyle Services Pvt. Ltd. 10. Tomorrowland Appearals Pvt. Ltd. 11. S. Amit Speciality Chem Pvt. Ltd.
Membership of Committees of other Public Companies (Audit Committee /Nomination Remuneration Committee/Stakeholders Relationship Committee)	**Diamines & Chemicals Ltd.** - Chairman in Corporate Social Responsibility Committee. - Member in Stakeholder Relationship Committee.
No. of Shares held in the company (Shareholding)	35156
Date of First Appointment on the Board	30th April, 2018
Relationship with other Director, Manager & KMP	NIL
No. of Board meeting attended during the year (F.Y. 201 7-18)	NIL

The Board of Directors recommends the Resolution set out at Item No. 5 of the accompanying Notice for approval of the Members of the Company as an Ordinary Resolution.
None of the Directors / Key Managerial Personnel of the Company / their relatives are in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice.

2. Item No. 6,7 and 8

A. On the recommendation of the Nomination & Remuneration Committee and subject to approval of the Members and the approval of Central Government if required, the Board of Directors of the Company at its meeting held on April 30, 2018 have terminated the present agreement with :-

1. Shri Asit D. Javeri, as the Chairman & Managing Director which was expiring on 31st August, 2018

2. Smt. Seema Javeri as Executive Director-Administration which was expiring on 30th June, 2018

3. Shri Abhishek A. Javeri Executive Director & CFO which was expiring on 31st March, 2018 and reappointed

For Item 6 -

Taking into consideration the contributions of Shri Asit D. Javeri and on the recommendation of Nomination and Remuneration Committee and Board in its meeting held on 30th April, 2018 it is proposed to reappoint him as Chairman & Managing Director and further in the Board Meeting held on 24th July, 2018 re-designate him as Executive Chairman of the Company w.e.f. 24th July, 2018 subject to the further approval of Shareholders of the Company for a term 3 years with effect from 1st May, 2018 on remuneration of up to 5% of the net profit of the company for the financial year computed in a manner laid down in Section 198, subject to a minimum of ₹. 1,68,00,000/- p.a.

For Item 7-

In view of the succession planning and in order for giving the next generation the opportunity to lead the Company Shri Asit D. Javeri, Chairman & Managing Director as proposed to appoint Shri Abhishek Asit Javeri as the Managing Director & CFO of the Company.

The Board of Directors of the Company in its meeting held on 30th April, 2018 on the recommendation of the Nomination and Remuneration Committee accorded their consent to reappoint Shri Abhishek A. Javeri as Executive Director & CFO and further the Board in its meeting held on 24th July, 2018 redesignated him as Managing Director & CFO of the Company w.e.f. 24th July, 2018 subject to the further approval of Shareholders of the Company for a period of 3 years with effect from 1st May, 2018 and on remuneration of up to 5% of the net profit of the company for the financial year computed in a manner laid down in Section 198, subject to a minimum of ₹. 1,68,00,000/- p.a.

For Item 8 -

It is proposed to re-appoint Smt. Seema Javeri as Executive Director-Administration for 3 years with effect from 1st May, 2018 on remuneration of up to 5% of the net profit of the company for the financial year computed in a manner laid down in Section 198, subject to a minimum of ₹1,68,00,000/- p.a.

B. The present remuneration payable to Shri Asit D. Javeri & Smt. Seema A. Javeri have been approved by Special Resolution passed in the 42nd Annual General Meeting held on 11th August, 2015. The present remuneration payable to Shri Abhishek A. Javeri has been approved by Special Resolution passed in the 10th Extra Ordinary General Meeting held on 22nd May, 2017.

The Board of Directors of the Company, keeping in view the qualification, experience, expertise of and in particular the contribution made by (a) Shri. A. D. Javeri, (b) Smt. Seema A. Javeri and (c) Shri Abhishek A. Javeri, in the overall development of the Company and having regard to the provisions in respect of managerial remuneration of the Companies Act 2013, thought it justified to re-appoint them as above respectively and It is proposed to pay, subject to approval of the members and the approval of Central Government if required, the above remuneration to them within the overall limits specified under the Companies Act, 2013 which is commensurate with their experience and responsibilities of heading a company of this size.

C. Within the above remuneration and accordance with the rules of the company or as may be agreed by the Board of Directors on recommendation of Nomination & Remuneration Committee (NRC), they will be entitled to draw monthly remuneration alongwith the perquisites and allowances like house rent allowance together with reimbursement of expenses or allowances for utilities such as gas, electricity, water, furnishings and repairs, education allowance, medical reimbursement, club fees and such other perquisites and allowances The perquisites shall be evaluated at actual cost.

D. In the event of loss or inadequacy of profits during the aforesaid period, the maximum remuneration payable to (a) Shri Asit D. Javeri (b) Smt. Seema Javeri and (c) Shri Abhishek A. Javeri as specified in Schedule V shall be payable to them as a minimum remuneration.

E. In addition managerial personal shall be eligible for following perquisite which shall not be included in computation of ceiling of remuneration payable under Schedule V.

I. Company's contribution to Provident Fund, Family Pension Fund and superannuation or annuity fund to the extent these either singly or together are not taxable under the Income Tax Act.

II. Gratuity payable not exceeding half a month's salary for each completed year of service and;
III. Encashment of leave at the end of tenure.
IV. Provision of Company's car for official duties with driver
V. Free telecommunication facility at the residence.

F. The terms and conditions of the said reappointment and/or remuneration and/or agreement may be altered and varied from time to lime by the Board as it may, in its, discretion, deem fit.

G. The agreement may be terminated by either party by giving the other party six months' notice or by any shorter notice as may be mutually agreed to between the parties.

H. They shall not, so long as they function as such, become interested or otherwise concerned directly or through their spouse and/or minor children in any selling agency of the Company in future without prior approval of the Central Government.

I. So long as they function as such shall not be paid any sitting fees for attending the meetings of the Board of Directors or committees thereof.

J. In compliance with the provisions of Section 196 & 197 Companies Act 2013 read with Schedule V and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and all other applicable provisions, if any, of the Companies Act 2013, the terms of remuneration specified above are now being placed before the members in the General Meeting for their approval.

K. The proposed draft Agreement between (1) Shri. Asit D. Javeri, (2) Smt. Seema Javeri and (3) Shri Abhishek A. Javeri and the Company is available for inspection by the members of the Company at its Registered Office of the Company during the office hours on all working days, except Saturdays, between 11.00 a.m. and 1.00 p.m. upto the date of the Annual General Meeting.

. This may be treated as an abstract of the terms of reappointment of Shri Asit D. Javeri, Smt. Seema A. Javeri and Shri Abhishek A. Javeri, the memorandum of interest pursuant to Section 190 of the Companies Act, 2013.

M. The Board recommends the Special Resolutions at Item No.6, 7 & 8 of the notice for your approval. Additional information for the shareholders, as required under Schedule V to the Companies Act, 2013,and to the extent applicable to the Company of appointee is given below:

N. General Information:

I. Nature of Industry: The Company is engaged in the Manufacturing of various chemical intermediates.

II. Date or expected date of commencement of commercial production: The Company was incorporated on 21st July, 1973 and Certificate for Commencement of Business was issued on 10th September,1973.

III. Financial performance based on given indicators: as per published audited financial results for the year ended 31"March, 2018:

Particulars	**₹. In Lakhs**
Sales and Other Income	11,115
Profit/loss before tax	2,828
Net Excess Provision for tax and Differed	309
Profit after tax	3,137

IV. Export performance and foreign exchange earned for the financial year ended 31st March, 2018: FOB value of exports : ₹ 8163 Lakhs.

V. Foreign Investment or Collaborators: Foreign investment in Foreign Wholly Owned Subsidiary Anuchem b.v.b.a. of ₹ 771550.

2. INFORMATION ABOUT THE APPOINTEE:

i) Background details:

Shri. Asit: D. Javeri	**Smt. Seema A. Javeri**	**Shri Abhishek A. Javeri**
Shri. Asit D. Javeri, aged 62 years, and having Graduation in Science, joined the company in January, 1985 as Managing Director. Prior to joining the company, Shri. Asit D. Javeri had experience of 9 years of running chemical industry. He has been associated with the company for more than 28 years.	Smt. Seema A. Javeri, aged 60 years, and Having Graduation in Science joined the Company on February 13, 2014 as Additional Director. Prior to joining the company, Smt. Seema A. Javeri had experience of 11 years in Administration.	Shri Abhishek A. Javeri, aged 34 years and having graduation in Economics from North Western University, USA joined the Company in 2007 and acted as a Non-Executive Director of the Company. He was further appointed as Executive Director and Chief Financial Officer on 10 th February, 2016. He has an experience of 10 years and has been associated with the company for 10 years.

ii. Past remuneration drawn:

Year	Shri Asit D. Javeri	Smt. Seema A. Javeri	Shri Abhishek A. Javeri
2015-16	Rs. 52,19,494	Rs. 13,50,000	NIL
2016-17	Rs. 57,78,443	Rs. 17,41,500	NIL
2017-18	Rs. 70,11,670	Rs. 26,61,200	Rs. 1,14,23,177 (*)

(*) Includes Allotment of 1,14,319 sweat equity shares value of Rs. 50,23,200 for F.Y. 2016-17

iii) Recognition or Rewards (Guarantee Commission payable):

Year	Shri Asit D. Javeri	Smt. Seema A. Javeri	Shri Abhishek A. Javeri
2015-16	--	--	--
2016-17	Rs. 25,00,000	--	--
2017-18	Rs. 1,44,00,000 (**)	--	--

(**) Includes Rs. 1,20,00,000 for earlier years.

iv) **Job profile and suitability:**

Shri. Asit D. Javerl	Smt. Seema A. Javeri.	Shri Abhishek A. Javeri
Over the years, Shri. Asit D. Javeri has been entrusted with the overall responsibility of the Company. He has immensely contributed in the overall development of the Company specifically in attaining higher exports and commercialization of several high value added chemical intermediates. Shri Asit D. Javeri has taken several initiatives to restructure the business operations.	Smt. Seema A. Javeri, joined the Company in February, 2014 as Additional Director. She is Science Graduate and having experience and knowledge in Administration. Keeping in view the relevant expertise in Administration	He joined company since 24-1-2007 as Executive Director & CFO with overall responsibility of finance control, efficient working capital & cashflow management.

v) **Remuneration proposed:** The terms of remuneration proposed are detailed in the Resolution and the explanatory statement.

vi) **Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person:-**

Taking into consideration the size and nature of the Company, the profile of Shri. Asit Javeri, Smt. Seema Javeri and Shri Abhishek A. Javeri the responsibilities shouldered by them and the industry benchmarks, the aforesaid remuneration is commensurate with the remuneration package paid to similar senior level positions in other companies.

vii) **Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel:-**

Besides the remuneration proposed, Shri Asit D. Javeri. Shri Abhishek A. Javeri and Smt. Seema Javeri do not have any other pecuniary relationship with the Company except that Shri Asit D. Javeri has given personal guarantee for the borrowings of the company. Shri Asit D. Javeri and Smt. Seema A. Javeri are husband and wife and Shri Abhishek A. Javeri their Son. Shri Asit D. Javeri has given personal guarantee to the bank for the borrowings of the company for which he is being paid guarantee commission.

3. OTHER INFORMATION:

1. Reasons of loss or inadequate profits

Due to change in market condition, fluctuation in foreign market, change in technology or other governmental regulations or increasing cost of raw material the company may have inadequate profits to meet the proposed remuneration out of profits, some times.

2. Steps taken or proposed to be taken for improvement

The Company is in the process of increasing its production capacity to bring economies of scale to its business and is expected to boost its profitability.

3. Expected increase in productivity and profits in measurable terms

The company as such cannot quantify the increase in profits in coming years.

V. DISCLOSURES:

The details of the remuneration package of Shri. A. D. Javeri, Shri Abhishek A. Javeri and Smt. Seema Javeri are given in the explanatory statement hereinabove and the same is contained in the draft agreements with them which are open for inspection as mentioned hereinabove. Other Directors are paid no remuneration except sitting fees for the meeting of the Board and Committees thereof. The remuneration is variable as linked to the profits of the company except in case of inadequate profit when the remuneration will be paid as per schedule V.

The appointment is contractual and provides for six months' notice period.

Except in Financial Year 2017-18 allotment of 1,14,319 Equity Shares on Sweat basis to Shri Abhishek A. Javeri, no stock option has been given to any of the above- mentioned Directors.

Your Directors recommend the Resolution at Item No. 6, 7 & 8 for your approval.

Shri. Asit D. Javeri, Shri Abhishek A. Javeri and Smt. Seema Javeri are concerned or interested in their respective reappointment and the remuneration payable to them. Further, none of the other Directors / key managerial personal of the Company / their relatives are, in any way, concerned or interested, financially or otherwise except Smt. Seema Javeri (wife of Shri Asit D. Javeri and mother of Shri Abhishek A. Javeri for resolution of their reappointment.), Shri A. D. Javeri (husband of Smt. Seema Javeri and father of Shri Abhishek A. Javeri for resolution of their reappointment) and Shri. Abhishek A. Javeri (son of Shri Asit D. Javeri & Smt. Seema A. Javeri for resolution of their reappointment).

Registered Office:
Hira Baug, 1" Floor
Kasturba Chowk, (C.P. Tank), Mumbai-400004
CIN:L24110MH1973PLC016698
E-mail: sadhananitro@sncl.com
Date: 24th July, 2018.

By Order of the Board
N.R. Jani
Company Secretary
Membership No.: A4757

BOARD'S REPORT

To
The Members of
SADHANA NITRO CHEM LIMITED

Your Directors take pleasure in presenting the 45th Annual Report together with Audited Financial Statements for the Financial Year ended 31st March, 2018.

1. FINANCIAL RESULTS

(₹ In Lakhs)

PARTICULARS	STANDALONE		CONSOLIDATED	
	2017-18	2016-17	2017-18	2016-17
Revenue from operations (Net) & Other Income	11,115	5,949	11,464	5,737
Profit before Finance Cost, Depreciation, Exceptional item and Tax (EBIDTA)	3,500	912	3513	875
Finance Cost	(484)	(626)	(521)	(632)
Depreciation	(188)	(192)	(192)	(192)
Profit/(Loss) before exceptional item and taxation	2828	94	2,800	51
Exceptional Items	-	-		-
Tax Expense	309	-	309	-
Profit/(Loss) after tax	3,137	94	3,109	51
Other Comprehensive Income	(42)	(12)	(42)	(12)
Total Comprehensive Income	3,095	82	3,067	39

2. DIVIDEND:

Yours Directors are pleased to recommend dividend of ₹ 1.00 per equity share of ₹ 10.00 each for financial year 2017 -18.

Your Board of Directors have approved and shall pay preference dividend of ₹ 0.10/- Per 1% Non-Cumulative Non Convertible Preference shares of ₹ 10/ each, to the Preference Shareholders. This will entail an out go of ₹ 103 Lakhs.

There is no unclaimed dividend which remains to be transferred to Investor Education & Protection Fund (IEPF).

3. TRANSFER TO RESERVES:

The Board of Directors has not appropriated and transferred any amount to any Reserve and have decided to retain the entire amount in Profit and Loss account.

4. REVIEW OF OPERATIONS:

The total revenue of your company for the financial year ending 31st March, 2018 has been ₹ 11,115 Lakhs as compared to ₹ 5,949/- lakhs in the previous years, registering a significant growth of 87 %.

Focus efforts have been placed on expanding the end applications of company's product line over the last several years which has helped in yield strong results this year, offering healthy sustainability for the years to come.

This diversification, in end application has also simultaneously diversified clients and end destinations for company's products globally, de-risking our portfolio from any single customer, application or market.

The level of operations has been steadily increased over the last several year and has reached satisfactory level. This has helped in economies of scale and made company competitive on the global front.

Because of your company's product quality standards, we have been able to maintain steady relationships with our long standing customers along with building relationships with several new customers.

The result of all the above factors has led to company's best year to date, registering company's highest ever turnover, and the highest ever Profit After Tax (PAT) of ₹ 3,137 lakhs. (P.Y. ₹ 94 Lakhs) from normal operation registered in 3237 % growth.

Pursuant to the notification dated February 16, 2015 issued by the Ministry of Corporate Affairs , the Company has adopted the Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules , 2015 with effect from April 1 , 2017. As such the financial statements for the year ended as at March 31, 2017 have been restated to conform to Ind AS.

The company has a very strong order book position and expect to maintain the same or higher growth trend. The cost control at every stage of operations with the increase level of operations resulted in product cost improvement.

This resulted in outstanding performance and best ever year, the EBIDTA from normal operation for 2017-18 was ₹ 3500 lakhs (PY EBIDTA of ₹. 913 lakhs) which represents a growth of 283 %. Moreover, the profit for the last quarter of 2017-18 from normal operation was of ₹ 2186 lakhs (Last quarter of PY profit of ₹ 125 lakhs).

5. EXPORTS

With the increase in competitiveness of your company on a global front, it has stable exports to across Europe, Japan, Korea, North and South America, and with a significant quantity being sold to China.

While our local market is growing steadily company's turnover is still focused on the export market with this year's exports being a total of ₹ 8163 lakhs compared to last year's ₹ 4,152 lakhs registering a growth of 96 %

Exports constituted about 76 % of the overall revenue from operation including other income. Company's Exports are well diversified in terms of product range as well as the Countries of Export.

6. EXPANSIONS

The company has resumed manufacture of Colour formers, a performance chemical it used to manufacture in the past. It is the key raw material for the coating of thermal paper, a presently growing industry. Due to global demand and growth of thermal paper, your company is expanding its production lines of colour former to capture the current global requirements

There is increased demand of Meta Amino Phenol and Aniline 2,5 Disulphonic acid globally, two of your company's key products, due to which your company is in the process of increasing it's capacity by 50% in both products.

The proposed expansion will be put to use and operationalise its entire capital work-in progress during the year 2018-19. In addition to this the estimated project cost will be around ₹ 50 Crores. The above expansions are being funded through internal accruals and are likely to be completed by the end of this financial year. The additional positive effect on your company's results due to these expansions will take effect in the financial year ending March 2020

7. OUTLOOK

Your company has strong long term fundamentals. The company has practically reduced all it's borrowing, and has started the year debt free. It is looking towards leveraging it's unique product offering along with it's competitive strengths towards a long term diverse sales pipeline with sustainable cash flows for the foreseeable future. Your company is looking to utilise it's cash flow towards expanding product lines as well as diversifying into downward derivatives of it's existing products to create a maintainable long term revenue pipeline.

8. REPORT ON PERFORMANCE OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES:

The performance and financial position/ salient features of the financial statement of each of the subsidiaries, associates and joint venture companies for the year ended 31st March ,2018 is given in Form AOC-1 and is attached and marked as '**Annexure I**' and forms part of this Report.

The Company has two wholly owned subsidiaries viz. Anuchem B.V.B.A. Belgium – a Foreign Subsidiary, and during the year your company acquired Strix Wireless Systems Pvt. Ltd, an Indian Subsidiary. The Audited Financial Statement of the said subsidiaries is considered for the purpose of preparing Consolidated Financial statements.

9. RELATED PARTY TRANSACTIONS

The Board of Directors of the Company has, on the recommendation of the Audit Committee, adopted a policy to regulate transactions between the Company and its Related Parties, in compliance with the applicable provisions of the Act, the Rules thereunder and the Listing Regulations. The Policy on Related Party transactions has been hosted on website of the Company.

The particulars of contracts or arrangements with related parties referred to in subsection (1) of section 188 of the Companies Act, 2013 in the prescribed Form AOC-2 is attached as '**Annexure-II**' to the Boards Report.

10. FINANCE

I. Deposits

The Company has not accepted or renewed any amount falling within the purview of provisions of Section 73 of the Companies Act 2013 ("the Act") read with the Companies (Acceptance of Deposit) Rules, 2014 during the year under review. Hence, the requirement for furnishing of details relating to deposits covered under Chapter V of the Act or the details of deposits which are not in compliance with the Chapter V of the Act is not applicable.

II. Particulars of Loans, Guarantees or Investments

Pursuant to the provisions of Section 186 of the Companies Act, 2013, read with The Companies (Meetings of Board and its Powers) Rules, 2014 as amended from time to time (including any amendment thereto or re-enactment thereof for the time being in force), Loans, guarantees and investments covered under Section 186 of the Companies Act, 2013 form part of the Note No.5 & 8 to the financial statements provided in this Annual Report.

III. Issue of Sweat Equity Shares

As per provisions of Section 54(1)(d) of the Act read with Rule 8(13) of the Companies (Share Capital and Debenture) Rules, 2014, details of sweat equity shares issued by the Company during the financial year under review is furnished in '**Annexure III**' attached herewith which forms part of this Report.

IV. Employees Stock Option Plan

The Company has received in principle approval for issued of ESOP pursuant to scheme approve by members. However, the same has not been granted till date.

11. MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION BETWEEN THE END OF THE FINANCIAL YEAR AND DATE OF THE REPORT:

Aquisition/Takeover : The Board, at its meeting held on January 19, 2018 recommended and which is duly approved by shareholder Aquisition of Spidigo Net Pvt. Ltd., Indian Company

12. RELEASE OF ENCUMBRANCE OF SHAREHOLDING OF HOLDING COMPANY

On the clearance of the dues corresponding to pledge the encumbrance on the part of the shareholding held by the holding company were released on April 24, 2018.

13. ISO CERTIFICATION

Your Company has certification as per ISO 9001-2008, ISO 14001:2004 and OHSAS B.S. 18001:2007 granted by the certifying body RINA for development and manufacture of Chemical Intermediates.

14. INSURANCE

The assets of your Company are adequately insured. Your Company has also taken out suitable cover for Public Liability.

15. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has an adequate Internal Control System commensurate with the size and nature of its business. The preparation designing and documentation of Policy on Internal Financial Control are in place and implemented which is reviewed periodically and modified suitably to ensure controls.

The internal audit are carried out by a separate firm of Chartered Accountants. The periodical audit reports, including significant audit observations and corrective actions thereon, are presented to the Chairman of the Audit Committee.

16. ESTABLISHMENT OF VIGIL MECHANISM/WHISTLE BLOWER AND RISK MANAGEMENT POLICY

The Board of Directors of the Company has, pursuant to the provisions of Section 177(9) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014, and Regulation 22 of Listing Regulations the Company has established "Vigil Mechanism Policy" for Directors and employees of the Company to provide a mechanism which ensures adequate safeguards to employees and Directors from any victimization on raising of concerns of any violations of legal or regulatory requirements, incorrect or misrepresentation of any, financial statements and reports, etc.

The employees of the Company have the right/option to report their concern/grievance to the Chairman of the Audit Committee. The Company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations. The Company also adopted Risk Assessment Procedure. The details of the same are mentioned in the Corporate Governance Report.

17. MATTERS RELATED TO DIRECTORS AND KEY MANAGERIAL PERSOSNNEL

I. Declarations by Independent Directors:

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

II. Board Evaluation:

Pursuant to the provisions of the Companies Act, 2013 and Regulation 17(10) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration and Stakeholder relationship Committees. The manner in which the evaluation has been carried out has been explained in the Corporate Governance Report.

In a separate meeting of Independent Directors, performance of non-independent directors, performance of the Board as a whole and performance of the Chairman was evaluated, taking into account the views of executive director. The same was discussed in the Board meeting held subsequently to the meeting of the independent directors, at which the performance of the Board, its Committees and individual directors was also discussed. Performance evaluation of independent directors was done by the entire Board, excluding the independent director being evaluated.

III. Remuneration Policy:

The Board has, on the recommendation of the Nomination & Remuneration Committee framed policy for selection and appointment of Directors, Senior Management and their remuneration. The Remuneration Policy is stated in the Corporate Governance Report.

IV. Number of Board Meetings:

The Board met **Five** times during the financial year ended 31st March, 2018 in accordance with the provisions of the Companies Act, 2013. The details of which are given in the Corporate Governance Report. The intervening gap between any two Meetings was within the period prescribed by the Companies Act, 2013 and the Listing Regulation.

V. Board of Directors and Key Managerial Persons:

Appointment of Directors and Key Managerial Personnel (KMP)

The existing agreement with Shri Asit D. Javeri Chairman & Managing Director Mrs. Seema A. Javeri, Executive Director (Administration) and Shri. Abhishek A. Javeri, Executive Director & CFO of the Company was terminated as on 30th April, 2018 and they were subject to the approval of the members in the General Meeting and subject to further approval of central govt. if required re-appointed on 1st May, 2018 on the recommendation of the Nomination & Remuneration Committee.

Mr. Amit M. Mehta (DIN: 00073907), was appointed as an Additional Independent Director of the Company with effect from 30th April, 2018.
The terms of appointment of Shri Nitin R. Jani, Company Secretary who retire on 13th November, 2018 was extended further by 3 (Three) years upto 13th November, 2021.

Resignation
Mr. D.M.Shah resigned as Director of the Company with effect from 19th January,2018 due to personal reasons. The board appreciates and takes on record his valuable advice and contribution during his tenure.

I. Retirement By Rotation

In accordance with the provisions of the Act, none of the Independent Directors is liable to retire by rotation.
As per the provisions of Section 152 of the Companies Act, 2013, Mr. Abhishek A. Javeri retires by rotation at the ensuing Annual General Meeting and being eligible, offer himself for re-appointment.

18. AUDIT COMMITTEE:

The Audit Committee of Directors was constituted pursuant to the provisions of Section 177 of the Companies Act, 2013. The composition of the Audit Committee is in conformity with the provisions of the said section. The details of Composition and meetings of the Audit Committee held has been mentioned in the Corporate Governance Report.

19. NOMINATION AND REMUNERATION COMMITTEE:

The Nomination and Remuneration Committee of Directors as constituted by the Board of Directors of the Company in accordance with the requirements of Section 178 of the Act.

The details of composition of the Committee and the number of meetings held by the committee are mentioned in the Corporate Governance Report.

The Board has in accordance with the provisions of sub-section (3) of Section 178 of the Companies Act, 2013, formulated the policy setting out the criteria for determining qualifications, positive attributes, independence of a Director and policy relating to remuneration for Directors, Key Managerial Personnel and other employees.

Major criteria / gist are defined in the Remuneration policy framed for appointment of and payment of remuneration to the Directors of the Company. The remuneration policy is stated in the Corporate Governance Report.

20. STAKEHOLDERS RELATIONSHIP COMMITTEE

The Board of Directors of the company has constituted, pursuant to Section 178 of the Companies Act, 2013; the Board of Directors of the Company has constituted the Stakeholder's Relationship Committee.

The details of composition of the Committee and the number of meetings held by the committee are mentioned in the Corporate Governance Report.

21. AUDITORS & REPORTS

I. Statutory Auditors of the Company and their observations on accounts for the year ended 31st March, 2018.

At the 44th Annual General Meeting held on August 2, 2017, the Members approved appointment of M/s. Chandrashekar Iyer & Co., Chartered Accountants (Firm registration No: 114260W) to hold office from the conclusion of the 44th Annual General Meeting until the conclusion of the 49th Annual General Meeting to be held for the financial year 2022 subject to ratification of their appointment at every AGM on such remuneration as may be fixed by the Board apart from reimbursement of out of pocket expenses as may be incurred by them for the purpose of audit.

I. 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, M/s. Makarand M. Joshi & Co., Company Secretaries in Practice, Mumbai, has been appointed to undertake the Secretarial Audit of the Company for the financial year 2018 - 19. The Secretarial Audit Report in form MR-3 for the financial year 2017-18 is annexed herewith as '**Annexure IV**'.

The replies to the comments of Secretarial Auditors in Auditors Report are as follows:-

1. The Company has not filed e-Form MGT - 14 as mandated under Section 179(3) read with Section 117 of the Companies Act, 2013 for the following purposes:

a) Availment of loan from Hero Fincorp to the extent of Rs. 136 crores approved in the Board Meeting held on 26th April, 2017

b) Delegation of authority to Mr. Asit Javeri and Abhishek Javeri to borrow from Banks/NBFC/ICD to the extent of Rs. 75 Crores approved in the Board Meeting held on 26th April, 2017.

The filing of the abovementioned forms are inadvertently missed. However the company is in process of taking necessary corrective action.

2. The Outcome of Board Meetings held on 13th September, 2017, 04th December, 2017 and 19th January, 2018 pertaining to approval of Quarterly Financial results have been submitted to the Stock Exchange beyond the mandated time period of 30 minutes.

On account of technological constraint the said filing were made in delay.

3. A Designated Employee of the Company has made contra trade which is a contravention of the provisions of Insider Regulations.

The company is in process of taking necessary action against the designated Employee.

22. CORPORATE GOVERNANCE AND MANAGEMENT DISCUSSION AND ANALYSIS REPORT.

Pursuant to Regulations 17 to 27, clauses (b) to (i) of Regulation 46(2) and Para C, D and E of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the corporate governance report together with Auditor report on the compliance on the same is attached as **'Annexure-V'** and the Management Discussion and Analysis report is attached as **'Annexure VI'.**

23. CONSOLIDATED FINANCIAL STATEMENTS

The Consolidated Financial Statements of the Company prepared in accordance with relevant Accounting Standards (AS) viz. AS 21, AS-23 and AS-27 issued by the Institute of Chartered Accountants of India form part of this Annual Report.

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

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of The Companies (Accounts) Rules,2014, is annexed herewith as **'Annexure-VII'.**

25. EXTRACT OF ANNUAL RETURN

Pursuant to the provisions of Section 134(3)(a) of the Companies Act, 2013, Extract of the Annual Return for the financial year ended 31st March 2018 made under the provisions of Section 92(3) of the Act is attached as **'Annexure-VIII'** which forms part of this Report.

26. PARTICULARS OF EMPLOYEES

Employee drawing Remuneration in excess of the limits prescribed by the Companies Act, 2013. The information required pursuant to Section 197 read with Rule, 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is given in **'Annexure IX'**

27. HUMAN RESOURCE/INDUSTRIAL RELATIONS

Human Resource programs and initiatives are aligned to meet the business needs. Your company believes in investing in people to develop and expand their capability. The Company has been able to create a favourable work environment that motivates performance; customer focus and innovation in your company's strategies are based, inter alia, on processes of continuous learning and improvement.

28. DISCLOSURE UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 AND OTHER DISCLOSURES AS PER RULE 5 OF COMPANIES (APPOINTMENT & REMUNERATION) RULES, 2014

The disclosures as per Rule 5 of Companies (Appointment & Remuneration) Rules, 2014 have been marked as **Annexure IX.**

29. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There are no significant material orders passed by the Regulators / Courts which would impact the going concern status of the Company and its future operations.

30. DIRECTOR'S RESPONSIBILITY STATEMENT

In terms of Section 134(5) of the Companies Act,2013, in relation to the audited financial statements of the company for the year ended 31st March, 2018, the Board of Directors hereby confirms that

(a) that in the preparation of the annual financial statements for the year ended 31st March,2018,the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

(b) that such accounting policies as mentioned in the Notes to the Financial Statements have been selected and applied consistently and judgment and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2018 and of the profit of the Company for the year ended on that date;

(c) 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 safe guarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(d) that the annual 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 systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

31. ACKNOWLEDGEMENTS

Your Directors would like to express their appreciation - for the assistance and cooperation received from the Bankers, Central and State Government Departments, customers, vendors, and other business partners. The Directors also wish to place on record their appreciation to all the employees of the Company for their cooperation and continued contribution to the Company. Last but not least the Directors place on record their gratitude to the Investors, Clients and Shareholders of the Company for their support and trust reposed.

For and On Behalf of the Board of Directors

Place: Mumbai
Date: 30th April, 2018

ASIT D. JAVERI
CHAIRMAN & MANAGING DIRECTOR
DIN: 00268114

ANNEXURE-I

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

(Information in respect of each subsidiary/ Associate Companies/ Joint Venture Companies to be presented with amounts in ₹)

Sr. No.	Particulars	Particulars	
1.	Name of the subsidiary / Joint Venture / Associates Companies	Anuchem B.V.B.A., Belgium	Strix Wireless System Pvt. Ltd
2	Date on which the subsidiary company was associated or acquired	01|04|1998	23|3|2018
3.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	January to December	April to March
4	Reporting currency and Exchange rate as on the last date of the relevant Financial Year in the case of foreign subsidiaries.	Euro 1 Euro = INR 76.39 Date: 31.12.2017	INR
5	Share capital	₹ 14,32,312	₹ 39,20,000
6	Reserves and Surplus	₹ (13,92,056)	₹ (10,89,49,860)
7	Total Assets	₹ 43,51,396	₹ 5,28,67,172
8	Total Liabilities	₹ 43,51,396	₹ 5,28,67,172
9	Investments	--	--
10	Turnover	₹ 7,86,67,498	₹ 53,32,500
11.	Profit before taxation	₹ (17,17,847)	₹ (1,29,27,968)
12	Provision for taxation / Def. Tax	--	₹ 1,23,07,105
13	Profit after taxation	₹ (17,17,847)	₹ (2,52,35,073)
14	Proposed Dividend	Nil	Nil
15	% of shareholding	100%	100%

Names of Subsidiaries which are yet to commence operations: - N.A.
Names of Subsidiaries which have been liquidated or sold during the year: N.A.

Part "B": Associates and Joint Ventures

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

Particulars	Name 1
1. Name of Associates/Joint Ventures	NOT APPLICABLE
2. Date on which the Associate or Joint Venture was associated or acquired	
3. Latest audited Balance Sheet Date	
4. Shares of Associate/Joint Ventures held by the company on the year end	
i. Number (in numbers)	
ii. Amount of Investment in Associates/ Joint Venture	
iii. Extent of Holding %	
5. Description of how there is significant influence	
6. Reason why the associate/joint venture is not consolidated	
7. Net worth attributable to Shareholding as per latest audited Balance Sheet	
8. Profit / Loss for the year	
i. Considered in Consolidation	
ii. Not Considered in Consolidation	

Names of associates / joint ventures which are yet to commence operations: - N.A.
Names of associates / joint ventures which have been liquidated or sold during the year: N.A.

As per our Report of even date

For Chandrashekar Iyer & Co.
Chartered Accountants
Firm Regn. No. 114260W

Chandrashekar Iyer
Partner
Membership No. 477723

Place : Mumbai
Dated : 30th April, 2018

ANNEXURES TO THE BOARD'S REPORT

ANNEXURE-II

FORM 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)

Particulars of contracts/arrangements entered into by the Company with related parties referred to in subsection (1) of section 188 of the Companies Act, 2013.

1	Details of contracts or arrangements or transactions not at arm's length basis	None
2	Details of contracts or arrangement or transactions at arm's length basis	As detailed below

a) Transactions at arms length basis in the ordinary course of business :-

Name of the Related Party Nature of Relationship	Nature of contracts / arrangement / 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, if any	Amount paid as advances, if any
Strix Wireless System Pvt. Ltd	Receipt of repayment of loan upto Rs. 10 Cr.	--	₹ 8,42,94,647	27/05/2016	N.A.
Anuchem B.V.B.A., Belgium, Wholly Owned Subsidiary Company	Transactions relating to the Purchase / Sale of Rs. 50 Crores p.a. basis	Yearly	₹ 10,55,09,151	27/05/2016	N.A.
Strix Wireless System Pvt. Ltd	Acquisition of 100% shares	--	₹ 6,523	19/01/2018	N.A.
Spidigo Net Private Limited	Acquisition of Business	--	Acquisition of business is in process	19/01/2018	N.A.

For and On Behalf of the Board of Directors
SADHANA NITRO CHEM LIMITED

Place: Mumbai
Date: 30th April, 2018

ASIT D.JAVERI
CHAIRMAN AND MANAGING DIRECTOR
DIN: 00268114

ANNEXURE III

Disclosure of details pertaining to issue of sweat equity shares pursuant to the provisions of Section 54 (1)(d) of the Companies Act, 2013 during the financial year under review:

The class of Director or employee to whom sweat equity shares were issued	Executive Director & CFO
The class of shares issued as Sweat Equity Shares	Equity
The number of sweat equity shares issued to the directors, key managerial personnel or other employees showing separately the number of such shares issued to them, if any, for consideration other than cash and the individual names of allottees holding one percent or more of the issued share capital	1,14,319
The reasons or justification for the issue	Mr. Abhishek Asit Javeri, helped the Company to gain various tangible & intangible benefits paving the way for the Company for its growth and prosperity.
The principal terms and conditions for issue of sweat equity shares, including pricing formula	As per valuation report by Merchant Banker the price should not be less than Rs. 43.94
The total number of shares arising as a result of issue of sweat equity shares	93,15,149
The % of the sweat equity shares of the total post issued and paid up share capital	1.22%
The consideration (including consideration other than cash) received or benefit accrued to the Company from the issue of sweat equity shares	₹ 50,23,200
The diluted Earnings Per Share (EPS) pursuant to issuance of sweat equity shares	EPS before Sweat Equity ₹ 33.61 per share EPS after Sweat Equity ₹ 33.22 per share

For and On Behalf of the Board of Directors
SADHANA NITRO CHEM LIMITED

ASIT D.JAVERI
CHAIRMAN AND MANAGING DIRECTOR
DIN: 00268114

Place: Mumbai
Date: 30th April, 2018

Annexure IV

FORM NO. MR.3
SECRETARIAL AUDIT REPORT
For The Financial Year Ended 31st March, 2018
[Pursuant to section 204(1) of the Companies Act, 2013 and rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To
The Members,
SADHANA NITRO CHEM LIMITED
Hira Baug, 1st Floor
Kasturba Chowk (C.P. Tank)
Mumbai 400004

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

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2018 ('Audit Period') complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2018 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made there under;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under.

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Overseas Direct Investment. (Foreign Direct Investment and External Commercial Borrowing are not Applicable during the audit period)

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') :-

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (herein after referred as 'Insider Regulations').

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (Not Applicable to the Company during the audit period)

(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) and

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (Not Applicable to the Company during the audit period)

(i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

(i) As identified, no specific law applicable to the Company during the Audit Period.

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India.

(ii) The Listing Agreements entered into by the Company with stock exchanges.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. except the following:

1. The Company has not filed e-Form MGT - 14 as mandated under Section 179(3) read with Section 117 of the Companies Act, 2013 for the following purposes:

a) Availment of loan from Hero Fincorp to the extent of Rs. 136 crores approved in the Board Meeting held on 26th April, 2017

b) Delegation of authority to Mr. Asit Javeri and Abhishek Javeri to borrow from Banks/NBFC/ICD to the extent of Rs. 75 Crores approved in the Board Meeting held on 26th April, 2017.

2. The Outcome of Board Meetings held on 13th September, 2017, 04th December, 2017 and 19th January, 2018 pertaining to approval of Quarterly Financial results have been submitted to the Stock Exchange beyond the mandated time period of 30 minutes.

3. A Designated Employee of the Company has made contra trade which is a contravention of the provisions of Insider Regulations.

We further report that

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

Adequate notice is given to all directors to schedule the Board Meetings and agenda items 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.

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

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

We further report that during the Audit period

(a) The Company has approved the issue of 1,14,319 Equity Shares by way of Sweat Equity to Mr. Abhishek Javeri in the Extra Ordinary General Meeting held on 22nd May, 2017 by passing Special resolution

(b) The Company has approved the issue of shares under Employee Stock Option Scheme 2017("ESOS 2017") to the employees of the Company. Further also approved the issue of Shares under ESOS Scheme to employees of Holding and Subsidiary Company.

© The Company via Postal Ballot held on 20th March, 2018 sought approval of the members of the Company to Acquire the following Companies:

(i) Spidigo Net PrivateLimited

(ii) Strix Wireless Systems Private Limited

For MMJC & Associates LLP
Company Secretaries
Arti Ahuja Jewani
Designated Partner
FCS No. 8503
CP No. 9346

Place: Mumbai
Date: 27.04.2018

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

'Annexure A'

To,

The Members,

SADHANA NITRO CHEM LIMITED

Hira Baug, 1st Floor

Kasturba Chowk (C.P. Tank)

Mumbai 400004

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.

4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For MMJC & Associates LLP

Company Secretaries

Arti Ahuja Jewani

Designated Partner

FCS No. 8503

CP No. 9346

Place: Mumbai

Date: 27.04.2018

ANNEXURE - V TO DIRECTORS REPORT 2017-18

REPORT ON CORPORATE GOVERNANCE

Previously, Regulations 17 to 27, clauses (b) to (i) of Regulation 46(2) and Para C, D and E of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 was not mandatory to the Sadhana Nitro Chem Limited (the "Company"), however, the Company voluntarily disclosed the Compliance to the best extent possible. From the end of the financial year 2017-18, the aforesaid Regulations are applicable to the Company.

In accordance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the report containing the details of Corporate Governance systems and processes of the Company is as follows together with the Auditors Certificate on compliance with the conditions of Corporate Governance laid down are presented in the Report on Corporate Governance for the year ended 31st March, 2018.

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

Sadhana Nitro Chem Limited believes that transparent accounting policies, appropriate disclosures norms, best-in-class Board practices and consistently high standards of corporate conduct towards its stakeholders are essential for sustained corporate growth.

Corporate Governance is about commitment to values and ethical business conduct. The Report on the Corporate Governance is to fulfill this commitment. An Organization is able to attract investors and enhance the trust and confidence of all stakeholders by following the best governance practices.

Our Governance philosophy is based on the following:-

* Management is the trustee of the Shareholders capital and not the owner.
* Provide an enabling environment to harmonize the goals of maximizing stakeholder value and maintaining a customer centric focus.
* Have a simple and transparent corporate structure driven solely by business needs.
* Communicate externally, in a truthful manner, about how the Company is running internally.
* Make clear distinction between personal convenience and corporate resources.
* Be transparent and maintain high degree of disclosure levels in all facets of its operations.
* Satisfy the spirit of the law and not just the letter of the law.

The Company's philosophy on Corporate Governance is thus concerned with the ethics, values and morals of the Company and its directors, who are expected to act in the best interests of the Company and remain accountable to shareholders and other beneficiaries for their action.

2. BOARD OF DIRECTORS:

Composition of the Board and Directorship held in other Companies as on 31st March, 2018:

Sr. No .	Name of the Director(s)	Promoter/ Independent Executive / Non-Executive	No. of outside Directorship	No. of other outside Committee positions held (*)	
				Chairman	Member
1.	Mr. Asit D. Javeri	Promoter - Executive Chairman & Managing Director	10	4	3
2.	Mr. Arvind R. Doshi	Independent – Non - Executive	2	-	1
3.	Mr. Priyam S. Javeri	Independent – Non - Executive	11	1	3
4.	Mr. D.M. Shah (**)	Independent – Non - Executive			
5.	Mr. Abhishek A.Javeri	Promoter – Executive Directors & CFO	7	-	-
6.	Mr. Pradeep N. Desai	Independent – Non - Executive	1	-	-
7.	Smt. Seema A. Javeri	Promoter – Executive Director	4	-	-

(*) In other Limited Companies (including Private Limited Companies)/ Foreign companies. Only membership of audit committee and Stakeholder's Relationship Committee are considered.
(**) Mr. D. M. Shah ceased to be Director of the Company with effect from January 19, 2018

3. DIRECTORS' PROFILE :

Shri Asit D. Javeri (DIN: 00268114) aged 62 years, is a Science graduate from Mumbai University. He is S/o (Late) Shri Dhankumar T. Javeri, founder Chairman of the Company.

He joined company in December 1984 as a Director of the company and in January 1985, he was appointed as the Managing Director. Prior to joining the company he had experience of 9 years of running chemical company. He has been associated with the company for more than 33 years.

At present Shri Asit D. Javeri is Executive Chairman & Managing Director of the Company. He is promoter of the company and holds 3,88,759 Equity Shares of the company as on 31st March, 2018.

Name of the Companies he holds Directorship	Name of the Companies in which he is a Member of the Committee of the Board
1. Premier Limited 2. Indian Extractions Limited 3. Phthalo Colours & Chemicals (I) Ltd. 4. Lifestyle Net Works Ltd. 5. Anuchem b.v.b.a., Belgium 6. Manekchand Panachand Trading Investment Company Pvt. Ltd. 7. Chandra Net Private Limited 8. Strix Wireless Systems Pvt. Ltd. 9. Strix System Inc. USA 10. AHANA Inc. USA	**Sadhana Nitro Chem Limited** Share Transfer Committee-Member Executive) **Premier Limited** Stakeholders Relationship Committee - Chairman (Non Executive) Nomination & Remuneration Committee, Audit Committee- Member (Non Executive) **Indian Extractions Limited** Audit Committee, Nomination & Remuneration Committee Stakeholders Relationship Committee - Chairman (Non Executive) **Phthalo Colours & Chemicals (I) Limited** Audit Committee-Member (Non Executive)

Shri Arvind R. Doshi (DIN: 00015293) aged 79 years, is a Civil & Sanitary Engineer from VJTI, Mumbai and Diploma in Business Management.

He joined company on 17th September, 1974 as a Director. He has been associated with the company for more than 41 years. At present Shri Arvind R. Doshi is Director of PAE Ltd.

He has a wide experience in industries like Engineering & Automobiles since 1965. He has received Prestigious Dadabhai Naroji International award for Excellence & Achievement in 1999. Also he has been awarded Samaj Ratna by Mahamastaka Abhishek Committee 2006. Shri Arvind R. Doshi is holding 12498 Equity Shares of the company as on 31st March, 2018.

Name of the Companies he holds Directorship	Name of the Companies in which he is a Member of the Committee of the Board
1. PAE Limited 2. PAE Renewables Pvt. Ltd.	**Sadhana Nitro Chem Limited** Nomination & Remuneration Committee -Chairman (Non Executive) Audit and StakeholdersRelationshipCommittee-Member (Non Executive) **PAE Limited** Stakeholders Relationship Committee Member

Shri. Priyam S. Jhaveri (DIN: 00045038) aged 64 years. He is a Commerce graduate and having rich experience in Chemical Industry. He is associated with Nanavati Group of Companies and joined Company as a Director from 11th March, 1996. He is holding 100 Equity Shares of the Company as on 31st March, 2018.

Name of the Companies he holds Directorship	Name of the Companies in which he is a Member of the Committee of the Board
1. Phthalo Colours & Chemicals (I) Ltd. 2. Indian Extractions Limited 3. Excel Industries Limited 4. Nanavati Specialty Chemicals Pvt. Ltd. 5. Nanavati Sons Private Limited 6. Sonera Investments Private Limited 7. Sonega Trades & Investments Pvt Ltd. 8. Medchem Technologies Pvt. Ltd. 9. Nanavati Chemex Private Limited 10. Nanavati Electronics Private Limited	**Sadhana Nitro Chem Limited** Nomination & Remuneration Committee & Audit Committee - Member (Non Executive) Stakeholders Relationship Committee - Chairman (Non Executive) **Indian Extractions Limited** Share Transfer Committee-Member (Executive) **Phthalo Colours & Chemicals (I) Limited** Audit Committee -Chairman (Executive) & Nomination & Remuneration Committee – Member (Executive) **Excell Industries Limited** Audit, Nomination & Remuneration Committee & Allotment Committee - Member (Non Executive)

(*)**Shri Dhirendra M. Shah (DIN: 00360008)** aged 71 years (Up to 19.01.2018). He is Commerce and Law graduate having experience of 48 years as Advocate-Tax Consultant. He joined the company as a Director from 29th July, 2002. He is holding 5000 Equity Shares of the company as on 31st March, 2018.

Name of the Companies he holds Directorship	Name of the Companies in which he is a Member of the Committee of the Board
1. Faberge Finance Services Pvt. Ltd. 2. Mangaldas Damodardas Investment Private Limited	Sadhana Nitro Chem Limited Audit Committee Chairman (Non Executive) Nomination & Remuneration Committee Member (Non Executive) Stakeholders Relationship Committee Member (Non Executive)

(*)Shri Dhirendra M. Shah ceased to be Director of the Company with effect from January 19, 2018.

Shri Pradeep N. Desai (DIN: 01602942) aged 56 years. He is Chemical Engineer. He joined the company as a Director from 12th February, 2013. He is holding 200 Equity Shares of the company as on 31st March, 2018.

Name of the Companies he holds Directorship	Name of the Companies in which he is a Member of the Committee of the Board
1. Delta Hitech Coating Private Limited	--

Shri Abhishek A. Javeri (DIN: 00273030) aged 36 years. He is son of Mr. Asit D. Javeri, Chairman & Managing Director and Smt. Seema A. Javeri, Executive Director – Administration, of the Company. He is BA in Economics from North Western University, USA. He joined the company as a Director from 24th January, 2007. He is holding 151419 Equity Shares of the company as on 31st March, 2018.

Disclosure Requirements) Regulations, 2015 is regularly made available to the Board. The minutes of the Board meeting are circulated within reasonable time period in accordance with the secretarial standards to all directors and are confirmed at subsequent meeting. The minutes of audit committee and other committees of the board are circulated within the stipulated time period to all members of the Committees and are regularly placed before the respective Committees.

Training of Non-executive members of the Board

All new non-executive Directors are appointed on the Board of the Company are introduced to the culture through induction sessions. The Executive Directors and senior management provide an overview of the operations and familiarize the new Non-executive Directors on matters the morals and principles of the Company.

They are introduced to the organization structures and various procedures. The Directors are also briefed pertaining to the group structure and subsidiaries.

The details of the familiarization programmes imparted to Independent Directors is available on the website of the Company at http://www.sncl.com/financials.htm

6. NUMBER OF SHARES & CONVERTIBLE INSTRUMENTS HELD BY NON-EXECUTIVE DIRECTORS:

Name of Director	Director Category	Number of Shares/convertible instruments held
Mr. D.M. Shah (Up to19/1/2018)	Non-Executive, Independent	5000
Mr. Arvind R. Doshi	Non-Executive, Independent	12498
Mr. Priyam S. Jhaveri	Non-Executive, Independent	100
Mr. Pradeep N. Desai (w.e.f. 19/1/2018)	Non-Executive, Independent	200

7. AUDIT COMMITTEE:

As required u/s 177 of the Companies Act, 2013 and Regulation 18 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations,2015 read with part C of schedule II thereto,the Board has constituted Audit Committee which comprises of the following Directors:

Name of Director	Nature of Membership	Director Category
Mr. D.M. Shah	Chairman (Upto 19/1/2018)	Non-Executive, Independent
Mr. Arvind R. Doshi	Member	Non-Executive, Independent
Mr. Priyam S. Jhaveri	Chairman (From 19/1/2018)	Non-Executive, Independent
Mr. Pradeep N. Desai	Member (From 19/1/2018)	Non-Executive, Independent

Change in composition:

There was a change in the composition of the Audit Committee during the financial year 2017-18. Mr. D.M. Shah, Chairman of the Committee ceased to be the Director of the Company with effect from 19th January, 2018. Subsequently, Mr. Priyam Javeri was appointed as Chairman of the Committee and Mr. Pradeep N. Desai was appointed as a member of the Audit Committee by the Board at its meeting held on 19th January, 2018.

Powers of the Audit Committee:

The Audit Committee shall have the authority to investigate into any matter that may be prescribed under Company Law for the time being in force and within its terms of reference.

Role of the Audit Committee, inter-alia, includes the following :-

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
2. Recommending to the Board the appointment, re-appointment and, if required, the replacement or removal of the statutory auditors and the fixation of audit fees.
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
4. Reviewing with management the annual financial statements before submission to the Board, for approval with particular reference to:
   a. Matters required being included in the Director's Responsibility Statement.
   b. Changes, if any, in accounting policies and practices and reasons for the same.
   c. Major accounting entries involving estimates based on exercise of judgment by management.
   d. Significant adjustments made in the financial statements arising out of audit findings.
   e. Compliance with Listing and other legal requirements relating to financial statements.
   f. Disclosure of any related party transactions.
   g. Qualifications in draft audit report.

5. Reviewing with the management, the quarterly financial statements before submission to the Board for approval.

6. Reviewing with the management performance of statutory and internal auditors, adequacy of the internal control systems.

7. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.

8. Discussions with internal auditors any significant findings and follow up thereon.

9. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.

10. Discussions with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.

11. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.

12. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

The Audit Committee shall mandatorily review the following information.

1. Management discussion and analysis of financial condition and results of operations;
2. Statement of significant related party transactions (as defined by the audit committee), submitted by Management;
3. Management letters/letters of internal control weaknesses issued by the statutory auditors;
4. Internal audit reports relating to internal control weakness; and
5. The appointment, removal and terms of remuneration of the Chief internal auditor shall be subject to review by the Audit Committee.

Mr. Chandrashekar Iyer – Chandrashekhar Iyer & Co., Partner of the firm and Jayesh Dadia & Associates LLP Internal Auditor, have been permanent invitees to the Audit Committee Meetings besides Chairman & Managing Director, Chief Financial Officer and Company Secretary attended most of the meeting of the Audit Committee as invitee.

During the year, the Audit Committee, in its meetings, discussed among other things, the following :

- Reviewed with management, quarterly, half yearly and annual financial statements before submission to the Board.
- Discussed with the management and the internal and statutory auditors findings in the internal audit reports.
- Deliberated on the applicability, compliance and impact of various Accounting Standards and guidelines issued by the Institute of Chartered Accountants of India from time to time.
- Reviewed the Company's Financial and Risk Management Policies and Audit Reports covering operational, financial and other business risk areas.

The Chairman of the Audit Committee has briefed the Board of Directors, about the Audit Committees observations on various issues discussed at its meetings. Minutes of the Audit Committee Meetings are also circulated to all the Board Members along with agenda of the subsequent meeting.

All the suggestions / recommendations of the Audit Committee during the financial year 2016-17, have been accepted by the Board of Directors.

The Financial decisions of the Company are taken by the Chairman & Managing Director, Mr. A.D. Javeri at the Board of Directors Meeting.

The attendance record of each member of the Audit Committee at the Meeting held on 26th April, 2017, 13th September, 2017, 4th December, 2017, 19th January, 2018 are as follows:-

Name	Date of Appointment	Director Category	Numbers of Meetings	
			Held	Attended
Mr. D.M. Shah	29th April 2008 (Upto 19/1/2018)	Non-Executive – Independent	4	2
Mr. Arvind R. Doshi	29th April 2008	Non-Executive – Independent	4	4
Mr. Priyam S. Jhaveri	29th April 2008	Non-Executive – Independent	4	4
Mr. Pradeep N. Desai	19th January 2018	Non-Executive – Independent	4	1

The previous Annual General Meeting was held on 2nd August, 2017 Mr. D.M. Shah Chairman of the Audit Committee has attended the Annual General Meeting of the Company.

8. RISK MANAGEMENT:

The Board takes responsibility for the total process of risk management in the organisation. Results of the risk assessments and residual risks are presented to the Senior Management and the Audit Committee members. The Management is accountable for the integration of risk management practices into the day to day activities. The scope of the Audit Committee includes review of the Company's financial and risk management policies. The Audit Committee reviews the Audit Reports covering operational, financial and other business risk areas.

9. STAKEHOLDERS RELATIONSHIP COMMITTEE:

Pursuant to the provisions of section 178 (5) of the Act and Regulation 20 of the SEBI Regulations read with Part D of Schedule II thereto, the Shareholders' Committee of the Board was reconstituted as the Stakeholders' Relationship Committee. The Stakeholder Relationship Committee comprises of the following Directors:-

Name of Directors	Nature of membership	Director Category
Mr. Priyam S. Jhaveri	Chairman	Non-Executive, Independent
Mr. Arvind R. Doshi	Member	Non-Executive, Independent
Mr. D.M. Shah (Upto 19/1/2018)	Member	Non-Executive, Independent
Mr. Pradeep N. Desai (w.e.f. 19/1/2018)	Member	Non-Executive – Independent

Terms of Reference:

- Review the existing Investors Redressal System and suggest measures for improvement.
- Review the report of Registrars and Share Transfer Agents about investor's grievances and follow up for the necessary action taken for redressal thereof.
- Suggest improvement in investor's relations.
- Consider and take on record the Certificate from Practicing Company Secretary certifying that the aggregate number of equity shares held in depositories and in physical form tally with the total number of shares issued, listed and admitted share capital.

Attendance record of the Members:

The attendance record of each member of the Stakeholder Relationship Committee at the Meeting held on 27th May, 2017 is as follows:

Name	Date of Appointment	Non-Executive / Independent	Numbers of Meetings	
			Held	Attended
Mr. Priyam S. Jhaveri	29th April 2008	Non-Executive / Independent	1	1
Mr. Arvind R. Doshi	29th April 2008	Non-Executive / Independent	1	1
Mr. D.M. Shah (Upto 19/1/2018)	25th August, 2014	Non-Executive / Independent	1	1
Mr. Pradeep N Desai (w.e.f. 19/1/2018)	19th January,2018	Non-Executive / Independent	-	-

There are two pending legal matters, in which the Company has been made a party, before any other Court(s) / Consumer Forum(s) etc., on Investors grievances.

All share transfer and correspondence thereon are handled by the Company's Registrars and Share Transfer Agents viz. Link Intime Private Limited, C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai 400 83.

Name and Designation of Compliance Officer:

Mr. Nitin R. Jani, Company Secretary, has been appointed as the Compliance Officer, as required under Regulation 6 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). He has been entrusted the task of overseeing the Share Transfer work done by the Registrars and Share

Transfer Agents and attending to grievances of the Shareholders and Investors intimated to the Company directly or through SEBI and Stock Exchanges. All complaints/grievances intimated during the year have been resolved.

10. NOMINATION & REMUNERATION COMMITTEE:

Pursuant to section 178 of the Companies Act, 2013 and Regulation 19 of the SEBI Regulations read with Part D of Schedule II thereto the Company has constituted the the Nomination & Remuneration Committee. This Committee shall have the authority to Investigate into any matter that may be prescribed under Company Law for the time being in force and shall also comply with the terms of reference as specified herein as under:

1. The Nomination & Remuneration Committee shall have meetings periodically as it may deem fit.
2. The Nomination & Remuneration Committee shall invite such of the executives to be present at the meetings of the Committee required by it.
3. The Nomination & Remuneration Committee shall have the following powers and functions:
   a. To recommend to the Board, the terms and conditions of appointment of key Management personnel.
   b. To seek information from any employee.
   c. To obtain outside legal or other professional advice.

Performance Evaluation:

The Nomination and Remuneration Committee lays down the criteria for performance evaluation of independent directors and other directors, Board of Directors and Committees of the Board of Directors pursuant to the provisions of the Companies Act, 2013.

The evaluation framework for assessing the performance of Directors comprises of the following key areas:

i. Attendance of Board Meetings and Board Committee Meetings.
ii. Quality of contribution to Board deliberations.
iii. Strategic perspectives or inputs regarding future growth of Company and its performance.
iv. Providing perspectives and feedback going beyond information provided by the management.
v. Commitment to shareholder and other stakeholder interests.

The evaluation involves Self-Evaluation by the Board Member and subsequently assessment by the Board of Directors. A member of the Board will not participate in the discussion of his / her evaluation.

Remuneration Policy:

The Nomination and Remuneration Committee has laid down the criteria for determining qualifications, positive attributes and independence of a person proposed to be appointed as a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.

This policy ensures that-
(a) the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
(b) relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
(c) remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

The remuneration policy of the Company is directed towards rewarding performance based on review of achievements on a periodic basis and is inconsonance with the existing industry practice.

The Nomination & Remuneration Committee consists of the following Directors.

Name of Director	Nature of membership	Director Category
Mr. Arvind R. Doshi	Chairman	Non-Executive– Independent
Mr. Priyam S. Jhaveri	Member	Non-Executive – Independent
Mr. D.M. Shah (Upto 19/1/2018)	Member	Non-Executive – Independent
Mr. Pradeep N Desai (w.e.f. 19/1/2018)	Member	Non-Executive – Independent

Change in composition of Nomination and Remuneration Committee:

There was a change in the composition of the Committee as a result of resignation tendered by Mr. D.M. Shah from the Directorship of the Board of the Company. In order to fulfill the composition requirements of the Committee Mr. Pradeep N. Desai, Independent Director of the Company was appointed as the member of the Committee in the Board Meeting held on 19th January, 2018.

Attendance record of the Members:

The NRC met 3 (three) times during the year.The attendance record of each member of the Nomination & Remuneration Committee at the Meeting held on 26th April, 2017, 13th September, 2017 & 19th January, 2018 are as follows:

Name	Date of Appointment	Non-Executive Independent	Numbers of Meetings	
			Held	Attended
Mr. Arvind R. Doshi	29th April 2008	Non-Executive - Independent	3	3
Mr. Priyam S. Jhaveri	29th April 2008	Non-Executive - Independent	3	3
Mr. D.M. Shah (Up to19/01/2018)	29th April 2008	Non-Executiv e-Independent	3	1
Mr. Pradeep N Desai (From 19/01/2018)	19th January,2018	Non-Executive - Independent	3	1

Remuneration of Directors:

The Company pays remuneration by way of salary, allowances and perquisites, performance allowance etc. to the Chairman & Managing Director and Company Secretary on recommendation of the Nomination & Remuneration Committee as approved by the Board of Directors and shareholders of the Company subject to approval of the Central Government if necessary. Each Non-Executive Director is paid per meeting attended a sitting fee of Rs. 5,000/- for Board Meeting and Rs. 3,000/- for Committee Meeting.

Details of remuneration of the Directors during Financial Year 2017-18:

Name of the Director	Fixed Salary			Bonus/ performanc e linked incentives	Commissi on	Total
	Base Salary	Benefits	Total fixed salary			
Mr. Asit D. Javeri (*)	34,15,000	23,90,500	58,05,500	11,95,250	1,44,00,000	**2,14,00,750**
Mr. Abhishek A. Javeri (*)	30,00,000	23,50,000	53,50,000	60,73,177	-	**1,14,23,177**
Smt. Seema A. Javeri(*)	14,10,000	7,57,700	21,67,700	4,93,500	-	**26,61,200**
Mr. Arvind R. Doshi						
Mr. Priyam S. Jhaveri						
Mr. D.M. Shah						
Mr. Pradeep N. Desai						
Total	**78,25,000**	**54,98,200**	**1,33,23,200**	**77,61,927**	**1,44,00,000**	**3,54,85,127**

(*)They are not eligible for sitting fees.

Service Contracts:

In accordance with the applicable provisions of the Companies Act, 2013 our shareholders approve the salary, benefits of Executive Directors. We enter into service contracts with each of our Directors containing the terms and conditions of employment including salary, performance bonus and other benefits including perks to be received by the Executive Directors.

Notice Period:

The terms of our employment arrangements with Shri . Asit D. Javeri ,Shri. Abhishek Asit Javeri and Smt. Seema Asit Javeri provide for upto six months' notice period.

11. GENERAL BODY MEETING:

(A) Details of the last three Annual General Meetings:

AGM for the FY ended	Venue	Date	Time	No. of Special Resolu tions passed
2014-15	Sheth Hirachand Gumanji Trust Hall Hira Baug, 1st Floor, Kasturba Chowk (C.P. Tank) Mumbai – 400004	11.08.2015	3.00 p.m.	4*
2015-16	Sheth Hirachand Gumanji Trust Hall Hira Baug, 1st Floor, Kasturba Chowk (C.P. Tank) Mumbai – 400004	12.08.2016	3.00 p.m.	Nil
2016-17	Sheth Hirachand Gumanji Trust Hall, Hira Baug, 151 Floor, Kasturba Chowk (C.P. Tank) Mumbai – 400004	02.08.2017	3.00 p.m.	1**

*(1) Replaced existing Article of Association with new set of Article of Association pursuant to Section 14 of the Companies Act, 2013.

(2) Re-appointment of Shri A.D. Javeri as Chairman & Managing Director

(3) Appointment of Smt. Seema A. Javeri as Executive Director – Administration

(4) Modification or Amendment or Clarifications, if any, Clause 49 of Listing Agreement.

** Increase in borrowing powers of the Board of Directors

(B) Extra-Ordinary General Meetings:
During the year the Company held One Extra Ordinary General Meeting on 22nd May, 2017.

1. Special Resolution for reclassification of Authorised Share Capital and consequent Alteration of the memorandum of Association.
2. Special Resolution approving ESOS 2017 for employees of the Company.
3. Special Resolution for issue of shares under ESOS Scheme to employees of Holding and Subsidiary.
4. Approve for appointment of Mr. Abhishek Asit Javeri as Executive Director & CFO and his remuneration thereon.
5. Approval of issue of Sweat Equity Shares to Mr. Abhishek Asit Javeri.

(C) During the year, the members have approved / ratified the following Special Resolutions by way of Postal Ballot effective 12th February, 2018:-

1. To approve the Change of name of the Company.
2. To consider and approve Related Party Transaction for acquisition of Business of Spidigo Net Private Limited.
3. To consider and approve Related Party Transaction for acquisition of shares of Strix Wireless Systems Private Limited.
4. Approval of giving loans/ guarantees or providing securities and/or making investments in terms of provisions of Section 186 of the Companies Act, 2013.

The Company successfully completed the process of obtaining approval of its shareholders for special resolutions on the items detailed above through a postal ballot.

M/s Makarand Joshi & Company, Company Secretaries, was appointed as the scrutinizer for carrying out the postal ballot process in a fair and transparent manner.

Procedure for Postal Ballot:

In compliance with Sections 108 and 110 and other applicable provisions of the Companies Act, 2013, read with the related Rules, the Company provides electronic voting (e-voting) facility to all its members. The Company engages the services of NSDL for the purpose of providing e-voting facility to all its members. The members have the option to vote either by physical ballot or through e-voting.

The Company dispatches the postal ballot notices and forms along with postage prepaid business reply envelopes to its members whose names appear on the register of members / list of beneficiaries as on a cut-off date. The postal ballot notice is sent to members in electronic form to the email addresses registered with their depository participants (in case of electronic shareholding) / the Company's registrar and share transfer agents (in case of physical shareholding). The Company also publishes a notice in the newspaper declaring the details of completion of dispatch and other requirements as mandated under the Act and applicable Rules.

Voting rights are reckoned on the paid-up value of the shares registered in the names of the members as on the cut-off date. Members desiring to exercise their votes by physical postal ballot forms are requested to return the forms, duly completed and signed, to the scrutinizer on or before the close of the voting period. Members desiring to exercise their votes by electronic mode are requested to vote before close of business hours on the last date of e-voting.

The scrutinizer submits his report to the Chairman, after the completion of scrutiny, and the consolidated results of the voting by postal ballot are then announced by the Chairman / authorized officer. The results are also displayed on the Company website, www.sncl.com besides being communicated to the stock exchanges, depository and registrar and share transfer agent.

The last date for the receipt of duly completed Postal Ballot Forms or e-voting shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.

12. SUBSIDIARIES:

The Company does not have any material non-listed Indian subsidiary whose turnover or net worth (i.e. paid-up capital and free reserves) exceeds 20% of the consolidated turnover or net worth respectively, of the listed holding company and its subsidiaries in the immediately preceding accounting year.

13. DISCLOSURES :

(a) **Materially Significant related party transactions:** The particulars of transactions between the Company and its related parties as per the Accounting Standard -18 are set out at Note 35 in Notes to Accounts in the Annual Report. These transactions are not likely to have any conflict with Company's interest.

(b) **Management Disclosures :** The Senior Management Personal have been making disclosures to the Board relating to all material, financial and commercial transactions, where they have personal interest that may have a potential conflict with the interest of the Company at large. Based on the disclosures received, none of the Senior Management Personnel has entered into any such transactions during the year.

(c) Strictures and Penalties:

There were no penalties, strictures imposed on the Company by Stock Exchange or SEBI or any statutory authority on any matter relating to the capital markets during the last three years.

(d) Risk Management Framework:

The Board of Directors has adopted the Risk Assessment Procedure. The procedure provides an approach by the top Management to identify potential events that may affect the Company, to manage the risk within its risk appetite and to provide reasonable assurance regarding the achievement of objectives of the Company. The Senior Management priorities the risk and finalise the action plan for mitigation of the key risks.

(e) Whistle Blower Policy:

The company has a vigil mechanism and whistle blower policy under which it takes cognizance of complaints made and suggestions given by the employees and others. Even anonymous complaints are looked into and whenever necessary, suitable corrective steps are taken. No employee of the Company has been denied access to the Audit Committee the policy has been put up on the company's website (www.sncl.com).

14. MEANS OF COMMUNICATION:

The quarterly, half yearly and annual results for Sadhana Nitro Chem Limited and the consolidated financial results for its Subsidiary Companies are published in English in Financial Express and in Marathi in Mumbai Lakshadeep and are displayed on Company's website (www.sncl.com).

The Quarterly Results, Shareholding Pattern and all other corporate communication to the Stock Exchange are filed on BSE Listing Centre, for dissemination on its websites. \

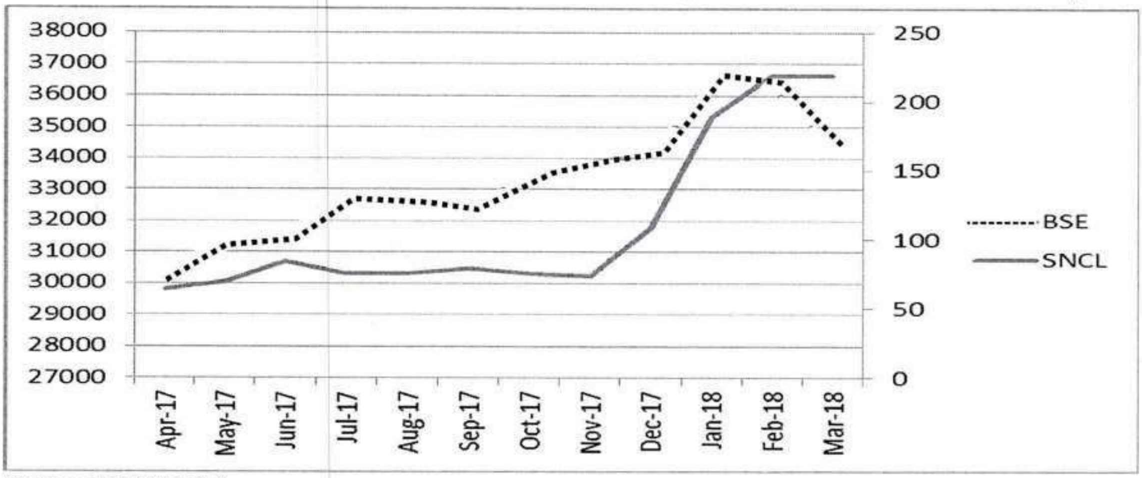
15. GENERAL SHAREHOLDER INFORMATION:

The current financial year of the Company is 31st March, 2018

AGM : Date, time and venue	45th Annual General Meeting on Thursday, the 30th August, 2018 at 3.00 P.M. at Sheth Hirachand Gumanji Trust Hall, Hira Baug, 1st Floor, Kasturba Chowk (C.P. Tank), Mumbai - 400004.
Date of Book Closure connection with	24/8/2018 to 30/8/1028(both days inclusive).
Dividend payment date	Within 30 days of the AGM for financial year 2017-18.
Financial Year	April 1,2017- 31 March ,2018
Name and address of the stock exchanges where Company's shares are listed	The Company's Equity shares are listed on BSE Limited.
Financial Calendar **For the year ended March 31, 2018, results were <u>announced on</u>** • First quarter • Half year • Th ird quarter • Annual	 13th September, 2017 04th December ,2017 19th January,2018 30th April ,2018
<u>(Tentative) Results for financial year 2018-19.</u> June 30, 2018 September 30, 2018 December 31, 2018 March 31, 2019 Annual General Meeting	 2nd week of August 2018 2nd week of November 2018 2nd week of February 2019 4th week of May 2019 August, 2019
Scrip Code	506642
ISIN Number	INE888C01016

The Company hereby confirms that it has made the payment of Annual Listing Fees for the Financial Year 2017-2018 to BSE Limited.

16. PERFORMANCE IN COMPARISON TO BROAD-BASED INDICES (SUCH AS BSE SENSEX/ CRSIL INDEX):



(Source BSE Website)

17. HIGH/LOW OF MARKET PRICE OF THE COMPANY'S SHARES TRADED ON THE BOMBAY STOCK EXCHANGE (BSE) UPTO 31st MARCH, 2018:

Month	High	Low	Close	No. of Shares Traded	Total Turnover
April 2017	63.50	38.05	62.75	2,30,110	1,26,17,566
May	69.30	50.30	55.90	1,95,762	1,21,12,308
June	83.50	55.00	66.35	2,28.937	1,62,89,917
July	74.95	62.00	73.00	83,744	57,24,249
August	75.00	54.00	67.40	59,468	3,76,7507
September	79.00	61.55	68.85	1,46,481	1,02,96,568
October	74.90	53.00	70.60	72,770	47,36,850
November	73.25	60.05	60.00	52,643	35,97,275
December	108.35	69.00	94.70	3,12,026	2,86,10,192
January 2018	189.30	89.35	189.30	5,28,104	7,92,89,501
February	218.75	188.85	218.75	2,85,921	5,87,21,598
March	218.75	218.75	218.75	26,241	57,40,213

(Source : BSE website)

18. INVESTOR SERVICES :

The Company has appointed M/s. Link Intime India Pvt. Ltd. (LIIPL) (Formerly known as M/s. Intime Spectrum Registry Limited, whose address is given below, as its Registrar and Transfer Agents. The Registrar handles all matters relating to the shares of the Company including transfer, transmission of shares, dematerialisation of share certificates, subdivision /consolidation of share certificates and investor grievances.

LIIPL having registered office at C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai 400083 are Registrars and Share Transfer Agents for Physical Shares. LIIPL is also the Depository interface of the Company with both NSDL & CDSL. Their Telephone No. 022-49186000 E-mail address: rnt.helpdesk@linkintime.co.in, Fax No. 022-49186060.

19. SHARE TRANSFER SYSTEM:

All the transfers received are processed by Registrar and Transfer Agents. Share transfers are registered and returned within maximum of 21 days from the date of lodgment if documents are complete in all respects. In case the shares are transferred through demat mode, the procedure is adopted as stated in Depositories Act, 1996.

20. OUTSTANDING GLOBAL DEPOSITORY RECEIPTS OR AMERICAN DEPOSITORY RECEIPTS OR WARRANTS OR ANY CONVERTIBLE INSTRUMENTS: Not Applicable

21. DEMATERIALISATION OF SHARES

The Company's shares are tradable compulsorily in electronic form. The Company has established through its Registrar and Share Transfer Agents, connectivity with National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL). As on 31st March, 2016, 96.71% of the equity shares have been dematerialised.

22. SHARE HOLDING PATTERNAS ON 31ST MARCH, 2018 :

	No. of Shares	Percenta ge
Promoters	6674257	71.6495
Other Directors and their Relatives	45611	0.4896
Mutual Funds and UTI	560	0.0060
Banks, Financial Institutions & Insurance Companies	621	0.0067
Bodies Corporate	172990	1.8571
Indian Public	2349543	25.2228
NRIs/Foreign Nationals	71567	0.7683
Total	9315149	100.00

Pursuant to Regulation 3(1)(e)(i) of Securities and Exchange Board of India (Substantial Acquisition of Shares & Takeovers) Regulations, 1997 and subsequent amendments thereto, Promoter Group and Persons acting in concert consists of Manekchand Panachand Trading Investment Co. Private Limited and Mr. Asit D. Javeri & his family.

23. DISTRIBUTION OF SHAREHOLDING AS ON 31st MARCH, 2018 :

No. of Shares	Folio		Amount	
	Number	% to total	Rs.	% to total
1 - 5000	4044	84.6379	4633760	5.0362
5001 - 10000	363	7.5973	2789260	3.0315
- -	181	3.7882	2631100	2.8596
20001 – 30000	67	1.4023	1688930	1.8356
30001 – 40000	20	0.4186	695300	0.7557
40001 – 50000	23	0.4814	1076660	1.1702
50001 – 100000	36	0.7535	2674290	2.9066
100001 and above	44	0.9209	7519000	82.4045
Total	4778	100	9200830	100

24. UNCLAIMED DIVIDEND :

The Company is required to transfer dividends which have remained unpaid / unclaimed for a period of 7 years to the Investor Education and Protection Fund (IEPF) established by the Government. The Company has already transferred the unclaimed dividend for the year ended 31st March, 2008 to the IEPF. No unpaid / unclaimed dividend remains to be transferred to IEPF.

25. PLANT LOCATION:

Sadhana Nitro Chem Limited, 47, MIDC Industrial Area, Roha, Dist. Raigad, Maharashtra - 402 116. Tel: Dhatav-02194-263801-2-3, Fax :(91)02194-263522

26. ADDRESS FOR CORRESPONDENCE

Sadhana Nitro Chem Limited	Link Intime India Pvt. Ltd (RTA)
Regd. Office : Hira Baug, 1st Floor, Kasturba Chowk (C.P Tank), Mumbai - 400 004. Tel : 022-23865629	(Formerly known as Intime Spectrum Registry Ltd) C 101, 247 Park, L.B.S. Marg, Vikhroli West, Mumbai-400 083
Fax :(91)22-23887235	Telephone No. 022-49186000
E-mail :sadhananitro@sncl.com	Fax No. 022-49186060
Website : www.sncl.com	E-mail : rnt.helpdesk@linkintime.co.in

27. CEO / CFO CERTIFICATION :

The Company is duly placing a certificate to the Board from the Chairman & Managing Director and CFO. This certificate is being given to the Board pursuant to Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015read with Schedule II Part B of the said regulations.

The aforesaid certificate duly signed by the Chairman & Managing Director and Director & CFO in respect of the financial period ended 31st March, 2018 has been placed before the Board in the meeting held on 30th April, 2018.

28. SECRETARIALAUDIT FOR RECONCILIATION OF CAPITAL:

As stipulated by SEBI a qualified Practicing Company Secretary carries out Secretarial Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. This audit is carried out periodically and thereon is submitted to the Listed Stock Exchanges. The audit confirms that the total Listed and Paid-up Capital is in agreement with the aggregate of the total number of shares in dematerialised form (held with NSDL and CDSL) and total number of shares in physical form.

29. CODE OF CONDUCT AND CERTIFICATE ON COMPLIANCE THEREOF:

This is to confirm that Company has adopted the Code of Conduct for Directors and Senior Management of the Company and is available on the website of the Company.

I hereby confirm that the Company has obtained from all the Members of the Board and the Senior Management Personnel, affirmation that they have complied with the Code of Conduct for the Financial Year 2017-18.

This certificate is being given pursuant to Part D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Place: Mumbai
Date: 30th April, 2018

Asit D. Javeri
Chairman & Managing Director

Abhishek A. Javeri
Executive Director & CFO

CEO/CFO CERTIFICATE UNDER CLAUSE 49 IX OF THE LISTING AGREEMENT

The Board of Directors,

Sadhana Nitro Chem Limited

A. I have reviewed the financial statements and the cash flow statement of Sadhana Nitro Chem Limited for the year ended 31st March, 2018 and to the best of our knowledge and belief:

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

(ii) these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

B. There are, to the best of my 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 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 rectifying these deficiencies.

D. We have indicated to the Auditors and the Audit Committee :

i. significant changes in internal control over financial reporting during the year;

ii. significant changes in accounting policies made during the year and that the same have been disclosed in the notes to the financial statements; and

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

Place: Mumbai
Date: 30th April, 2018

Abhishek A. Javeri
Executive Director & CFO

Asit D. Javeri
Chairman & Managing Director

ANNEXURE-VI

Management Discussion and Analysis Report

Industry Structure and Development

Your company is engaged in manufacture of chemical intermediates, heavy organic chemicals and performance chemicals. India emerged as one of the major source for chemical intermediates.

Opportunities & Threats

Moreover, over the last year the Chinese Government has starting paying strict attention to pollution control. On several occasions, companies in the same vertical, those are involved in the same product production as your company has faced several temporary suspensions. This has not only increased costs in China, but has also further increased credibility of your company in the international markets.

Your company is in the industry since last over 45 years. It has a very high degree of operating synergy, economies of scale and high quality standards. The products of your company have diverse uses and applications in several industries ranging from paper, pharmaceutical, agro chemicals, thermal dyes, light tabilizer, aerospace, dyes and hair dyes etc. Your company has good clientele base, which is well diversified over the World.

Besides, the domestic market has shown growth.

Operational Performance

The Companies growth considering the past few years' performance has been outstanding. The Company is striving for further increasing profits. The total revenue from the operations for the year ended March 31, 2018 escalated to ₹ 11,115 Lakhs as against ₹ 5,949 Lakhs in a previous financial year registering growth of 87%.

Market and Outlook

Your company has healthy order book position. Despite continued slowdown in the Global economies, the demand of your company's end products have increased globally and are expected to do so significantly over the coming years.

A better product mix, operational efficiency and stringent control on the cost have contributed towards increasing productivity, production and operating margins. These factors witnessed during the year are expected to continue going forward.

The Company continued to focus on cost control at every level to improve the operational efficiency which alongwith the increased operating level and upward revision of product prices is expected to maintain growth trend. Continuous efforts are being made for efficient energy and raw material consumption. The rate of flow of orders is encouraging. Production facilities are realigned and will be expanded to meet the demand. Your company, barring unforeseen circumstances, expects to further improve the turnover and performance.

Risks and Concerns

Since raw materials form an important component of your company's value chain, foreign exchange rates, cost and availability of some of the key raw materials like benzene, nitric acid, caustic potash, sulphur based chemicals, iron powder are an area of concern.

Internal Control Systems and Their Adequacy

The Company has an adequate Internal Control System commensurate with the size and nature of its business. The preparation designing and documentation of Policy on Internal Financial Control has been finalised and implemented which will be reviewed periodically and modified suitably to ensure controls. The internal audit functions are carried out by a separate firm of Chartered Accountants. The quarterly audit reports, including significant audit observations and corrective actions thereon, are presented to the Chairman of the Audit Committee.

Discussion on Financial Performance with Respect to Operational Performance.

The Company's revenue from operations has substantially increased to ₹ 11,115 Lakhs as compared to the previous year of₹ 5,949 Lakhs registering growth of 87%

Human Resources

Human Resource programs and initiatives in SNCL are aligned to meet the business needs. Your company believes in investing in people to develop and expand their capability. The Company has been able to create a favourable work environment that motivates performance, customer focus and innovation SNCL's strategies are based, inter alia, on processes of continuous learning and improvement.

Cautionary Statement

Statements in the Management Discussion & Analysis Report describing the Company's expectations, opinion, and predictions may please be considered as "forward looking statements" only. Actual results could differ from those expressed or implied. Company's operations should be viewed in light of changes in market conditions, prices of raw materials, economic developments in the country and such other factors.

For and On Behalf of the Board of Directors
SADHANA NITRO CHEM LIMITED

ASIT D.JAVERI
CHAIRMAN AND MANAGING DIRECTOR
DIN: 00268114

Place: Mumbai
Date: 30th April, 2018

ANNEXURE-VII

INFORMATION REQUIRED UNDER SECTION 134(3)(m) OF COMPANIES ACT, 2013 AND RULE 8(3) OF COMPANIES ACCOUNTS RULES, 2014.

A. CONSERVATION OF ENERGY

Steps taken for further conversation of Energy:
The Company has taken several measures to conserve and optimise the use of energy such as (a) Recycling of Water (b) Use of Briquettes in place of Furnace Oil (c) Water harvesting.

Impact of the above measures:
The measures stated above would further improve conservation of energy, reduction in water and air pollution reduction in cost of production etc.

During the year under review there is no Capital Expenditure incurred in respect of conservation of energy.

FORM-A: FORM OF DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSERVATION

		31.03.2018	31.03.2017
1.	**Electricity**		
a)	Purchased Unit in kwh	2888246	2582444
	Total amount (Rs.)	24134273	22422580
	Rate/Unit (Rs.)	8.36	8.68
b)	Own generation		
	Through Diesel Generator Units in (kwh)	127816	14032
	Unit per liter of diesel oil (kwh)		
	Liter of Diesel		
	Total amount (Rs.)	3555698	544532
	Cost/Units (Rs.)		
2.	**Furnace Oil**		
	Quantity (KL)	2720.530	1814.776
	Total Cost(Rs.)	70557990	43446397
	Average Rate (/MT)	25935.38	23940.36
3.	**Briquettes**		
	Quantity (MT)	--	-
	Total Cost(Rs.)	--	-
	Average Rate (Rs./MT)	--	-
4.	**Water**		
	Quantity (M3)	74992	83828
	Total Cost (Rs.)	2474270	2461725
	Average Rate (Rs./M3)	33.000	29.366

B. TECHNOLOGY ABSORPTION

FORM-B: FORM OF DISCLOSURE OF PARTICULARS WITH RESPECT TO ABSORPTION OF TECHNOLOGY

RESEARCH AND DEVELOPMENT

1. Specific areas in which R&D carried out by the Company. The R&D efforts of the Company are directed towards process development, energy conservation, Pollution control, efficiency improvement and quality up-gradation.

2. Benefits derived as a result of the above R&D.
   R&D efforts have resulted in development of process for several chemical intermediates, the commercial production of which are commenced, besides improving quality and operating efficiency of existing products.
3. Future Plan of Action
   To continue R&D in the relevant areas to achieve its benefits.

4. Expenditure on R&D

		31.03.2018	31.03.2017
(a)	Capital	0	0
(b)	Recurring	4022927	3125977
	Total	4022927	3125977
(c)	Total R&D expenditure as a % of total turnover	0.35%	0.90%

TECHNOLOGY ABSORPTION, ADAPTATION AND INNOVATION

1. Efforts, in brief, made towards technology absorption adaptation and innovation. The Company has commenced production of some items of chemical intermediates, the process for which has been developed in R&D.
2. Benefits derived as a result of the above efforts e.g. product improvement, cost reduction, product development, import substitution, etc. There is improvementin quality and yield of the product and has widened product range for marketing.
3. In case of imported technology (imported during the last 5 years reckoned from the beginning ofthe financial year). No imported technology during last 5 years.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

a) Activities relating to exports, initiative taken to increase exports, development of new export markets for products and services and export plans.
   The Company is exporting about 76 % of its chemical intermediate production. The total exports during the year were ₹ 10,200 Lakhs (PY ₹ 4,152 Lakhs). The Company is putting all its efforts to tap new export markets and widen its clientele base.

b) Total Foreign Exchange used and earned. (in ₹)

		31.03.2018	31.03.2017
(i)	Used:		
	a) Imports (CIF)	1,55,88,267	1,72,47,249
	b) Other expenditure	8,36,014	4,88,361
(ii)	Earned:		
	Exports (F.O.B.)	81,09,07,629	42,35,41,344

For and On Behalf of the Board of Directors
SADHANA NITRO CHEM LIMITED

ASIT D.JAVERI
CHAIRMAN AND MANAGING DIRECTOR
DIN: 00268114

Place: Mumbai
Date: 30th April, 2018

ANNEXURE VIII

Form No. MGT-9
EXTRACT OF ANNUAL RETURN
As on financial year ended on 31st March 2018
[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

CIN	:	L24110MH1973PLC016698
Registration Date	:	21/07/1973
Name of the Company	:	SADHANA NITRO CHEM LIMITED
Category / Sub -Category of the Company	:	Company limited by Shares Non-Govt. Company
Address of the Registered office and contact details	:	HiraBaug, 1st floorKasturba Chowk (C.P.Tank), Mumbai400004
Whether listed company	:	Yes
Name, Address and Contact details of Registrar and Transfer Agent, if any:	:	LinkIntimeIndiaPvt.Ltd C 101, 247 Park,L.B.S.Marg, Vikhroli West, Mumbal-400 083 TelephoneNo.022-49186000 FaxNo.022-49186060 E-mail: rnt.helpdesk@linkintime.co.in

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

Manufacture of Chemical Intermediates, Heavy Organic Chemicals & Performance Chemicals
All the business activities contributing10% or more of the total turnover of the company

Sl. No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the company
1.	META AMINO PHENOL	3009	71.25%

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.	ManekchandPanachand Trading	U67120MH1985PTC037397	Holding Company	65%	2(46)
2.	Anuchem B.V.B.A., Belgium	Not Applicable	Foreign	100%	2(67)
3.	Strix Wireless Systems Private Limited	U72900MH2008PTC189141	Subsidiary	100%	2(67)
4.	Lifestyle Networks Ltd.	U72900MH2005PTC155530	Associate		2(6}
5.	Phthalo Colours & Chemicals (I) Ltd.	U24110MH1991PTC063399	Associate		2(6)
6.	M/s Amnisera Corp.	Not Applicable	Associate		2(6)

I SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity):

I. Category-wise Share Holding:

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a)Individual/HUF	5,73,327	-	573327	6.23	5,99,327	1,14,319	714083	7.6611	1.4345
b) Central Govt									
c) State Govt(s)									
d) Bodies Corp.	59,60,611	-	5960611	64.78	59,60,611	-	59,60,611	63.9884	-0.7950
e) Banks / FI									
f) Any other									
Sub-total(A)(1):	65,33,938	-	65,33,938	71.01	65,59,938	1,14,319	66,74,694	71.6495	0.6394
(2) Foreign									
a) NRIs - Individuals									
[illegible]									
c) Bodies Corp.									
d) Banks / FI									
e) Any other									
Sub-total (A)(2):									
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	65,33,938	-	65,33,938	71.01	65,59,938	1,14,319	6,674,694	71.6495	0.6394
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds	360	200	560	0.00061	360	200	560	0.0060	-0.0000
b) Banks / FI	462	159	621	0.0067	462	159	621	0.0067	-0.0003
c) Central Govt									
d) State Govt(s)									
e)Venture Capital Funds									
f)Insurance Companies									
g) FIIs									
h)Foreign Venture Capital Funds									
i) Others (specify)									
Sub-total (B)(1):	822	359	1181	0.013	822	359	1181	0.01268	-0.0001
(2)Non-Institutions									
a) Bodies Corp.									
i) Indian									
ii) Overseas									
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	11,84,704	2,13,593	13,98,297	15.19	12,22,179	2,08,371	14,30,550	15.3572	0.1597
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	8,76,992	42,750	9,19,742	9.9963	7,63,149	42,750	8,05,899	8.6514	-1.3448
c) Others (specify)									
Independent Relatives Of	24,963	12807	37,770	0.41	24,963	2,413	27,376	0.2986	-0.1166
Hindu Undivided Family	50,207	0	50,207	0.54	65,561	0	65,561	0.7038	0.1581
Non Resident Indians (Repat)	28,239	5494	33,733	0.37	56,105	5494	65,561	0.0645	0.0252
Non Resident Indians (Non-Repat)	3,607	-	3,607	0.04	6,006	0	6,006	0.6613	0.2946
Clearing Members	38,249	-	38,249	0.42	51,495	0	51,495	0.5528	0.1371
Independent Director	9,696	8,002	17,698	0.19	9,796	8,002	17,798	0.1911	-0.0013
Bodies Corporate	1,65,239	1,169	1,66,408	1.80	1,71,821	1,169	1,72,990	1.8571	0.0484
Sub-total(B)(2):	23,81,896	2,83,815	26,65,711	28.97	23,71,075	2,68,199	26,39,274	28.3378	-0.6393
Total Public Shareholding (B)=(B)(1)+(B)(2)	23,82,718	2,84,174	26,66,892	28.99	23,71,897	2,68,558	26,40,455	28.3505	-0.6394
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	
Grand Total (A+B+C)	89,16,656	2,84,174	92,00,830	100	89,32,272	3,82,877*	93,15,149	100	-

*The Company has allotted 1,14,319 sweat equity shares of ₹ 10/- each to Shri Abhishek A. Javeri, Executive Director & CFO of the Company, at the rate ₹. 43.93%, for which company is in process of filing the listing application with stock exchange.

ii. SHAREHOLDING OF PROMOTERS:

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of 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	% change in share holding during the year
1.	Manekchand PanachandTrading InvestmentCo.P. Ltd.	59,60,611	64.7834	59.78*	59,60,611	63.9884	59.78*	-0.7950
2.	Asit D. Javeri	3,88,759	4.2353	0.00	3,88,759	4.1734	0.00	-0.0519
3.	Molina D. Javeri	79,661	0.8658	0.00	79,661	0.8552	0.00	-0.0106
4.	Abhishek A. Javeri	37,100	0.4032	0.00	1,51,419	1.6255	0.00	1.2223
5.	Sadhana Rajiv Jain	29,190	0.3173	0.00	29,190	0.3134	0.00	-0.0039
6.	Chandrika D. Javeri	29,190	0.3173	0.00	29,190	0.3134	0.00	-0.0039
7.	Seema A. Javeri	7,327	0.0796	0.00	18,327	0.1967	0.00	0.1171
8.	Anuradha A. Javeri	2,100	0.0228	0.00	17,100	0.1836	0.00	0.1608
	TOTAL	65,33,938	71.01	59.78	66,74,694	71.65	59.78	0.6395

*Shares held by the M/sManekchandPanachand Trading Investment Co. P. Ltd. were released by the pledgeeM/s Jamnalal Sons Pvt. Limited on 24th April, 2018.

iii. CHANGE IN PROMOTERS' SHAREHOLDING*:

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	For each of the Directors and KMP	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1.	ManekchandPanachand Trading Investment Co Pvt Ltd				
	At the beginning of the year	59,60,611	64.7834	59,60,611	63.9883
	Date wise Increase / Decrea se in Shareholding during the year	No Change			
	At the End of the year	59,60,611	63.9883	59,60,611	63.9883

Sl. No.		Shareholding at the beginning of the year		Cumulative Sharehol ding during the year	
	For each of the Directors and KMP	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
2.	Shri. Asit D. Javeri				
	At the beginning of the year	3,88,759	4.2253	3,88,759	4.1734
	Date wi se Increa se / Decrease in Shareholding during the year	No Change			
	At the End of the year	3,88,759	4.1734	3,88,759	4.1734

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	For each of the Directors and KMP	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
3.	Smt. MolinadeviDhankumarJaveri				
	At the beginning of the year	79,661	0.8658	79,661	0.8551
	Date wi se Increase / Decrease in Shareholding during the year	No Change			
	At the End of the year	79,661	0.8551	79,661	0.8551

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	For each of the Directors and KMP	No. of shares	% of total shares of the Company	No. of shares	% of tota l shares of the Company
4.	Shri. Abhishek A Javeri				
	At the beginning of the year	37,100	0.4032	37,100	0.4032
	Date wi se Increase / Decrease in Shareholding during the year Allotment of Sweat Equity shares on 28/03/2018	1,14,319	1.2272	1,51,419	1.6255
	At the End of the year	1,51,419	1.6255	1,51,419	1.6255

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	For each of the Directors and KMP	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
5.	Smt. ChandrikaDhankumarJaveri				
	At the beginning of the year	29,190	0.3173	29,190	0.3134
	Date wise Increase / Decrease in Shareholding during the year	No Change			
	At the End of the year	29,190	0.3134	29,190	0.3134

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	For each of the Directors and KMP	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
6.	Smt. Sadhana Rajiv Jain				
	At the beginning of the year	29190	0.3173	29190	0.3134
	Date wise Increase / Decrease in Shareholding during the year	No Change			
	At the End of the year	29190	0.3134	29190	0.3134

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	For each of the Directors and KMP	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
7.	Smt. SeemaAsitJaveri				
	At the beginning of the year	7327	0.0796	7327	0.0796
	Purchase 15 December, 2017	3000	0.0326	10327	0.1109
	Purchase 22 December, 2017	5000	0.0543	15327	0.1645
	Purchase 29 December, 2017	1000	0.0108	16327	0.1752
	Purchase 05 Jan 2018	2000	0.0217	18327	0.1967
	At the End of the year	18327	0.1967	18327	0.1967

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	For each of the Directors and KMP	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
8.	Smt. Anuradha A Javeri				
	At the beginning of the year	2100	0.0228	2100	0.0228
	Purchase 15 December, 2017	5000	0.0543	7100	0.0762
	Purchase 22 December, 2017	10000	0.1086	17100	0.1835
	At the End of the year	17100	0.1835	17100	0.1835

*The Company has allotted sweat equity shares during the year due to which there is a change in the percentage of total shares of the Company.

iv. SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS):

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	For each of the Top 10 Shareholders	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1.	VeenaJagwani				
	At the beginning of the year	173773	1.8887	173773	1.8887
	Sale 19 January 2018	(34,403)	0.3739	139370	1.5148
	Sale 02 February 2018	(5,597)	0.0608	133773	1.4539
	At the End of the year	133773	1.8654	133773	1.8654

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	For each of the Top 10 Shareholders	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
2.	Vinod Kumar Ohri				
	At the beginning of the year	106296	1.1553	106296	1.1553
	Date wise Increase / Decrease in Share holding during the year	No Change			
	At the End of the year	106296	1.1411	106296	1.1411

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	For each of the Top 10 Shareholders	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
3.	Nanavati Sons Pvt Ltd				
	At the beginning of the year	90000	0.9782	90000	0.9782
	Date wise Increase / Decrease in Share holding during the year	No Change			
	At the End of the year	90000	0.9661	90000	0.9661

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	For each of the Top 10 Shareholders	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
4.	Sangeetha S				
	At the beginning of the year	98491	1.0705	98491	1.0705
	Sale 05 January 2018	(51)	0.0006	98440	1.0567
	Sale 12 January 2018	(1890)	0.0205	96550	1.0364
	Sale 19 January 2018	(990)	0.0108	95560	1.0258
	Sale 26 January 2018	(990)	0.0108	94570	1.0152
	Sale- 02 February 2018	(18180)	0.1976	76390	0.8200
	Sale 09 February 2018	(1800)	0.0196	74590	0.8007
	Sale 09 March 2018	(360)	0.0039	74230	0.7968
	Sale 31 March 2018	(180)	0.0019	74050	0.7949
	At the End of the year	74050	0.7949	74050	0.7949

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	For each of the Top 10 Shareholders	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
5.	KetanChhotalalSheth				
	At the beginning of the year	0	0.00	0	0.00
	Purchase 12 Jan 2018	32150	0.3494	32150	0.3451
	Purchase 19 Jan 2018	28115	0.3055	28115	0.6469
	Purchase 26 Jan 2018	3984	0.0433	3984	0.6897
	At the End of the year	64249	0.6897	64249	0.6897

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	For each of the Top 10 Shareholders	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
6.	Amit M Mehta				
	At the beginning of the year	40086	0.4357	40086	0.4357
	Purchase 17 Nov 2017	1500	0.0002	41586	0.4464
	At the End of the year	41586	0.4464	41586	0.4464

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	For each of the Top 10 Shareholders	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
7.	Harsh Amit Mehta				
	At the beginning of the year	33000	0.3587	33000	0.3587
	Date wise Increase / Decrease in Shareholding during the year	No Change			
	At the End of the year	33000	0.3543	33000	0.3543

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding durin g the year	
	For each of the Top 10 Shareholders	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
8.	Ashok Kumar Agrawal				
	At the beginning of the year	0	0.00	0	0.00
	Purchase 09 Jun 2017	3000	0.0031	3000	0.0322
	Sale 16 June 2017	(3000)	(0.0031)	0	0
	Purchase 02 February 2018	11000	0.0112	11000	0.1181
	Purchase 09 February 2018	8500	0.00866	19500	0.2091
	Purchase 16 February 2018	4000	0.0041	23500	0.2523
	Purchase 02 March 2018	7599	0.0078	31099	0.333
	At the End of the year	31099	0.3380	31099	0.3380

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	For each of the Top 10 Shareholders	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
9.	Modex International Securities Ltd				
	At the beginning of the year	0	0.00	0	0.00
	Purchase 19 January 2018	20000	0.0204	20000	0.2147
	Purchase 26January 2018	10000	0.0107	30000	0.3220
	At the End of the year	30000	0.3221	30000	0.3221

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	For each of the Top 10 Shareholders	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
10.	Nitin Rameshchandra Jani				
	At the beginning of the year	27392	0.2977	27392	0.2940
	Date wise Increase / Decrease in Shareholding during the year	No change			
	At the End of the year	27392	0.2940	27392	0.2940

Note: The Company has allotted sweat equity shares during the year due to which there is a change in the percentage of total shares of the Company.

v. SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	For each of the Directors and KMP	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1.	Shri. Asit D. Javeri				
	At the beginning of the year	388759	4.2253	388759	4.1734
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / de crease (e.g. allotment / transfer / bonus / sweat equity etc)	No Change			
	At the End of the year	388759	4.2253	388759	4.1734

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	For each of the Directors and KMP	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
2.	Shri. Abhishek A Javeri				
	At the beginning of the year	37100	0.4032	37100	0.4032
	Allotment of Sweat Equity shares on 28/03/2018	1,14,319	1.2272	1,51,419	1.6255
	At the End of the year	1,51,419	1.6255	1,51,419	1.6255

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	For each of the Directors and KMP	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
3.	Smt. SeemaAsitJaveri				
	At the beginning of the year	7327	0.0796	7327	0.0796
	Purchase 15 December, 2017	3000	0.0326	10327	0.1109
	Purchase 22 December, 2017	5000	0.0543	15327	0.1645
	Purchase 29 December, 2017	1000	0.0108	16327	0.1752
	Purchase 05 Jan 2018	2000	0.0217	18327	0.1967
	At the End of the year	18327	0.1967	18327	0.1967

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	For each of the Top 10 Shareholders	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
4.	NitinRameshchandra Jani				
	At the beginning of the year	27392	0.2977	27392	0.2940
	Date wise Increase / Decrease in Share holding during the year	No change			
	At the End of the year	27392	0.2940	27392	0.2940

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	For each of the Top 10 Shareholders	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
5.	Arvind RaojiDoshi				
	At the beginning of the year	12498	0.1358	12498	0.1358
	Date wise Increase / Decrease in Share holding during the year				
	At the End of the year	12498		12498	

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	For each of the Top 10 Shareholders	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
6.	PradeepNanasaheb Desai				
	At the beginning of the year	100	0.0011	100	0.0011
	Date wise Increase / Decrease in Share holding during the year	No Change			
	At the End of the year	100	0.0011	100	0.0011

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	For each of the Top 10 Shareholders	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
7.	Priyam Shantilal Jhaveri				
	At the beginning of the year	100	0.0011	100	0.0011
	Purchase	100	0.0011	200	0.00215
	At the End of the year	200	0.00215	200	0.00215

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	For each of the Top 10 Shareholders	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
8.	Dhirendra M. Shah*				
	At the beginning of the year	5000	0.0543	5000	0.0543
	Date wise Increase / Decrease in Share holding during the year	No Change			
	At the End of the year	5000	0.0537	5000	0.0537

ShriDhirendra M. Shah has resigned from the Directorship of the Board with effect from 19th January, 2018

Note: The Company has allotted sweat equity shares during the year due to which there is a change in the percentage of total shares of the Company.

	Secured Loan excluding deposits	Unsecured Loans	Inter Corporate Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year Principal amount Interest due but not paid Interest accrued but not due	14,33,68,521 -- --	14,90,073 -- --	12,80,45,175 -- --	27,29,03,769 -- --
Total (i + ii + iii)	**14,33,68,521**	**14,90,073**	**12,80,45,175**	**27,29,03,769**
Changes in Indebtedness during the financial Year Addition (Reduction)	-- 5,28,74,103	-- (2,41,925)	-- 1,38,77,301	-- 6,65,09,479
Net Change	**5,28,74,103**	**(2,41,925)**	**1,38,77,301**	**6,65,09,479**
Indebtedness at the end of the financial year i) Principal amount ii) Interest due but not paid iii)Interest accrued but not due	14,33,68,521 -- --	14,90,073 -- --	12,80,45,175 -- --	27,29,03,769 -- --
Total (i + ii + iii)	**19,62,42,624**	**12,48,148**	**14,19,22,476**	**33,94,13,248**

vii. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

A. REMUNERATION TO MANAGING DIRECTOR / WHOLE TIME DIRECTOR/ MANAGER:

Sr. No	Particulars ofRemuneration	Total Amount		
		Shri. AbhishekJ averi	Shri. Asit D. Javeri CMD	Smt. Seema A. Javeri ED-Admin.
1.	Grosssalary **(a) Salary as per provisions contained in section 17(1) of the Income -tax Act,1961** **(b) Value of perquisites u/s 17(2) Income - tax Act,1961** **(c) Profits in lieu of salary under section 17(3) Income -tax Act,1961**		52,19,494	13,50,000
2	**StockOption**		--	--
3	**SweatEquity**	50,23,176	--	--
4	**Commission** **- as % ofprofit** **- others, specify - (GuaranteeCommission)**		-- --	-- --
5	**Others**		--	--
	Total(A)		52,19,494	13,50,000
	Overall Ceiling as per the Act			

B. REMUNERATION TO OTHER DIRECTORS:

Sr. No.	Particulars of Remuneration	Name of Directors				Total Amount
		Arvind Doshi	Priyam Jhaveri	D.M. Shah	Pradeep Desai	
	1.Independent Directors					
•	Fee for attending board / committee meetings	49,000	44,000	27,000	21,000	1,41,000
•	Commission	-	-	-	-	-
•	Others, please specify	-	-	-	-	-
	Total (1)	49,000	44,000	27,000	21,000	1,41,000
	2. Other Non Executive Directors -	-	-	-	-	-
•	Fee for attending board / committee meetings	-	-	-	-	-
•	Commission	-	-	-	-	-
•	Others, please specify	-	-	-	-	-
	Total (2)	-	-	-	-	-
	Total (B)=(1+2)	49,000	44,000	27,000	21,000	1,41,000
	Overall Ceiling as per the Act	Ceiling as per the Act Rs. 1 Lakh per meeting attended per Director				

C. REMUNERATION TOKMP OTHER THAN MD/MANAGER/WTD

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
			Nitin R. Jani	AbhishekJaveri	
1	Gross salary	-	49,82,000		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-	
	(b) Value of perquisites u/s 17(2) Income -tax Act, 1961	-	-	-	
	(c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	-	-	-	
2	Stock Option	-	-	-	
3	Sweat Equity	-	-		
4	Commission	-	-	-	
	- as % of profit	-	-	-	
	- others, specify	-	-	-	
5	Others, please specify	-	-	-	
	Total	-	49,82,000		

VII. PENALTIES /PUNISHMENT /COMPOUNDING OF OFFENCES

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

For and On Behalf of the Board of Directors
SADHANA NITRO CHEM LIMITED

ASIT D.JAVERI
CHAIRMAN AND MANAGINGDIRECTOR
DIN: 00268114
Address: Ratnagar Palace 37 ChowpattySeaface
Mumbai 400007

Place: Mumbai
Date: 30th April, 2018

ANNEXURE IX

Particulars of Employee

A) The particulars of employees, who were in receipt of remuneration not less than Rs. 60 lacs for the financial year ended on 31st March, 2018, are given below :

Name of the Employee	Mr. Asit D. Javeri
Designation of Employee	Chairman & Managing Director
Remurenation received	₹ 70,00,750
Nature of Employment	Contractual
Date of Commencement of Employment	22-01-1985
Qualification of the Employee	B.Sc. (Hon.)
Experience of the Employee	33 Years
Age of the Employee	62 Years
Last Employment	Bec Chemical Pvt. Ltd.

Mr. Asit D. Javeri is related to Mrs. Seema A. Javeri & Mr. Abhishek A. Javeri, Director of the Company.

B) Disclosure under Section 197(12) of the Companies Act, 2013read with Rule 5 of Companies (Appointment & Remuneration) Rules, 2014

I. The percentage increase in remuneration of the executive Director's , Chief Financial Officer and Company Secretary during the financial year 2017 - 18, the ratio of remuneration of each director to the median remuneration of the employees of the Company for the financial year and the comparison of remuneration of each Key Managerial personnel (KMP) against the performance of the Company is as under:

Sr. No.	Name	Designation	Remuneration for F.Y.2017-18 (in ₹)	% increase in the remuneration for financial year 2017-18	Ratio of remuneration of Director to median remuneration of employees	Comparis on of the remuneration against the performance of the company
1.	Asit D. Javeri	*Managing Director	70,00,750	21.34 %	23.27	1131% increase in EBIDTA of Company
2.	Seema A. Javeri	Wholetime Director	26,61,200	52.81 %	8.83	
3.	Abhishek A. Javeri	Exe. Director & CFO	1,14,23,177	127.40 %	37.91	
4.	Nitin R. Jani	Company Secretary	60,54,575	14.75 %	20.09	

II. The median remuneration of empbyees during the financial year was ₹ 3,01,248.

III. There were 199 permanent employees on the rolls of the Company as on 31st March, 2018.

IV. In the financial year there was an increase of 23.60% in the median remuneration.

V. Average increase made in the salaries of employees other than the managerial personnel in the financial year 2017-18 was 28.66% and average increase in the managerial remuneration w.r.t the managerial personnel for the financial year 2017-18 was 24.18%.

VI. It is hereby affirmed that the remuneration is paid as per the remuneration policy of the company.

VII. List of top 10 employees in terms of remuneration drawn

Sr. No.	Name of the Employee	Designation	Remuneration	Date of commencement of employment	Age Years	Last employment held by such employee	Qualification
1	R.M. Gandhi	DGM (Accounts)	987767	14.08.1977	60	1st Employment	B.Com
2	G. K. Kutty	DGM (Prodn.)	987767	21.03.1979	65	1st Employment	B.Sc.(Chem)
3	V. Ramakrishnan	DGM (Admn.)	845050	22.06.1987	65	R.D.C, Muscut	S.S.L.C.
4	M. M. Bhate	DGM (Project)	845050	01.11.1993	60	IBI Chematur Pvt Ltd.	D.Mech.(Draftsman)
5	Pranav S. Shah	CEO (SBU)	719068	01.01.2018	50	Elnfochips Ltd.	B.E.M.S.(Com)
6	S.A. Salian	DGM (Export)	704794	27.08.1984	59	Jayant Oil Mill	B.A.
7	V. N. Bedekar	Manager (Admn.)	649790	01.02.1987	53	Western India Ent. Ltd	B.A.
8	R. K. Pradhan	DGM (R & D)	637996	08.11.1993	54	1st Employment	B.Sc.
9	A. R. Prabhu	Manager (A & F)	634455	09.08.1985	59	Metro Vidyut	B.A.
10	Vilas B. Pawar	Manager (Account)	634455	06.08.2009	56	Everest Developers	B.Com
11	Bharat M. Shelar	Manager (Account)	634455	15.05.2008	41	Schadon Fashion Pvt.Ltd.	B.Com

None of the Employee is relatives of Directors or Manager or KMP. All Employees are Permanent.

FIVE YEAR HIGHLIGHTS

(₹ In Lacs)

	2017-18	2016-17	2015-16	2014-15	2013-14
RESOURCES					
Capital	931.51	920.08	1880.08	1880.08	1095.08
Reserve	3673.55	159.18	(1156.73)	(672.31)	(1069.30)
Net Worth	4605.06	1079.26	723.35	1207.77	25.78
State Govt.Sales Tax Incentives	0	6.54	12.48	14.90	14.90
Other Borrowings	1490.74	3551.68	3365.94	2708.54	2767.71
TOTAL	6095.80	4637.48	4101.77	3931.21	2808.39
UTILISATION OF RESOURCES					
Fixed Assets	12458.20	11871.66	10921.87	10908.81	10115.31
Less:Depreciation	7462.98	7303.23	7111.02	6910.63	6691.48
Net Fixed Assets	4995.22	4568.43	3810.85	3998.18	3423.83
Investments	7.78	7.71	7.71	8.80	15.72
Net Current Assets	1092.8	61.34	283.21	(75.77)	(631.16)
TOTAL	6095.80	4637.48	4101.77	3931.21	2808.39
Revenue from operations:-					
Sales of Products	10789.92	5745.49	3450.05	4779.86	3202.23
other operative revenue	302.51	155.04	57.60	25.17	64.05
Other income	22.33	48.10	16.21	35.76	99.72
TOTAL REVENUE	11114.76	5948.63	3523.86	4840.79	3366.00
EXPENDITURE:-					
Cost of Materials consumed / Purchase of Stock in Trade	4191.44	3352.02	1902.10	3232.90	2126.08
Changes in inventories of finished goods,work in progress and stock in trade	(147.12)	(452.30)	(48.94)	151.70	34.64
Employee Benefit cost	974.87	776.3	568.13	544.17	381.31
Financial cost	484.09	625.89	507.17	462.66	617.27
Depreciation	188.16	192.21	200.38	206.83	207.19
Other expenses	2595.54	1360.74	879.44	1231.06	916.65
TOTAL EXPENDITURE	8286.98	5854.86	4008.28	5829.32	4283.14
Profit /loss before Tax & Exceptional Items	2827.78	93.77	(484.42)	(988.53)	(917.14)
Add : Profit on Sale of Assets / Investment / Exceptional Items	0	0	0.00	1305.16	1067.32
Less : Tax Expenses	(309.19)	0	0.00	(102.29)	206.35
Profit /(Loss) After Tax	3136.97	93.77	(484.42)	418.92	(56.17)

Independent Auditor's Report

To The Members of Sadhana Nitro Chem Limited

Report on the Standalone IND AS Financial Statements

We have audited the accompanying standalone Ind AS financial statements of **Sadhana Nitro Chem Limited** (the Company), which comprise the Balance Sheet as at 31st March, 2018, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flow and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information. (hereinafter referred to as "Standalone IND AS Financial Statements")

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 Ind AS financial statements that give a true and fair view of the state of affairs(financial position), profit or loss (financial performance including other comprehensive income), cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act read with relevant rules issued thereunder.

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

Auditor's Responsibility

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

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

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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Ind AS, of the state of affairs(financial position) of the Company as at 31st March, 2018, and its profit(financial performance including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Other Matters

The comparative financial information of the Company for the year ended 31st March 2017 and the transition date opening balance sheet as at 1st April 2016 included in these standalone financial statements , are based on the previously issued statutory financial statements prepared in accordance with the Companies (Accounting Standards) Rules , 2006 audited by the predecessor auditor whose report for the year ended 31st March 2017 and 31st March 2016 dated 26th April 2017 and 27th May 2016 respectively expressed unmodified opinion on those standalone financial statements, as adjusted for the differences in the accounting principles adopted by the Company on transition to the Ind AS , which have been audited by us.

Our opinion is not modified in respect of this matter.

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 in terms of Section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   c) The Balance Sheet, the Statement of Profit and Loss, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.

d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Indian Accounting Standards prescribed under section 133 of the Act read with relevant rules issued thereunder.

e) On the basis of the written representations received from the directors as on 31st March, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2018 from being appointed as a director in terms of Section 164(2) of the Act.

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B"; and

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

i. The Company has disclosed the impact of pending litigations on its financial position in its standalone Ind AS financial statements - **Refer Note 32** to the standalone Ind AS financial statements;

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

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

For Chandrashekar Iyer & Co
Chartered Accountants
Firm Registration No: 114260W

Chandrashekhar Iyer
Partner
Membership No.47723

Place: Mumbai
Date: April 30, 2018

ANNEXURE "A" TO AUDITORS' REPORT

The Annexure referred to in independent auditors report to the members of the Company on the standalone IND AS financial statements of Sadhana Nitro Chem Limited for the year ended 31st March 2018.We report that :

i) a) The company has generally maintained proper records, showing full particulars including quantitative details and situation of property, plant and equipment.

b) property, plant and equipment have been physically verified by the Management during the year based on a phased programme of verifying all the assets over three years, which in our opinion is reasonable having regard to the size of the company and the nature of its property, plant and equipment. The discrepancies noticed on such verification were not material and have been properly dealt with in the books of account.

c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.

ii) The Management has conducted physical verification of inventory at reasonable intervals and no material discrepancies were noticed on physical verification.

iii) The Company has granted loan to a Company covered in the register maintained under section 189 of the Companies Act , 2013("the Act").

a) In our opinion , the rate of interest and other terms and condition on which the loan had been granted to the company listed in the register maintained under Section 189 of the Act was not , prima facie , prejudicial to the interest of the Company.

b) The schedule of repayment of principal and payment of interest is not stipulated and in absence of such a schedule , we are unable to comment on the regularity of the repayments or receipts of principal amounts and interest.

c) There are no overdue amounts in respect of the loan granted to a company covered in the register maintained under Section 189 of the Act.

iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made. The Company has not provided any guarantees / security.

v) The Company has not accepted any deposits from the public.

vi) The maintenance of cost records has been specified by the Central Government under section 148(1) of the Companies Act, 2013. We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended prescribed by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

vii) According to the information and explanations given to us, in respect of statutory dues:

a) There were delays by the Company in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Service Tax, Customs Duty, Excise Duty, Value Added Tax, cess and other material statutory dues applicable to it to the appropriate authorities.

b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Service Tax, Customs Duty, Excise Duty, Value Added Tax, cess and other material statutory dues in arrears as at March 31, 2018 for a period of more than six months from the date they became payable .

c) According to the information and explanations given to us, there are no dues of income tax, sales-tax,service tax, customs duty and cess which have not been deposited on account of any dispute except as given below:

Name of Statue	Nature of Dues	Forum where dispute is pending	Period to which the amount relates	Amount involved (Rs)	Amount Pending (Rs)
Maharashtra Value Added Tax Act	Maharashtra Value Added Tax Act	Maharashtra Value Added Tax Tribunal	A.Y :2012-13	12,48,439/-	6,98,439/-
Income Tax Act	Income Tax	Commissioner of Income Tax - Appeals, Mumbai	A.Y : 2014-15	55,180/-	55,180/-

viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to financial institutions, banks or government . The Company did not have any borrowings during the year by way of debentures.

ix) According to the information and explanations given to us , the Company has not raised any money by way of public issue or further public offer (including debt instruments) during the year. The term loans raised by the company have been applied for the purpose for which they were raised.

x) According to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.

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

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

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

xiv) According to the information and explanations give to us and based on our examination of the records of theCompany, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year except of issue of sweat equity shares to a Director in accordance with the Issue o f Sweat Equity Regulations, 2002 issued by Securities and Exchange Board of India.

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

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

For Chandrashekar Iyer & Co
Chartered Accountants
Firm Registration No: 114260W

Chandrashekhar Iyer
Partner
Membership No.47723

Place: Mumbai
Date: April 30, 2018

ANNEXURE "B" TO AUDITORS' REPORT

Referred to in paragraph 2(f) of our report of even date

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

1. We have audited the internal financial controls over financial reporting of Sadhana Nitro Chem Limited("the Company") as of March 31, 2018 in conjunction with our audit of the standalone IND AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

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

Opinion

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

For Chandrashekar Iyer & Co
Chartered Accountants
Firm Registration No: 114260W
Chandrashekhar Iyer
Partner
Membership No.47723

Place: Mumbai
Date: April 30, 2018

SADHANA NITRO CHEM LIMITED

BALANCE SHEET AS ON 31ST MARCH 2018

(Amount in ₹)

		Particulars	Note	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
A		**ASSETS**				
	I	**Non-current assets**				
		(a) Property, Plant and Equipment	3	39,14,12,946	36,98,48,862	38,24,98,996
		(b) Capital work-in-progress		10,81,09,149	8,69,93,828	8,69,93,828
		(c) Financial Assets				
		(i) Investments	4	7,78,072	7,71,550	7,71,550
		(ii) Loans	5A	8,56,73,593	4,68,636	3,10,650
		(d) Income Tax Asset (net)		2,86,46,404	54,18,246	54,06,007
		(e) Deferred Tax Asset (net)	7	3,09,19,391	-	-
		(f) Other non current assets	8A	4,69,96,625	2,73,86,987	2,32,70,540
		Total Non-current assets		**69,25,36,180**	**49,08,88,109**	**49,92,51,571**
	II	**Current assets**				
		(a) Inventories	9	21,26,90,717	13,81,99,098	8,98,01,794
		(b) Financial Assets				
		(i) Trade receivables	10	7,68,17,476	13,04,06,221	12,97,83,912
		(ii) Cash and cash equivalents	11	7,05,86,334	19,85,904	18,98,904
		(iii) Bank Balances other than (ii) above	12	81,13,425	60,42,131	69,42,226
		(iv) Loans	5B	6,75,341	1,46,52,453	74,19,399
		(v) Other financial assets	6	-	1,22,381	4,33,134
		(c) Other current assets	8B	10,26,19,942	5,01,30,556	3,46,94,440
		Total Current assets		**47,15,03,235**	**34,15,38,744**	**27,09,73,809**
		TOTAL		**1,16,40,39,415**	**83,24,26,853**	**77,02,25,380**
B		**EQUITY AND LIABILITIES**				
	I	**Equity**				
		(a) Equity Share capital	13	9,31,51,490	9,20,08,300	9,20,08,300
		(b) Other Equity	14	36,73,55,114	1,59,17,876	77,20,813
				46,05,06,604	**10,79,26,176**	**9,97,29,113**
		Liabilities				
	II	**Non-current liabilities**				
		(a) Financial Liabilities				
		(i) Borrowings	15A	6,54,30,727	18,23,07,639	6,12,91,221
		(b) Provisions	17A	2,56,23,511	2,01,13,965	1,71,21,197
		Total Non current liabilities		**9,10,54,238**	**20,24,21,604**	**7,84,12,418**
	III	**Current liabilities**				
		(a) Financial Liabilities				
		(i) Borrowings	15B	8,36,42,575	17,35,14,149	32,33,85,876
		(ii) Trade payables	19	13,52,41,287	25,50,48,060	20,33,82,389
		(iii) Other financial liabilities	16	3,64,88,244	1,81,03,722	2,19,11,088
		(b) Provisions	17B	1,28,80,204	81,27,412	63,39,671
		(c) Other current liabilities	18	34,42,26,263	6,72,85,730	3,70,64,825
		Total Current liabilities		**61,24,78,573**	**52,20,79,073**	**59,20,83,849**
		TOTAL		**1,16,40,39,415**	**83,24,26,853**	**77,02,25,380**

The accompanying notes are an integral part of the Standalone financial statements. (Refer Notes 1- 38)
As per our report of even date attached

For Chandrashekar Iyer & Co
Chartered Accountants
Firm Registration Number :114260W

Chandrashekhar Iyer
Partner
Membership Number :47723

Mumbai , April 30, 2018

For and on behalf of the Board of Directors

Asit D Javeri
Chairman &
Managing Director

Arvind R Doshi
Director

Abhishek A Javeri
Executive Director & CFO

Priyam S Jhaveri
Director

Smt. Seema A Javeri
Executive Director
Administration

Pradeep N Desai
Director

Nitin R Jani
Company Secretary

Amit M Mehta
Director

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH 2018

(Amount in ₹)

	Particulars	Note	Year ended March 31, 2018	Year ended March 31, 2017
(I)	**INCOME**			
(II)	Revenue from operations	20	1,10,92,42,966	59,00,52,221
(III)	Other Income	21	22,33,221	48,10,467
(IV)	**Total Income (II + III)**		1,11,14,76,187	**59,48,62,688**
(V)	**EXPENSES**			
	(a) Cost of raw materials & packing materials consumed	22A	41,91,44,514	33,25,68,971
	(b) Changes in inventories of finished goods and work-in-progress	22B	(1,47,11,735)	(4,25,97,452)
	(c) Excise Duty	22C	37,66,507	1,72,36,872
	(d) Employee benefits expense	23	9,74,86,992	7,76,30,117
	(e) Finance costs	24	4,84,08,524	6,25,89,763
	(f) Depreciation and amortization expense			
	Depreciation expense (Refer Note No 3)		1,88,16,431	1,92,20,047
	(g) Other expenses	25	25,57,87,070	11,88,37,473
	Total Expenses (V)		**82,86,98,303**	**58,54,85,791**
(VI)	**Profit before exceptional items and tax (IV - V)**		**28,27,77,884**	**93,76,897**
(VII)	**Exceptional Items**		-	-
(VIII)	**Profit Before Tax (VI - VII)**		**28,27,77,884**	**93,76,897**
(IX)	**Tax Expense**			
	Current tax		4,80,45,200	-
	Less Mat credit entitlement		(4,80,45,200)	-
	Deferred tax assets		(3,09,19,391)	-
	Total Tax Expense		**(3,09,19,391)**	-
(X)	**Profit for the period (VIII - IX)**		**31,36,97,275**	**93,76,897**
(XI)	**Other Comprehensive Income/Expense**			
	(i) Items that will not be re-classified subsequently to profit or loss			
	Re-measurement on defined benefit plans		(42,02,496)	(11,79,834)
	(ii) Items that will be re-classified subsequently to profit or loss		-	-
(XII)	**Total of Other Comprehensive Income ((i) + (ii))**		**(42,02,496)**	**(11,79,834)**
(XIII)	**Total Comprehensive Income (X + XII)**		**30,94,94,779**	**81,97,063**
(XIV)	**Earnings per equity share (₹)**			
	(1) Basic & Diluted	29	33.61	1.02

The accompanying notes are an integral part of the Standalone financial statements. (Refer Notes 1- 38)

As per our report of even date attached
For Chandrashekar Iyer & Co
Chartered Accountants
Firm Registration Number :114260W

For and on behalf of the Board of Directors

Asit D. Javeri
Chairman &
Managing Director

Arvind R. Doshi
Director

Abhishek A. Javeri
Executive Director & CFO

Priyam S. Jhaveri
Director

Chandrashekhar Iyer
Partner
Membership Number :47723

Smt. Seema A. Javeri
Executive Director Administration

Pradeep N. Desai
Director

Mumbai , April 30, 2018

Nitin R. Jani
Company Secretary

Amit M. Mehta
Director

Notes forming part of the Financial Statements for the year ended March 31, 2018

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

Other Equity

(Amount in ₹)

	a) Equity Share capital	b) Other Equity							
Particulars	Equity Share Capital Subscribed	Capital reserve	Capital Redemption Reserve	Securities Premium	Transition reserve	General reserve	Retained earnings	Other Equity	Total Equity
Balance as at April 1, 2016	9,20,08,300	93,681	5,00,000	54,96,740	8,84,49,427	13,33,29,906	(22,01,48,941)	77,20,813	9,97,29,113
Other Comprehensive income for the year	-	-	-	-	-	-	(11,79,834)	(11,79,834)	(11,79,834)
Profit for the year	-	-	-	-	-	-	93,76,897	93,76,897	93,76,897
Balance as at March 31, 2017	9,20,08,300	93,681	5,00,000	54,96,740	8,84,49,427	13,33,29,906	(21,19,51,878)	1,59,17,876	10,79,26,176

	a) Equity Share capital	b) Other Equity							
Particulars	Equity Share Capital Subscribed	Capital reserve	Capital Redemption Reserve	Securities Premium	Transition reserve	General reserve	Retained earnings	Other Equity	Total Equity
Balance as at April 1, 2017	9,20,08,300	93,681	5,00,000	54,96,740	8,84,49,427	13,33,29,906	(21,19,51,878)	1,59,17,876	10,79,26,176
Addition During The Year	11,43,190	-	-	38,79,987	-	-	3,80,62,472	4,19,42,459	4,30,85,649
Other Comprehensive income for the year, net of income tax	-	-	-	-	-	-	(42,02,496)	(42,02,496)	(42,02,496)
Profit/Loss for the year	-	-	-	-	-	-	31,36,97,275	31,36,97,275	31,36,97,275
Balance at the end of March 2018	9,31,51,490	93,681	5,00,000	93,76,727	8,84,49,427	13,33,29,906	13,56,05,373	36,73,55,114	46,05,06,604

The accompanying notes are an integral part of the Standalone financial statements. (Refer Notes 1- 38)

As per our report of even date attached

For Chandrashekar Iyer & Co
Chartered Accountants
Firm Registration Number :114260W

For and on behalf of the Board of Directors

Asit D. Javeri
Chairman &
Managing Director

Arvind R. Doshi
Director

Chandrashekhar Iyer
Partner
Membership Number :47723

Mumbai , April 30, 2018

Abhishek A. Javeri
Executive Director & CFO

Priyam S. Jhaveri
Director

Smt. Seema A. Javeri
Executive Director Administration

Pradeep N. Desai
Director

Nitin R. Jani
Company Secretary

Amit M. Mehta
Director

STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2018

(Amount in ₹)

Particulars	For the year ended March 31, 2018		For the year ended March 31, 2017	
A. Cash flow from operating activities				
Profit before tax		28,27,77,884		93,76,897
Adjustments for:				
Depreciation and amortisation expenses	1,88,16,431		1,92,20,047	
Finance costs	4,84,08,524		6,25,89,763	
Interest received	(12,93,479)		(4,56,606)	
		6,59,31,476		8,13,53,204
Operating profit / (loss) before working capital changes		34,87,09,360		9,07,30,101
Changes in working capital:				
Inventories	(7,44,91,619)		(4,83,97,304)	
Loans	1,30,66,802		(73,91,040)	
Trade Payables	(11,98,06,773)		5,16,65,671	
Current Liability	30,69,28,208		2,87,34,786	
Provisions	60,59,842		36,00,675	
Trade receivables	5,35,88,745		(6,22,309)	
Other Current Assets	(7,41,70,318)		(1,86,52,468)	
		11,11,74,888		89,38,011
Cash generated from operations		45,98,84,248		9,96,68,112
a.Direct Taxes (Paid)		(2,32,28,158)		(12,239)
Net cash flow from / (used in) operating activities (A)		**43,66,56,090**		**9,96,55,873**
B. Cash flow from / (used in) investing activities				
a.Purchase Of Property , plant and equipment	(6,14,95,836)		(65,69,913)	
b.Acquisition /Sale of Investment(Net)	(6,522)		-	
c.Loan given to wholly owned subsidiary	(8,34,79,092)		-	
d.Interest received	6,00,305		7,67,359	
		(14,43,81,145)		(58,02,554)
Net cash flow from / (used in) investing activities (B)		**(14,43,81,145)**		**(58,02,554)**
C. Cash flow from / (used in) financing activities				
a.Secured Borrowings -Net of Repayment	(8,07,18,586)		99,34,639	
b.Issue of equity share capital (including premium)	50,23,177		-	
c.Interest Paid	(6,00,11,677)		(6,49,11,010)	
		(13,57,07,085)		(5,49,76,371)
Net cash flow from / (used in) financing activities (C)		**(13,57,07,085)**		**(5,49,76,371)**
Net increase / (decrease) in Cash and cash equivalents (A+B+C)		**15,65,67,860**		**3,88,76,948**
Cash and cash equivalents at the beginning of the year		(15,49,08,245)		(19,37,85,193)
Cash and cash equivalents at the end of the year		**16,59,615**		**(15,49,08,245)**

Cash and Cash equivalent as per above comprises of the following

Cash and cash equivalent as per Note 11		
- cash in hand	19,96,951	7,08,630
- Balances with Banks (on current accounts)	6,85,89,383	12,77,274
	7,05,86,334	19,85,904
- Bank overdraft / cash credit (Note 15B)	6,89,26,719	15,68,94,149
Balance as per statement of cash flows	16,59,615	(15,49,08,245)

Figures in brackets represent outflows

The accompanying notes are an integral part of the Standalone financial statements. (Refer Notes 1- 38)

Notes :

1.The cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard (Ind AS 7) statement of cash flows.

2.Additon to property , plant and equipment include movements of capital work progress during the year.

In terms of our report attached

For Chandrashekar Iyer & Co
Chartered Accountants
Firm Registration Number :114260W

Chandrashekhar Iyer
Partner
Membership Number :47723

Mumbai , April 30, 2018

For and on behalf of the Board of Directors

Asit D. Javeri
Chairman &
Managing Director

Arvind R. Doshi
Director

Abhishek A. Javeri
Executive Director & CFO

Priyam S. Jhaveri
Director

Smt. Seema A. Javeri
Executive Director Administration

Pradeep N. Desai
Director

Nitin R. Jani
Company Secretary

Amit M. Mehta
Director

1. CORPORATE INFORMATION

The Company was incorporated on July 21, 1973. The Company is engaged in Manufacturing of chemical intermediates, heavy organic chemicals and performance chemicals. As on March 31, 2018 Manekchand Panachand Trading Investment Company Pvt Ltd, holding company owned 63.99% of the company's equity share capital. The Company's registered office is located at Mumbai, Maharashtra India and manufacturing facility is located at Roha, Raigad District, Maharashtra, India. The company shares are listed in Bombay Stock Exchange (BSE)

2. SIGNIFICANT ACCOUNTING POLICIES:

2.01 Statement of Compliance

In accordance with the notification issued by the Ministry of Corporate Affairs, the Company has adopted Indian Accounting Standards (referred to as "Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 with effect from April 1, 2017. Previous period numbers in the financial statements have been restated to Ind AS. In accordance with Ind AS 101 First-time Adoption of Indian Accounting Standard, the Company has presented a reconciliation from the presentation of financial statements under Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 ("Previous GAAP") to Ind AS of Shareholders' equity as at March 31, 2017 and April 1, 2016 and of the Other comprehensive income for the year ended March 31, 2017 and April 1, 2016. These financial statements have been prepare in accordance with Ind AS as notified under the Companies (Indian Accounting Standards) Rules, 2015 read with Section 133 of the Companies Act, 2013.

2.02 Basis of preparation and presentation

These financial statements have been prepared on the historical cost basis, except for certain financial instruments which are measured at fair values at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price which that would be received or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

2.03 Use of estimate

"The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the financial statements and the reported amounts of income and expense for the periods presented.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognizes in the period in which the estimates are revised and future periods are affected. The management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and differences between actual results and estimates are recognized in the periods in which the results are known/materialize.

Key source of estimation of uncertainty at the date of the financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of impairment of investments, useful lives of property, plant and equipment, valuation of deferred tax liabilities and provisions and contingent liabilities.

Impairment of investments

The Company reviews its carrying value of investments carried at cost annually, or more frequently when there is indication for impairment. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for.

Useful lives of property, plant and equipment

The Company reviews the useful life of property, plant and equipment at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.

Valuation of deferred tax assets

The Company reviews the carrying amount of deferred tax assets at the end of each reporting period. The policy for the same has been explained under Note 2.10.

Provisions and contingent liabilities

Provisions are recognized when the Company has a present legal or constructive obligation as a result of past events; it s probable that an outflow of resources will be required to settle the obligation; and the amount can be reliably estimated.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money (if the impact of discounting is significant) and the risks specific to the obligation. The increase in the provision due to unwinding of discount over passage of time is recognized as finance cost. Provisions are reviewed at the each reporting date and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of economic resources will be required to settle the obligation, the provision is reversed.

A provision for onerous contracts is recognized when the expected benefits to be derived by the company from a contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision is measured at the present value of the expected net cost of continuing with the contract. Before a provision is established, the company recognizes any impairment loss on the assets associated with that contract.

A disclosure for a contingent liability is made where there is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arises from the past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Contingent liabilities are not recognised in the financial statements. A contingent asset is neither recognised nor disclosed in the financial statements."

Fair value measurements and valuation processes

Some of the company's assets and liabilities are measured at fair value for financial reporting purposes. The company has obtained independent fair valuation for financial instruments wherever necessary to determine the appropriate valuation techniques and inputs for fair value measurements. In some cases the fair value of financial instruments is done internally by the management of the Company using market-observable inputs.

"In estimating the fair value of an asset or a liability, the company uses market-observable data to the extent it is available. Where Level 1 inputs are not available, the company engages third party qualified valuers to perform the valuation. The qualified external valuers establish the appropriate valuation techniques and inputs to the model. The external valuers report to the management of the Company their findings for every reporting period to explain the cause of fluctuations in the fair value of the assets and liabilities.Information about the valuation techniques and inputs used in determining the fair value of various assets and liabilities are disclosed in notes no 27."

2.04 Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable. Revenue is reduced for estimated customer returns, rebates and other similar allowances.

i. Sale of goods

Revenue from the sale of goods is recognised when the goods are delivered and titles have passed, at which time all the following conditions are satisfied:

- the company has transferred to the buyer the significant risks and rewards of ownership of the goods;
- the company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- the amount of revenue can be measured reliably;
- it is probable that the economic benefits associated with the transaction will flow to the company; and
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

Revenue from sales and operation includes Excise Duty but excludes Sales Tax, Value Added Tax & GST

ii.Other Income

a. Dividend income from investments is recognised when the shareholder's right to receive payment has been established which is when the shareholders approve the dividend. (provided that it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably).

b. Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

2.05 Leases

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

Operating Lease:

Rental income from operating leases is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight-line basis over the lease term. Operating lease payments are recognised as an expense on a straight-line basis over the lease term.

Finance Lease:

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

Lease payments are apportioned between finance expenses and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance expenses are recognised immediately in profit or loss.

2.06 Foreign Currency

The functional currency of the Company is Indian rupee. Income and expenses in foreign currencies are recorded at exchange rates prevailing on the date of the transaction. Foreign currency monetary assets and liabilities are translated at the exchange rate prevailing on the balance sheet date and exchange gains and losses arising on settlement and restatement are recognised in the statement of profit and loss.

2.07 Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets are added to the cost of those assets, until such time as the assets are substantially ready for their intended use. Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

2.08 Government grants

(i) Government grants in respect to manufacturing unites located in developing regions : The Company is entitled to various incentives from government authorities in respect of manufacturing units located in developing regions. The Company accounts for its entitlements on accrual basis on approval of the initial claim by the relevant authorities and there is reasonable assurance that the grants will be received.

(ii) Government grants in respect of additional Capital Expenditures : Government grants whose primary condition is that the Company should purchase, construct or otherwise acquire capital assets is accounted for as deferred income. The grant is recognised as income over the life of a depreciable asset by accounting deferred income in the Statement of Profit and Loss on a systematic and rational basis over the useful life of the asset.

(iii) Export IncentivesExport incentives under various schemes are accounted in the year of export.

2.09 Employee benefits

(1) Defined Contribution Plan: Payments to defined contribution retirement benefit schemes viz. Company's Provident Fund Scheme and Superannuation Fund are recognised as an expense when the employees have rendered the service entitling them to the contribution.

(2) Defined Benefit Plan: For defined benefit retirement benefit plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding interest), is reflected immediately in the statement of financial position with a charge or credit recognised in other comprehensive income in the period in which they occur.

Remeasurement recognised in other comprehensive income is reflected immediately in retained earnings and will not be reclassified to profit or loss. Past service cost is recognised in profit or loss in the period of a plan amendment. Net interest i s calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset.

Defined benefit costs are categorised as follows: • service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);• net interest expense or income; and • remeasurement.

(I) Gratuity:

The Company has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15/26 days salary payable for each completed year of service. Vesting occurs upon completion of five years of service. The Company accounts for the liability for gratuity benefits payable in future based on an independent actuarial valuation. The Company has taken a Group Gratuity cum Life Assurance Scheme with Life Insurance Corporation for future payment of gratuity to the eligible employees.

(ii)Compensated Absences:

The Company provides for the encashment of compensated absences with pay subject to certain rules. The employees are entitled to accumulate compensated absences subject to certain limits, for future encashment. Accumulated leave, which is expected to be utilised within the next twelve months, is treated as short-term employee benefit and the accumulated leave expected to be carried forward beyond twelve month is treated as long-term employee benefit which are provided based on the number of days of un utilised compensated absence on the basis of an independent actuarial valuation.

2.10 Taxation

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity, respectively. Income tax expense represents the sum of the tax currently payable and deferred tax.

Current income tax The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit or loss and other comprehensive income/statement of profit or loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Advance taxes and provisions for current income taxes are presented in the balance sheet after off-setting advance tax paid and income tax provision arising in the same tax jurisdiction and where the relevant tax paying units intends to settle the asset and liability on a net basis

"Deferred income taxes

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

Deferred income tax

asset are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilised. The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is nolonger probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

Deferred tax assets and liabilities are measured using substantively enacted tax rates expected to apply to taxable income in the years in which the temporary differences are expected to be received or settled.

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the relevant entity intends to settle its current tax assets and liabilities on a net basis.

Deferred tax assets include Minimum Alternate Tax (MAT) paid in accordance with the tax laws in India, which is likely to give future economic benefits in the form of availability of set off against future income tax liability. Accordingly, MAT is recognised as deferred tax asset in the balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with the asset will be realised.

2.11 Property, Plant and Equipment

Property, plant and equipment held for use in production or supply of goods or services or for administrative purposes are stated at cost less accumulated depreciation/amortization less accumulated impairment, if any. The cost of fixed assets comprises its purchase price net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable expenditure on making the asset ready for its intended use, and interest on borrowings attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use.

Capital work-in-progress for production, supply of administrative purposes is carried at cost less accumulated impairment loss, if any, until construction and installation are complete and the asset is ready for its intended use.

"Depreciation is recognized (other than on capital work-in-progress) on a straight line basis over the estimated useful lives of assets in respect of property plant & equipment & computers acquired after 1st April 2006. Property plant & equipment including non factory building furniture fixutures & vehicles acquired prior to 1st April 2006 are depreciated under WDV Method at the rates prescribed under Schedule II of Companies Act, 2013. Depreciation on assets acquired/ purchased, sold/discarded during the year is provided on a pro-rata basis from the date of each addition till the date of sale/retirement. "

The economic useful lives of assets is assessed based on a technical evaluation, taking into account the nature of assets, the estimated usage of assets, the operating conditions of the assets, past history of replacement, anticipated technological changes, maintenance history, etc.The estimated useful life is reviewed at the end of each reporting period, with effect of any change in estimate being accounted for on a prospective basis.

Where the cost of part of the asset is significant to the total cost of the assets and the useful life of that part is different from the useful of the remaining asset, useful life of that significant part is determined separately. Depreciation of such significant part, if any, is based on the useful life of that part. Freehold land is not depreciated.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment, determined as the difference between the sales proceeds and the carrying amount of the asset, is recognized in the Statement of Profit or Loss.

For transition to IND AS the company has elected to continue with the carrying value of all its property plant and equipment recognised as on 1st April 2016 transition date measured as per previous GAAP and used that carrying value as its deemed cost as of the transition date.

2.12 Intangible Assets

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortization. Amortization is recognized on a straight line basis over their estimated useful lives of 3 years, which reflects the pattern in which the asset's economic benefits are consumed. The estimated useful life, the amortization method and the amortization period are reviewed at the end of each reporting period, with effect of any change in estimate being accounted for on a prospective basis.

An intangible asset is derecognised on disposal or when no future economic benefits are expected from use or disposal. Gains or losses arising from de-recognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, and are recognised in the profit or loss when the asset is derecognised.

2.13 Impairment

Financial assets (other than at fair value)The Company assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired.IND AS 109 requires expected credit losses to be measured through a loss allowance. The Company recognises lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a financing transaction.

For all other financial assets, expected credit losses are measured at an amount equal to the 12 month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

2.14 Inventories

Inventories of raw materials, stock-in-trade, stores & spares ,Fuel, packing material , work in progress , stock in trade and finished goods are valued at the lower of cost and net realizable value after providing for obsolescence and other losses, where considered necessary. Stock of scrap and spent acid is valued at net realizable value. Cost comprieses all cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition . Stores and spares are valued on weighted average cost basis and all others are valued on a FIFO basis.

2.15 Financial Instruments:

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

Cash And Cash Equivalents:

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

Financial Assets At Amortised Cost :

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial Assets At Fair Value Through Other Comprehensive Income:

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

Financial Assets At Fair Value Through Profit Or Loss:

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

Investment In Subsidiaries:

Investment in subsidiaries are measured at cost as per IND AS 27 - Separate Financial Statements.

Financial liabilities:

Financial liabilities are measured at amortised cost using the effective interest method.

Financial Guarantee Contracts:

A Financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payments when due in accordance with the terms of a debt instruments.Financial guarantee contracts issued by a holding company are initially measured at their fair values and, if not designated as at FVTPL, are subsequently measured at the higher of :

- The amount of loss allowance determined in accordance with impairment requirements of IND AS 109; and
- The amount initially recognised less, when appropriate, the cumulative amount of income recognised in accordance with the principles of IND AS 18.

Equity Instruments:

An equity instrument is a contract that evidences residual interest in the assets of the company after deducting all of its liabilities. Equity instruments recognised by the Company are recognised at the proceeds received net off direct issue cost.

Reclassification of Financial Assets:

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior manage ment determines change in the business model as a result of external or internal changes which are significant to the company's operations. Such changes are evident to external parties. A change in the business model occurs when a company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognized gains, losses (including impairment gains and losses) or interest.

Offsetting Of Financial Instruments :

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

2.16 Earnings Per Share (EPS)

The Company reports basic and diluted earnings per share in accordance with Ind AS 33 on Earnings per share. Basic earnings per share is computed by dividing the net profit or loss for the period by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the net profit or loss for the period by the weighted average number of equity shares outstanding during the period as adjusted for the effects of all diluted potential equity shares except where the results are anti-dilutive.

2.17 Cash Flow Statement

The Cash Flow Statement is prepared by the indirect method set out in IND AS 7 on Cash Flow Statements and presents cash flows by operating, investing and financing activities of the Company.

2.18 Current/Non-Current Classification

The Company presents assets and liabilities in the balance sheet based on current/non-current classification. An asset is classified as current when it satisfies any of the following criteria:

- It is expected to be realized or intended to be sold or consumed in normal operating cycle
- It is held primarily for the purpose of trading
- It is expected to be realized within 12 months after the date of reporting period, or
- Cash and cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after reporting period.

Current assets include the current portion of non-current financial assets.

All other assets are classified as non-current.

A liability is current when it satisfies any of the following criteria:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within 12 months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period

Current liabilities include the current portion of long term financial liabilities.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets and their realization in cash and cash equivalents. The Company has identified 12 months as its operating cycle.

2.19 Share Capital

Ordinary Shares Ordinary shares are classified as equity. Incremental costs, if any, directly attributable to the issue of ordinary shares are recognized as a deduction from other equity, net of any tax effects.

2.20 Fair Value Measurement

Fair value is the price that would be received from the sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell an asset or transfer the liability takes place either:

- in the principle market for the asset or liability
- in the absence of principle market, in the most advantageous market for the asset or liability.

The principle or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

The fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:-

Level 1 – Quoted (Unadjusted) Market prices in active markets for incidental assets or liabilities

Level 2 –Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 – Valuation Techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers that have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

Determination of Fair Value

1) Financial Assets - Debt Instruments at amortized cost.

After initial measurement the financial assets are subsequently measured at amortized cost using the Effective Interest Rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or cost that are an integral part of the EIR.

2) Financial Assets - Debt Instruments at Fair Value through Other Comprehensive Income (FVTOCI)

Measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the Other Comprehensive Income (OCI). On derecognition of the asset, cumulative gain or loss previously recognized in OCI is reclassified from the equity to P&L.

3) Debt instruments, derivatives and equity instruments at Fair Value through Profit or Loss (FVTPL)

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

4) Financial Liabilities

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit & loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Companies financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and derivative financial instruments.

Subsequent Measurement

Fair Value Through Profit & Loss

Financial liabilities at fair value through profit & loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. All changes in fair value of such liabilities are recognised in statement of profit or loss.

Loans and Borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process. The EIR amortization is included as finance costs in the statement of profit and loss.

2.21 Dividend

Dividend on share is recorded as liability on the date of approval by the shareholders.

2.22 Investments

Long Term Investments are carried at cost. Provision for diminution is made to recognize the decline, other than temporary in the value of these investments. Current investments are carried at lower of the cost and fair value.

2.23 Segment Reporting

The Company identifies primary segments based on the dominant source, nature of risks and returns and the internal organisation and management structure. The operating segments are the segments for which separate financial information is available and for which operating profit / loss amounts are evaluated regularly by the Chief Operating Decision Maker (CODM) in deciding how to allocate resources and in assessing performance.

'The accounting policies adopted for segment reporting are in line with the accounting policies of the Company. Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment. Inter-segment revenue is accounted on the basis of transactions which are primarily determined based on market / fair value factors. Revenue, expenses, assets and liabilities which relate to the Company as a whole and are not allocable to segments on reasonable basis have been included under unallocated revenue / expenses / assets / liabilities.

Sadhana Nitro Chem Limited
Notes Forming Part Of The Financial Statements For The Year Ended March 31, 2018

(Amount in ₹)

Note 3: Property, Plant and Equipment

Particulars	Freehold Land	Factory Buildings	Non factory Buildings	Plant & Equipment	Furnitures & Fixtures	Computers	Vehicles	Total	Capital work-in-progress
	[Refer Foot Note (i)]			[Refer Footnote (ii), (iv) to (vii)]					[Refer Foot Note (iii)]
Gross Carrying amount									
Deemed cost as at 1st April,2016	16,51,44,000	2,27,39,162	38,87,236	18,85,39,504	4,29,379	3,66,632	13,93,083	38,24,98,996	8,69,93,828
Additions	-	3,16,990	-	62,52,923	-	-	-	65,69,913	-
Disposals	-	-	-	-	-	-	-	-	-
Reclassification as held for sale	-	-	-	-	-	-	-	-	-
Balance as at 31st March,2017	**16,51,44,000**	**2,30,56,152**	**38,87,236**	**19,47,92,427**	**4,29,379**	**3,66,632**	**13,93,083**	**38,90,68,909**	**8,69,93,828**
Additions	-	32,08,062	-	1,05,06,499	-	3,14,739	2,63,66,033	4,03,95,333	2,11,15,321
Disposals	-	2,000	-	-	-	-	12,818	14,818	-
Reclassification as held for sale	-	-	-	-	-	-	-	-	-
Balance as at 31st March,2018	**16,51,44,000**	**2,62,62,214**	**38,87,236**	**20,52,98,926**	**4,29,379**	**6,81,371**	**2,77,46,298**	**42,94,49,424**	**10,81,09,149**
Accumulated Depreciation									
Balance as at 1st April,2016	-	-	-	-	-	-	-	-	-
Additions	-	24,13,625	3,69,287	1,60,26,943	12,179	31,860	3,66,153	1,92,20,047	-
Disposals	-	-	-	-	-	-	-	-	-
Reclassification as held for sale	-	-	-	-	-	-	-	-	-
Balance as at 31st March,2017	-	24,13,625	3,69,287	1,60,26,943	12,179	31,860	3,66,153	1,92,20,047	-
Additions	-	20,44,786	3,34,205	1,58,36,249	8,860	44,489	5,47,842	1,88,16,431	-
Disposals	-	-	-	-	-	-	-	-	-
Reclassification as held for sale	-	-	-	-	-	-	-	-	-
Balance as at 31st March,2018	-	**44,58,411**	**7,03,492**	**3,18,63,192**	**21,039**	**76,349**	**9,13,995**	**3,80,36,478**	-
Net carrying amount									
Balance as at 1st April,2016	16,51,44,000	2,27,39,162	38,87,236	18,85,39,504	4,29,379	3,66,632	13,93,083	38,24,98,996	8,69,93,828
Balance as at 1st April,2017	16,51,44,000	2,06,42,527	35,17,949	17,87,65,484	4,17,200	3,34,772	10,26,930	36,98,48,862	8,69,93,828
Balance as as 1st April,2018	**16,51,44,000**	**2,18,03,803**	**31,83,744**	**17,34,35,734**	**4,08,340**	**6,05,022**	**2,68,32,303**	**39,14,12,946**	**10,81,09,149**

Footnotes :

(i) Fair valuation as deemed cost for Property, Plant and Equipment:

The Company have considered fair value for property,(valuation being done by registered valuers)viz freehold land admeasuring over 28552 Sqmt, situated in India, with impact of Rs 88449427/- in accordance with stipulations of Ind AS 101 with the resultant impact being accounted for in the reserves.

(ii) Plant & Equipment includes Computers and Office Equipments

(iii) Capital work in Progress of ₹ 10,81,09,149/- mainly consist of color former plant being constructed in Roha.

(iv) On Transition to Ind AS, the carrying values of all the property , plant and equipment under the previous GAAP have been considered to be deemed cost under Ind AS.Also refer Note 27

(v)Addition includes Rs NIL (March 31, 2017 - Rs NIL) on account of interest cost of borrowings capitalised on certain qualifying assets.

(vi) Refer Note 32(ii) for disclosure of contractual commitments for acquisition of property plant & equipment.

(vii) Refer Note 15(a)(b) & (f) for information on Property plant & equipment pledged as security by the company.

Notes forming part of the Financial Statements for the year ended March 31, 2018

Note 4: Investments

(Amount in ₹)

Sr. No	Particular	Face Value	March 31,2018		March 31, 2017		April 1, 2016	
			Holdings As At	₹	Holdings As At	₹	Holdings As At	₹
	Non Current Investments							
(i)	Unquoted Investment in equity instruments in subsidiaries (At cost) Anuchem B.V.B.A- Belgium	25 Euro Each	750	7,71,549	750	7,71,550	750	7,71,550
	Strix Wireless Systems Pvt Limited (Refer Note iv below)	₹ 10/- Each	3,92,001	6,523	-	-	-	-
	Less: Provision for decline other than temporary , in value of non current investments		-	-	-	-	-	-
	Total (A)			7,78,072		7,71,550		7,71,550
(ii)	Other Investments (At cost) Quoted							
	Anco Communication Ltd	₹ 10	500	71,788	500	71,788	500	71,788
	Enarai Finance Ltd	₹ 10	3,900	78,000	3900	78,000	3900	78,000
	Indian Extractions Ltd	₹ 10	18,000	5,08,194	18000	5,08,194	18000	5,08,194
	Indo-biotech ltd	₹ 10	5,000	1,91,250	5000	1,91,250	5000	1,91,250
	First object Technologies Ltd	₹ 10	2,000	81,400	2000	81,400	2000	81,400
	Maxworth orchards Ltd	₹ 10	1,300	13,000	1300	13,000	1300	13,000
	Ojas Technochem Products Ltd	₹ 10	5,000	1,31,495	5000	1,31,495	5000	1,31,495
				10,75,127		10,75,127		10,75,127
	Less: Provision for decline other than temporary , in value of non current investments			10,75,127		10,75,127		10,75,127
	Total (B)			-		-		-
	Total(A+B)			7,78,072		7,71,550		7,71,550
	Footnotes :							
	(i) Aggregate book value of quoted investments			10,75,127		10,75,127		10,75,127
	Aggregate market value of quoted investments			3,78,800		-		-
	(ii) Aggregate value of unquoted investments			7,78,072		7,71,550		7,71,550
	(iii) Aggregate amount of impairment in value of investments year the company acquired the entire shares of Strix Wireless Systems Pvt Ltd. As a result Strix wireless systems pvt ltd has become its wholly owned subsidiary.			10,75,127		10,75,127		10,75,127

Note 5 - Loans

(Amount in ₹)

Sr. No	Particulars	March 31, 2018	March 31, 2017	April 1, 2016
A	**Non Current Loans**			
	(Unsecured Considered Good , unless otherwise stated)			
(i)	Loan to related party at amortised cost			
	-Subsidiary company (Refer Note 35)	8,42,94,647	-	-
(ii)	Loan to staff	13,78,946	4,68,636	3,10,650
	Total	**8,56,73,593**	**4,68,636**	**3,10,650**

Loans to related parties comprise loans to the following subsidiaries			
(i) Strix Wireless Systems Private Limited	8,42,94,647	-	-
Maximum amount outstanding during the year	8,42,94,647	-	-

(Amount in ₹)

B	**Current Loans**			
	(Unsecured Considered Good , unless otherwise stated)			
(i)	Loan to staff	5,97,470	1,25,000	2,24,346
(ii)	Other*	77,871	1,45,27,453	71,95,053
	Total	**6,75,341**	**1,46,52,453**	**74,19,399**
	*** Others include**			
	Short Term staff advance	-	1,22,340	6,77,340
	Advance Licence	-	20,06,901	-
	Interest Receivable others	-	12,74,332	8,53,437
	Salary Advance	77,871	3,17,089	1,96,923
	Vat & Service Tax Receivable	-	21,57,835	8,97,589
	Demurrage Charges Receivable	-	38,68,379	38,68,379
	Other Advances Receivable in cash & Kind	-	47,80,577	7,01,385
	Total	**77,871**	**1,45,27,453**	**71,95,053**

Notes forming part of the Financial Statements for the year ended March 31, 2018

Note 6 - Other Financial Assets

(Amount in ₹)

Sr. No	Particulars	March 31, 2018	March 31, 2017	April 1, 2016
	Current Financial Assets			
(i)	Interest Accrued on Deposits	-	1,22,381	4,33,134
	Total	-	**1,22,381**	**4,33,134**

Note 7 - Deferred tax Liabilities/(Asset) (Net)

(Amount in ₹)

Sr. No	Particulars	March 31, 2018	March 31, 2017	April 1, 2016
	Deferred Tax Liability			
(i)	Depreciation on fixed assets	2,26,27,770	-	-
	Gross Deferred Tax Liability (1)	2,26,27,770	-	-
	Deferred Tax Asset			
(i)	Employee Benefit obligations	(1,04,67,974)	-	-
(ii)	Brought forward unabsorbed depreciation to be carried forward to next years	(4,30,79,187)	-	-
	Gross Deferred Tax Asset (2)	(5,35,47,161)	-	-
	Net Deferred Tax (Liability)/Asset (1-2)	(3,09,19,391)	-	-

Note:
Due to changes in Global Macro Economic Scenario , the demand for the companies products has increased resulting improved trading conditions and profitability. The trend is expected to continue making it probable for the company to generate sufficient taxable profits in future . Hence, deferred tax asset amounting to ₹ 3,09,19,391/- has been created in respect of the unused tax losses.

(Amount in ₹)

For the year ended 31st March 2018	Opening Balance	Recognised in profit or loss	Recognised in OCI	Closing Balance
Deffered Tax Liability				
Plant Property Equipment	-	2,26,27,770	-	2,26,27,770
Gross Deffered Tax Liability	-	**2,26,27,770**	-	**2,26,27,770**
Deffered Tax Asset				
Defined benefit obligation	-	(1,04,67,974)	-	(1,04,67,974)
Other Disallowable Expenses	-	(21,03,966)	-	(21,03,966)
Brought forward unabsorbed depreciation to be carried forward to next years	-	(4,09,75,221)	-	(4,09,75,221)
Gross Deffered Tax Asset	-	**(5,35,47,161)**	-	**(5,35,47,161)**
	-	**(3,09,19,391)**	-	**(3,09,19,391)**

For the year ended 31st March 2017	Opening Balance	Recognised in profit or loss	Recognised in OCI	Closing Balance
Deffered Tax Liability				
Plant Property Equipment	-	-	-	-
Gross Deffered Tax Liability	-	-	-	-
Deffered Tax Asset	-	-	-	-
Defined benefit obligation	-	-	-	-
Other Disallowable Expenses	-	-	-	-
Brought forward unabsorbed depreciation to be carried forward to next years	-	-	-	-
Gross Deffered Tax Asset	-	-	-	-
Net Deferred Tax (Liability) (Asset (1-2)	-	-	-	-

Note 8 : Other Assets

(Amount in₹)

Sr. No	Particulars	March 31, 2018	March 31, 2017	April 1, 2016
A.	**Non Current Assets**			
(i)	Capital advance	3,14,86,328	57,26,831	10,39,735
(ii)	Security Deposits with Public Bodies and others	65,56,439	61,16,539	61,12,539
(iii)	Balance with Statutory/Revenue Authorities	84,40,076	1,55,43,617	1,61,18,266
(iv)	Prepaid Expenses	5,13,782	-	-
	Total	**4,69,96,625**	**2,73,86,987**	**2,32,70,540**
B	**Current Assets**			
(i)	Balance with Statutory/Revenue Authorities	8,14,44,483	4,34,99,336	3,13,05,600
(ii)	Advance to Vendor	1,93,20,916	56,35,308	27,09,733
(iii)	Prepaid Expenses	18,54,543	9,95,912	6,79,107
	Total	**10,26,19,942**	**5,01,30,556**	**3,46,94,440**

Note 9 : Inventories (At lower of cost and net realisable value)

(Amount in ₹)

Sr. No	Particulars	March 31, 2018	March 31, 2017	April 1, 2016
(i)	Raw materials(Include stock in transit ₹ 14,05,998/-(March 31,2017 - ₹ 5,02,504/-) (April 1, 2016 - Nil)	6,30,64,789	1,22,80,778	1,04,90,393
(ii)	Work-in-progress	7,11,82,993	6,78,84,576	3,94,84,165
(iii)	Finished Goods	3,24,52,742	2,10,64,424	69,17,383
(iv)	Stores & Spares	4,18,53,144	3,35,86,295	3,08,18,186
(v)	Others(Fuel,Packing Material)	41,37,049	33,83,025	20,91,667
	Total	**21,26,90,717**	**13,81,99,098**	**8,98,01,794**

Note No. 10 - Trade receivables

(Amount in ₹)

Sr. No	Particulars	March 31, 2018	March 31, 2017	April 1, 2016
	Unsecured			
(i)	Considered good	7,68,17,476	13,04,06,221	12,97,83,912
(ii)	Considered doubtful	17,00,239	-	-
		7,85,17,715	13,04,06,221	12,97,83,912
	Less : Allowance for doubtful debts	17,00,239	-	-
	Total	**7,68,17,476**	**13,04,06,221**	**12,97,83,912**

Footnote :

1. Trade receivables are dues in respect of goods sold in the normal course of business.
2. The normal credit period allowed by the company ranges from 60 to 90 days.
3. No trade or other receivables are dues from directors or other officer of the company either severally or jointly with any other person nor any trade or other receivables are due from firm or private companies respectively.
4. Trade receivables include receivables from related parties ₹ Nil (March 31, 2017 - ₹ 3,13,91,521/- and March 31, 2016 - ₹ 2,98,29,663/-) and maximum amount outstanding ₹ 7,41,10,762 /- (March 31,2017/ - ₹ 3,49,51,679/- ; March 31, 2016 - ₹ 2,98,29,663/-)
5. Refer note no 28 for credit risk

Note - 11 : Cash and Cash Equivalents

(Amount in ₹)

Sr. No	Particulars	March 31, 2018	March 31, 2017	April 1, 2016
(i)	Cash in hand	19,96,951	7,08,630	4,37,273
(ii)	Balance with bank in current account	6,85,89,383	12,77,274	14,61,631
	Total	7,05,86,334	19,85,904	18,98,904

Note - 12 : Other Bank Balances

(Amount in ₹)

Sr. No	Particulars	March 31, 2018	March 31, 2017	April 1, 2016
	Call and short term deposit accounts			
(i)	Margin money Deposits with original Maturity <12 Months [Refer note (a) below]	81,13,425	60,42,131	69,42,226
		81,13,425	60,42,131	69,42,226
	Less : Term Depsit with Bank maturing after 12 months from the balance sheet date and other Earmarked / Margin money / Pledged deposits classified as Non - Current Financial Assets	-	-	-
	Total	81,13,425	60,42,131	69,42,226

Footnotes :

(a) Margin money deposits with carrying amount of ₹ 81,13,425/- (March 31, 2017 - ₹ 60,42,131/- ; March 31, 2016 - ₹ 69,42,226/-) are subject to first charge against bank guarantees.

Note 13 : Equity Share Capital

(Amount in ₹)

Particulars	March 31, 2018	March 31, 2017	April 1, 2016
Authorised Capital:* 1,00,00,000 Equity Shares of ₹ 10/- each (March 31, 2017: 92,50,000 Equity Shares of ₹ 10/- each) (April 1, 2016: 92,50,000 Equity Shares of ₹10/- each)	10,00,00,000	9,25,00,000	9,25,00,000
	10,00,00,000	9,25,00,000	9,25,00,000
Issued Subscribed & Paid up: 93,15,149 Equity Shares of ₹ 10/- each fully paid (March 31, 2017: 92,00,830 Equity Shares of ₹ 10/- each) (April 1, 2016: 92,00,830 Equity Shares of ₹ 10/- each)	9,31,51,490	9,20,08,300	9,20,08,300
Total	9,31,51,490	9,20,08,300	9,20,08,300

* Authorised capital of 1,10,00,000 (2017 :1,17,50,000) and (2016 :1,17,50,000), 1% (2017 : 9%) and (2016:9%) Non convertible Non Cumulative (2017 : Cumulative) and (2016 :Cumulative) Redeemable Preference Share of ₹ 10/- each is not considered above. Redeemable Preference shares issued have been considered as borrowings in accordance with the requirement of Ind AS. Refer Note 15 (e)

Footnotes :

(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting year

Particulars	March 31, 2018		March 31, 2017		April 1, 2016	
	Equity Share		Equity Share		Equity Share	
	No.of Shares	Amount	No.of Shares	Amount	No.of Shares	Amount
Equity						
No of shares outstanding at the beginning of the year	92,00,830	9,20,08,300	92,00,830	9,20,08,300	92,00,830	9,20,08,300
Add: Additional shares issued during the year	1,14,319	11,43,190	-	-	-	-
Less: Shares forfeited/Bought back during the year	-	-	-	-	-	-
No of shares outstanding at the end of the year	93,15,149	9,31,51,490	92,00,830	9,20,08,300	92,00,830	9,20,08,300

(ii)The company has only one class of equity shares having at par value of ₹ 10/- per share.Each holder of equity share is entitled to one vote per share .The company declares and pays dividend in Indian Rupees.The dividend proposed by the Board of Director is subject to the approval of the share holders in the ensuing annual general meeting.In the event of liquidation of the company,the holder of equity shares will be entitled to receive remaining assets of the company after distribution of all preferential amounts. The distrubution will be in proportion to number of shares held by share holder.

(iii) Shareholders holding more than 5% shares in the Company :

Particulars	March 31, 2018		March 31, 2017		April 1, 2016	
	Equity Share		Equity Share		Equity Share	
Equity Shares of 10/- fully paid held by Holding Company	No of Shares	% of Holding	No of Shares	% of Holding	No of Shares	% of Holding
Manekchand Panachand Trading Investment Co.Pvt.Ltd	59,60,611	63.99	59,60,611	64.78	59,60,611	64.78

None of the Shareholders other than Holding Company holds more than 5% as on the reporting date and previous year

(iv) Equity Shares in the entity held by holding company:

Particulars	March 31, 2018		March 31, 2017		April 1, 2016	
	No of Shares	% of Holding	No of Shares	% of Holding	No of Shares	% of Holding
Manekchand Panachand Trading Investment Co.Pvt.Ltd	59,60,611	63.99	59,60,611	64.78	59,60,611	64.78

(v)Aggregate number and class of shares allotted as fully paid up pursuant to contract(s) without payment being received in cash, bonus shares and shares bought back for the period of 5 years immediately preceding the balance sheet date - Nil(March 31, 2017 - Nil and April 1, 2016 - Nil)

Notes Forming part of the Financial Statements for the year ended 31st March 2018

Note 14 : Other Equity

(Amount in ₹)

Sr. No	Particulars	March 31, 2018	March 31, 2017	April 1, 2016
	Reserves and Surplus			
(i)	Capital Reserve			
	Opening and Closing balance	93,681	93,681	93,681
(ii)	Capital Redemption Reserve			
	Opening and Closing balance	5,00,000	5,00,000	5,00,000
(iii)	Securities Premium Account			
	Opening balance	54,96,740	54,96,740	54,96,740
	Add:Premium on issue of sweat equity shares	38,79,987	-	-
	Closing balance	93,76,727	54,96,740	54,96,740
(iv)	Retained Earnings			
	Opening balance	(21,19,51,878)	(22,01,48,941)	-
	Add: Additions	3,80,62,472		-
	Add: Current Years Profits	30,94,94,779	81,97,063	-
	Closing balance	13,56,05,373	(21,19,51,878)	(22,01,48,941)
(v)	Transition Reserve			
	Opening balance	8,84,49,427	8,84,49,427	8,84,49,427
	Add:Additions			
	Closing balance	8,84,49,427	8,84,49,427	8,84,49,427
(vi)	General Reserve			
	Opening balance	13,33,29,906	13,33,29,906	13,33,29,906
	Add:Additions	-	-	-
	Closing balance	13,33,29,906	13,33,29,906	13,33,29,906
	Total	**36,73,55,114**	**1,59,17,876**	**77,20,813**

Capital Reserve :
Capital Reserve is utilised in accordance with the provisions of the Act.

Capital Redemption Reserve
Capital redemption reserve represents reserve created on redemption of preference shares. It is non distributable reserve

Securities Premium Reserve
Securities Premium Reserve is used to record the premium on issue of shares . This reserve is utilised in accordance with the provisions of the Act.

Retained Earnings
The amount that can be distributed by the company as dividend to its equity shareholders

Transition Reserve
Transition Reserve represents reserve created on transition from Accounting Standards to Ind AS.

General Reserve
General reserve is used from time to time to transfer profits from retained earnings for appropriation purpose.

Notes forming part of the financial statements for the year ended 31st March 2018

Note 15 : Borrowings

(Amount in ₹)

Sr. No	Particulars	March 31, 2018	March 31, 2017	April 1, 2016
A	**Long Term Borrowings**			
(a)	**Secured Borrowings**			
(i)	Term loan from bank (Refer Note (a) below)	1,94,00,000	-	-
(ii)	Others (Refer Note (b) below)	1,08,23,254	-	-
		3,02,23,254	-	-
	Less :Current Maturity of Long term borrowings disclosed under the head other financial liabilities (Refer Note 16)	77,94,327	-	-
		2,24,28,927	-	-
(b)	**Unsecured Borrowings**			
(i)	Deferred sales tax loan [Refer note (c) below]	-	2,38,964	2,35,879
(ii)	Inter Corporate Deposit [Refer note (d) below]	-	10,66,13,333	-
(iii)	Redeemable Preference Shares			
	9600000 1% Non convertible , Non cumulative (2017 - 9600000 9% Non convertible , Cumulative and 2016 - 9600000 9% Non Convertible , Cumulative) Redeemable Preference Shares of ₹ 10 /-(2017 - ₹ 10/- and 2016 - ₹ 10/-))[Refer note (e) below]	4,30,01,800	7,54,55,342	6,10,55,342
		4,30,01,800	**18,23,07,639**	**6,12,91,221**
	Total	**6,54,30,727**	**18,23,07,639**	**6,12,91,221**
B	**Short Term Borrowings**			
(a)	**Secured Borrowings**			
(i)	Working Capital Loan from Bank [Refer Note (f)]	6,89,26,719	15,68,94,149	19,56,84,097
(b)	**Unsecured Borrowings**			
(i)	Inter Corporate Deposit [Refer note (d) below]	1,47,15,856	1,66,20,000	12,77,01,779
	Total	8,36,42,575	17,35,14,149	32,33,85,876

(a) During the year , the Company had obtained term loan from a bank towards purchase of motor vehicle. The term loan is secured by charge on motor vehicles. The charge is yet to be registered. The terms of repayment are as follows

Particulars	Terms of repayment
Rate of Interest	8.25%
Year of Maturity	March '2023
Number of Installments left	60

(b) During the year , the Company had obtained term loan towards purchase of machinery and equipments . The term loan is secured by charge on plant and equipments . The charge is yet to be registered. The terms of repayment are as follows

Particulars	Terms of repayment
Rate of Interest	12.75%
Year of Maturity	September '2022
Number of Installments left	54

(c) The Company had obtained a interest free Loan of ₹20.89 Lakh under sales tax deferred scheme repayable in 15 installment . The loan was repaid during the year.

(d) Inter Coporate Deposits are carrying interest rate of 12% and repayable on or before 2019.

(e) **Redeemable Preference Shares**
During the year ,(after obtaining the consent of the preference shareholders) the company has varied the terms of issue of preference shares allotedfrom 9% cumulative preference shares to 1% non cumulative preference shares redeemable at par until the entire losses are recouped or at such a premium not exceeding ₹ 8 per share after entire losses of the company are recouped at the sole discretion and option of the company with effect from 1st April 2017. Further cumulative dividends accumulated upto 31st March 2017 have been waived.

(f) **Working Capital loan from Bank**
The Company had working capital facilities from various banks carrying interest rate of 12.95%p.a. These facilities are repayable on demand, secured by way of first pari passu charge on current assets , secornd pari passu charge on company's entire fixed assets and further secured by personal guarantee of Chairman and Managing Director

Note 16 - Other financial liabilities

(Amount in ₹)

Sr No	Particulars	March 31, 2018	March 31, 2017	April 1, 2016
	Current Financial Liabilities			
(i)	Current maturity of long term borrowings (Refer note 15A)	77,94,327	4,14,976	15,70,796
(ii)	Other payables	50,06,564	57,30,248	53,22,238
(iii)	Interest accrued and due on borrowings	-	1,18,99,451	1,42,20,698
(iv)	Interest accrued but not due on borrowings	2,96,298	-	-
(v)	Redeemed Preference Share & Excess right issue (Unclaimed)	27,393	13,500	21,000
(vi)	Creditors for Capital Expenditure	2,33,63,662	-	-
(vii)	Unclaimed Bonus & Salary	-	45,547	45,547
(viii)	Book overdraft	-	-	7,30,809
	Total	3,64,88,244	1,81,03,722	2,19,11,088

Note 17 - Provisions

(Amount in ₹)

Sr. No	Particulars	March 31, 2018	March 31, 2017	April 1, 2016
A	**Non Current**			
	Employee Benefit Obligations			
	(i) Compensated absences	51,28,365	44,77,093	34,67,829
	(ii) Gratuity (Refer Note No.31)	2,04,95,146	1,56,36,872	1,36,53,368
	Total	2,56,23,511	2,01,13,965	1,71,21,197
B	**Current**			
	Employee Benefit Obligations			
	(i) Compensated absences	87,25,150	24,84,293	47,93,271
	(ii) Gratuity (Refer Note No. 31)	41,55,054	56,43,119	15,46,400
	Total	**1,28,80,204**	**81,27,412**	**63,39,671**

(I)	Movement in provisions	Gratuity	Compensated absences
	Opening balance	1,81,21,165	1,01,20,212
	Add/Less :Provision recognised /(reversed) during the year	65,29,035	37,33,303
	Closing balance	**2,46,50,200**	**1,38,53,515**

Note 18 - Other Liabilities

(Amount in ₹)

Sr. No	Particulars	March 31, 2018	March 31, 2017	April 1, 2016
	Current			
(i)	Statuatory Dues	1,07,59,363	2,62,68,918	2,05,90,269
(ii)	Employee Dues	90,93,272	1,79,39,777	1,64,74,555
(iii)	Advance From Customer	32,43,73,628	2,30,77,035	-
	Total	34,42,26,263	6,72,85,730	3,70,64,824

Note 19 : Trade Payables

(Amount in ₹)

Sr. No	Particulars	March 31, 2018	March 31, 2017	April 1, 2016
(i)	Micro and Small Enterprises	-	-	-
(ii)	Others	13,52,41,287	25,50,48,060	20,33,82,389
	Total	**13,52,41,287**	**25,50,48,060**	**20,33,82,389**

(a) Disclosure required under Clause 22 of Micro , Small and Medium Enterprises Development ('MSMED') Act , 2006

Particulars	March 31, 2018	March 31, 2017	April 1, 2016
a) the principal amount and the interest due thereon (to be shown seperately) remaining unpaid to any supplier as at the end of accounting year	-	-	-
b) the amount of interest paid by the buyer under MSMED Act,2006 along with the amounts of the payment made to the supplier beyond the appointment day during each accounting year	-	-	-
c) the amount of interest due and payable for the period(where the principal has been paid but interest under the MSMED Act 2006-Not paid	-	-	-
d)The amount of interest accrued and remaining unpaid at the end of accounting year; and	-	-	-
e)The amount of further interest due and payable even in the succeeding year,until such date when the interest dues as above are actually paid to the small enterprises,for the purpose of disallowances as a deductible expenditure under section 23.	-	-	-

(b) The amount due to Micro and Small Enterprises as defined in the "The Micro, Small and Medium Enterprises Development Act, 2006" has been determined to the extent such parties have been identified on the basis of information collected by the Management.

(c) All trade payables are 'current'. The Company's exposure to currency and liquidity risks related to trade payables is disclosed in note no 28

Note 20: Revenue from Operations

Sr. No	Particulars	March 31, 2018	March 31, 2017
(i)	Sale of Products		
	(a) Finished Goods	1,07,89,92,716	57,45,48,712
		1,07,89,92,716	**57,45,48,712**
(ii)	Other Operating Revenue		
	(a) Sale of scrap & sales other	3,81,681	-
	(b) Export Benefit	2,83,89,687	1,46,02,040
	(c) Sundry balances written back	14,78,882	9,01,469
	Total	**1,10,92,42,966**	**59,00,52,221**

Note 21 - Other Income

(Amount in ₹)

Sr. No	Particulars	March 31, 2018	March 31, 2017
(i)	Interest Income on:		
	(a) Deposits with banks and financial institutions TDS ₹ 23,109/- (P.Y ₹ 21,702/-)	4,77,924	4,56,606
	(b) Others	8,15,555	-
(ii)	Other Miscellaneous income	4,06,715	1,09,862
(iii)	Foreign Exchange Gain (Net)	5,33,027	11,51,823
(iv)	Other operating income	-	30,92,176
	Total	**22,33,221**	**48,10,467**

Note 22A - Cost of Raw materials and packing materials consumed

(Amount in ₹)

Sr. No	Particulars	March 31, 2018	March 31, 2017
	Inventory at the beginning of the year	1,31,23,210	1,12,48,181
	Add: Purchases	46,96,10,552	33,44,44,000
	Total	48,27,33,762	**34,56,92,181**
	Less: Inventory at the end of the year	6,35,89,248	1,31,23,210
	Cost of materials consumed	**41,91,44,514**	**33,25,68,971**

Value of Raw material and packing materials Consumed

(Amount in ₹)

Particulars	March 31, 2018		March 31, 2017	
Imported	0.45%	18,52,263	5.31%	17,85,764
Indigenious	99.55%	41,72,92,251	94.69%	31,73,76,260

Raw material and packing materials Consumed

(Amount in ₹)

Sr.No	Particulars	March 31, 2018	March 31, 2017
(i)	Benzene	8,92,25,847	5,81,21,684
(ii)	Nitric acid	2,94,46,980	4,22,36,064
(iii)	Cast iron powder	6,99,41,019	4,61,64,962
(iv)	Oleum 65%	3,18,11,171	1,89,29,577
(v)	Caustic Potash Flakes	22,59,049	31,68,438
(vi)	Packaging Material	31,98,851	24,54,974
(vii)	Other	19,32,61,597	16,41,26,325
	Total	**41,91,44,514**	**33,52,02,024**

Note 22B - Changes in inventories of finished goods and work-in-progress

(Amount in ₹)

Sr. No	Particulars	March 31, 2018	March 31, 2017
(i)	Opening Stock		
	Work in progress	6,78,84,576	3,94,84,165
	Finished goods	2,10,64,424	69,17,383
	Scrap	3,00,000	2,50,000
	Total (i)	8,92,49,000	4,66,51,548
(ii)	Closing Stock		
	Work in progress	7,11,82,993	6,78,84,576
	Finished goods	3,24,52,742	2,10,64,424
	Scrap	3,25,000	3,00,000
	Total (ii)	10,39,60,735	8,92,49,000
	Changes in Inventories Decrease/(Increase)(i-ii)	(1,47,11,735)	(4,25,97,452)
	Total	(1,47,11,735)	(4,25,97,452)

Note 22C- Excise Duty

The Government of India has implemented Goods and Service Tax (GST) from July 1, 2017 replacing excise duty , service tax and various other indirect taxes. Excise duty for the year ended March 31, 2018 pertains to the period of 3 month (April 2017 to June 2017) whereas for the year ended March 31, 2017 pertains to 12 month period .

Note 23- Employee Benefit Expenses

(Amount in ₹)

Sr. No	Particulars	March 31, 2018	March 31, 2017
(i)	Salaries and wages, including bonus	83,618,433	71,363,938
(ii)	Contribution to Provident and other funds (Refer Note No. 31(a))	3,476,318	3,068,171
(iii)	Gratuity (Refer Note No. 30(b))	3,605,357	1,739,163
(iv)	Share based compensation expense (Refer Note No.23(1)below)	5,023,177	-
(v)	Staff welfare expenses	1,763,707	1,458,845
	Total	**97,486,992**	**77,630,117**

Note :23(1)

The company had issued 1,14,319 Equity Shares at ₹ 43.94/- per share as Sweat Equity Shares to Shri . Abhishek Asit Javeri, the Executive Director & CFO in substitution of the remuneration due to him for 2016-17 in terms of the Special Resolution passed in the Extra Ordinary General Meeting held on 22nd May 2017.

Note 24 - Finance Cost

(Amount in ₹)

Sr. No	Particulars	March 31, 2018	March 31, 2017
(i)	Interest expense on term loans and other financial liabilities	2,11,05,405	2,68,76,701
(ii)	Interest cost on preference share liability	56,08,930	1,44,00,000
(iii)	Other borrowing cost	1,92,94,189	2,13,13,062
(iv)	Interest on delayed Payment of tax	24,00,000	-
	Total	**4,84,08,524**	**6,25,89,763**

Note 25 - Other Expenses

(Amount in ₹)

Sr. No	Particulars	March 31, 2018	March 31, 2017
(i)	Power and fuel	10,06,63,999	6,87,49,073
(ii)	Rent	7,90,423	4,73,040
(iii)	Rates & Taxes	98,86,372	48,88,618
(iv)	Insurance	15,04,013	11,33,403
(v)	Printing & Stationery	12,05,204	9,20,135
(vi)	Postage, Telegram & Telephone (Communication Expenses)	13,21,728	12,11,614
(vii)	Travelling & Conveyance Expenses	57,02,596	33,70,788
(viii)	Legal & Professional fees	71,83,381	51,43,239
(ix)	Directors Fees	1,41,000	1,57,000
(x)	Electricity charges	2,02,050	99,385
(xi)	Security Charges	21,14,734	17,89,878
(xii)	Stores & spares Consumed	2,65,31,107	46,92,287
(xiii)	Repairs & Maintenance		
	Plant & Machinery	22,15,336	6,10,178
	Others	30,30,344	24,03,938
(xiv)	Other Manufacturing Expenses	99,81,809	26,24,288
(xv)	Effluent Expenses	36,91,962	30,32,478
(xvi)	Research & Development Expenses	2,56,100	1,15,000
(xvii)	Payment to auditors (Refer Note A below)	3,00,000	4,92,500
(xviii)	Selling Expenses		
	Freight and Forwarding Expenses	2,12,21,549	75,07,998
	Commission Charges	26,57,914	14,50,137
	Local Freight & other expenses	1,28,85,849	33,96,927
(xix)	Foreign Exchange Fluctuation	26,20,867	58,658
(xx)	Bad debts & Sundry Debit Balances written off	72,25,158	-
(xxi)	Guarantee Commission	1,44,00,000	10,00,000
(xxii)	Amortisation of Lease hold land	804	804
(xxiii)	Miscellenous Expenses	1,80,52,771	35,16,107
	Total	**25,57,87,070**	**11,88,37,473**

Note A :Payment to Auditors

(Amount in ₹)

Sr.No	Particulars	March 31, 2018	March 31, 2017
	As Auditor*		
(i)	Statutory Audit Fee	3,00,000	3,00,000
(ii)	Tax Audit Fee	65,000	65,000
(iii)	In Other Capacity		
	Other Services (Certification fee)	1,07,500	1,27,500
	TOTAL	4,72,500	4,92,500

* Payments for the year ended March 31,2017 represents fees and re-imbursements paid to the predecessor auditor.

Note - 26 First-time adoption of Ind-AS

These are the Company's first financial statement prepared in accordance with Ind AS. The Company has adopted Indian Accounting Standards (Ind AS) notified by the Ministry of Corporate Affairs with effect from 1st April 2017, with a transition date of 1st April 2016. Ind AS 101- first time adoption of Indian Accounting Standards requires that all Ind As standards and interpretations that are issued and effective for the first Ind AS Financial statements which is for the year ended March 31st , 2018 for the company , be applied retrospectively and consistently for all financial years presented. Consequently , in preparing these Ind AS financial statements , the company has availed certain exemptions and complied with the mandatory exceptions provided in Ind AS 101, as explained below. The resulting difference in the carrrying values of the assets and liabilities as at the transition date between the Ind AS and Previous GAAP have been recognised directly in equity (retained earnings or another appropriate category of equity.

Set out below are the IND AS 101 exemptions availed as applicable and mandatory exceptions applied in the transition from previous GAAP to IND AS.

A.Optional Exemptions Availed

(a) Deemed Cost

The Company has opted paragraph D7AA and accordingly considered the carrying value of property , plant and equipments (other than free hold land) as deemed cost as at the transition date. Freehold land valued at fair value.

(b) Investments in subsidiaries

The Company has opted paragraph D14 and D15 and accordingly considered the Previous GAAP carrying amount of investment as deemed as at the transition date

(c) Designation of previously recognised financial

Paragraph D19B of Ind AS 101 gives an option to an entity to designate investments in equity instruments at FVOCI on the basis of the facts and circumstances at the date of transition to IND AS. The Company has opted to apply this exemption for its investment in equity instruments.

B. Applicable Mandatory Exceptions

(a) Estimates

An entity's estimates in accordance with Ind AS at the date of transition to IND AS shall be consistent with estimates made for the same date in accordance with previous GAAP (after adjustments to reflect any difference in accounting policies). IND AS estimates as at April 1 , 2016 are consistent with the estimates as at the same date made in confirmity with previous GAAP. The company made estimates for the following items in accordance with Ind AS at the date of transition as these were not required under previous GAAP.

-Investments in equity instruments carried at FVPL or FVOCI

-Investments in debt instruments carried at FVPL

-Impairment of financial assets based on expected credit loss model

(b) Classification and measurement of financial assets

As requried under IND AS 101 the company has assessed the classification and measurement of financial assets (investment in debt instruments) on the basis of the facts and circumstances that exist at the date of transition to IND AS

C. Transition to IND AS - Reconciliations

The following reconciliations provide a quantification of the effect of significant differences arising from the transition from previous GAAP to Ind AS as required under IND AS 101

(I) Reconciliation of Equity and Profit and loss as previous reported under Indian GAAP to IND AS

(II) Reconciliation of Balance sheet as at March 31, 2017 and April 1, 2016 (Transition Date)

(III) Reconciliation of Total comprehensive income for the year ended March 31, 2017

Note 27 - First-time adoption Reconciliations

(I) Reconciliation of equity and Profit and loss as previously reported under Indian GAAP to IND AS

(Amount in ₹)

Particulars	Notes	March 31 2017	March 31 2016
Equity under previous GAAP attributable to shareholders of the Company		9,49,32,091	7,23,35,028
Adjustments			
Reclassification from Equity to Financial liabilities	1	(6,10,55,343)	(6,10,55,343)
Fair valuation of Land	2	8,84,49,427	8,84,49,427
Fair valuation of Financial liabilities	1	(1,44,00,000)	
Total Adjustments		1,29,94,084	2,73,94,084
Equity under Ind AS attributable to shareholders of the Company		10,79,26,175	9,97,29,112

Reconciliation of profit

(Amount in ₹)

Particulars	Notes	March 31 2017
Net Profit attributable to shareholders of Company as per previous GAAP		2,25,97,063
Reclassification of Leasehold amortisation	3	(804)
Reclassification of Leasehold amortisation	3	804
Fair Valuation of Financial Instruments	1	(1,44,00,000)
Actuarial (gain)/loss on employee defined benefit expense recognized in Other Comprehensive Income	5	11,79,834
Net Profit after Tax as per IND AS		93,76,897
Other comprehensive income - employee defined benefit expense	5	(11,79,834)
Total comprehensive income as per Ind AS attributable to Equity holders of the company		81,97,063

II Reconciliation of Balance Sheet as at March 31, 2017 and April 1, 2016 (transition date)

(Amount in ₹)

Particulars	March 31, 2017			April 1, 2016		
Assets	**IGAAP**	**IND AS Adjustments**	**IN DAS Total**	**IGAAP**	**INDAS Adjustments**	**INDAS Total**
Non-current Assets						
(a)Property Plant and Equipment	28,14,40,852	8 84,08,010	36,98,48,862	29 40 91 790	8 84 07 206	38,24,98,996
(b)Capital work in progress	8,69,93,828		8,69,93,828	8 69 93 828		8,69 93 828
	36,84,34,680	8,84,08,074	45,68,42,690	38,10,85,618	8,84,07,206	46,94 92 824
(c)Non current financial Assets						
(i) Investments	7,71,550		7,71,550	7 71 550		7,71,550
(ii)Loans and Advances	4,68,636		4,68,636	3 10 650		3 10 650
(iii) Other financial assets	-		-			
(d)Deferred Tax Assets (Net)	-		-	54 06 007		54,06,007
(e)Income Tax Asset (Net)	54,18,246		54,18,246			
(f)Other Non current Assets	2,73 86,987		2,73,86,987	2 32 70 540		2,32 70 540
Total Non Current Assets	40,24,80,099	8,84 08,074	49,08,88,109	41,08,44,365	8 84 07,206	49,92,51 571
Current Assets						
(a)Inventories	13,81,99,098		13,81,99,098	8 98,01,794		8 98 01 794
(b)Financial Assets			-			
(i)Trade and other receivables	13,04,06,221		13,04,06,221	12,97 83,912		12 97 83,912
(ii) Cash and Cash Equivalents	19,85,904		19,85,904	18,98,904		18 98 904
(iii) Bank Balances other than (ii) above	60,42,131		60,42,131	69,42,226		69 42,226
(iv)Loans	1,46,52,453		1,46,52,453	74 19 399		74 19 399
(v) Other financial assets	1,22,381		1,22,381	4,33,134		4 33,134
(c)Other Current Assets	5,00,89,139	41,417	5,01,30,556	3 46 52 219	42,221	3,46 94 440
			-			
Assets classified as held for sale			-			
Total Current Assets	34,14,97,327	41 417	34,15,38,744	27 09 31 588	42 221	27 09 73 809
Total	74,39,77,426	8,84,49,491	83,24,26,853	68,17,75,953	8,84,49,427	77,02,25,380
Equity and Liabilities	**IGAAP**	**INDAS Adjustments**	**INDAS Total**	**IGAAP**	**INDAS Adjustments**	**INDAS Total**
(a)Equity						
Equity Share capital	9,20,08,300		9,20,08,300	9 20,08 300		9,20,08,300
Preference Share Capital	9,60,00,000	(9 60 00 000)		9 60 00 000	(9,60,00,000)	
Other Equity	(9,30,76,209)	10 89,94 085	1,59,17,876	(11 56 73,272)	12 33 94 085	77 20 813
(b)Equity attributable to equity holders of the parent	9,49,32,091	10 89 94,085	10,79,26,176	7 23 35 028	12 33 94 085	9 97 29 113
Total Equity	9,49,32,091	10 89,94 085	10,79,26,176	7,23,35,028	12,33,94,085	9,97,29,113

Notes forming part of the Financial Statements for the year ended March 31, 2018

(Amount in ₹)

Particulars	March 31, 2017			April 1, 2016		
Assets	IGAAP	IND AS Adjustments	INDAS Total	IGAAP	IND AS Adjustments	IND AS Total
Non-current Liabilities						
(a) Financial Liabilities						
Borrowings	10,68,52,297	7,54,55,342	18,23,07,639	2,35,879	6,10,55,342	6,12,91,221
Other non-current financial Liabilities	-	-	-	-	-	-
(b)Employee benefit obligations	-	-	-	-	-	-
(c)Long-term provisions	2,01,13,965	-	2,01,13,965	1,71,21,197	-	1,71,21,197
(d)Deferred Tax Liabilities (net)	-	-	-	-	-	-
(e)Other non-current Liabilities						
Total Non Current Liabilities	12,69,66,262	7,54,55,342	20,24,21,604	1,73,57,076	6,10,55,342	7,84,12,418
Current Liabilities						
(a)Financial Liabilities						
(i) Borrowing	17,35,14,149	-	17,35,14,149	32,33,85,876	-	32,33,85,876
(ii) Trade Payables	25,50,48,060	-	25,50,48,060	20,33,82,389	-	20,33,82,389
(iii) Other current financial Liabilities	1,81,03,722	-	1,81,03,722	2,19,11,088	-	2,19,11,088
Employee benefit obligations		-	-		-	-
(b)Short-term Provisions	81,27,412		81,27,412	63,39,671		63,39,671
(c)Provision for tax (net)		-	-		-	-
(d)Other current liabilities	6,72,85,730	-	6,72,85,730	3,70,64,825	-	3,70,64,825
			-			-
Liabilities directly associated with assets classified as held for sale		-	-	-	-	-
Total Current Liabilities	52,20,79,073	-	52,20,79,073	59,20,83,849	-	59,20,83,849
Total	74,39,77,426	18,44,49,427	83,24,26,853	68,17,75,953	18,44,49,427	77,02,25,380

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

(Amount in ₹)

Particulars	March 31, 2017		
Income	**IGAAP**	IND AS Adjustments	**INDAS Total**
Revenue			-
Revenue from operations	57,28,15,349	-	57,28,15,349
Other Income	48,10,467	-	48,10,467
Total	57,76,25,816	-	57,76,25,816
Expenses	**IGAAP**	IND AS Adjustments	**INDAS Total**
Material Consumed	33,52,02,024	-	33,52,02,024
Change in inventory	(4,52,30,505)		(4,52,30,505)
Employee Benefit Expenses	7,88,09,951	(11,79,834)	7,76,30,117
Finance Costs	4,82,48,421	1,44,00,000	6,26,48,421
Depreciation and Amortisation	1,92,20,851	(804)	1,92,20,047
Other Operating and General Expenses	11,87,78,011	804	11,87,78,815
Total	55,50,28,753	1,32,20,166	56,82,48,919
Profit/ (Loss) Before Tax and Exception items	2,25,97,063	(1,32,20,166)	93,76,897
Exceptional Items	-	-	-
Profit/ (Loss) Before Tax	2,25,97,063	(1,32,20,166)	93,76,897
Tax Expenses			
Current Tax	-	-	-
Deferred Tax	-	-	-
Minimum Alternative Tax Credit	-	-	-
Prior Years Tax Over/Under Provision Expenses	-	-	-
Total	-	-	-
Profit/ (Loss) for the period after tax and before share of associates and joint ventures	2,25,97,063	(1,32,20,166)	93,76,897
Add : Share of Profit / (Loss) of Associates	-	-	-
Add : Share of Profit / (Loss) of Joint ventures	-	-	-
Profit/ (Loss) After Tax and share of associates and joint ventures before	2,25,97,063	(1,32,20,166)	93,76,897
Less: Minority Interest	-	-	-
NET PROFIT	2,25,97,063	(1,32,20,166)	93,76,897

(Amount in ₹)

Other Comprehensive income, net of tax	IGAAP	IND AS Adjustments	IND AS Total
Items that will not be reclassified subsequently to profit and loss			
Remeasurement of defined benefit obligation	-	(11,79,834)	**(11,79,834)**
Less :-income tax expense	-	-	-
	-	-	-
Other Comprehensive income for the period, net of tax	-	(11,79,834)	**(11,79,834)**
Less : Minority Interest in Subsidiaries	-	-	-
Other Comprehensive income after Minority Interest	-	(11,79,834)	**(11,79,834)**
Total Comprehensive Income for the period	2,25,97,063	(1,44,00,000)	81,97,063
Profit/ (Loss) for the period attributable to:			
Owners of the Company	**2,25,97,063**	(1,32,20,166)	**93,76,897**
Non-controlling interest	-	-	-
	2,25,97,063	(1,32,20,166)	93,76,897
Total Comprehensive Income for the period attributable to			
Owners of the Company	**2,25,97,063**	**(1,44,00,000)**	**81,97,063**
Non-controlling interest	-	-	-
	2,25,97,063	(1,44,00,000)	81,97,063

Note No. - 28 Financial Instruments and Risk Review

Capital Management

The key objective of the Company's capital management is to ensure that it maintains a stable capital structure with the focus on totalequity to uphold the investor, creditor and customer confidence and to ensure future development of its business. The Company focused on keeping strong total equity base to ensure independence, security as well high financial flexibility for potential future borrowings, if required without impacting the risk profile of the company. The Company's goal is to continue to be able to return excess liquidity to shareholders by

(Amount in ₹)

Particulars	As at March 31, 2018	As at March 31, 2017
Total equity attributable to equity shareholders of the company	46,05,06,604	10,79,26,176
As a percentage of total capital	76	23
Long term borrowings	6,54,30,727	18,23,07,639
Short term borrowings	8,36,42,575	17,35,14,149
Total borrowings	**14,90,73,302**	**35,58,21,788**
As a percentage of total capital	24	77
Total Capital (Equity and Borrowings)	**60,95,79,905**	**46,37,47,964**

The company business plan coupled with global macro economic scenario have helped the company achieve enhanced profitability and liquidity resulting improved equity base and lower the risk profile of the company.

Financial Risk Management Framework

The company has exposure to the following risks arising from financial instruments :

a) Credit risk
b) Liquidity risk
c) Market risk

I) Credit Risk

Credit risk is the risk that the counterparty will not meet its obligation under a financial instrument or customer contract leading to financial loss. The credit risk arises principally from its operating activities (primarily trade receivables) and from its financing activities including deposits with banks and financial institutions and other financial instruments.The customer credit is managed by the company's established policy , procedures and controls relating to customer credit management. The company has established a credit policy under which each new customer is analysed individually for credit worthiness before the company's standard payment and delivery terms and conditions are offered. The company's review includes external ratings where available and other publically available financial information. Outstanding customers receivables are regularly monitored and any shipment to major customers are generally covered by letter of credit or other forms of credit insurance.The company establishes an allowance for impairment that represents fixed estimate of expected losses in respect of trade and other receivable. The maximum exposure to credit risk as at reporting date is primarily from trade receivable amounting to ₹7,68,17,476/- (2017- ₹13,04,06,221/- and 2016 - ₹12,97,83,912/-). The movement in allowance for impairment in trade and other receivables during the year was as follows :

Allowance for impairment	March 31, 2018	March 31, 2017
Opening balance	-	-
Impairment loss recognised / reversed	17,00,239	-
Closing balance	17,00,239	-

No single customer accounted for 10 percent of trade receivable as of March 31, 2018 and March 31, 2017. There is no significant concentration of credit risk. Credit risk on cash and cash equivalent is limited as the Company generally transacts with banks and financial institutions with high credit ratings assigned by international and domestic credit ratings agencies.

ii) Liquidity risk

Liquidity risk is the risk that the company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The company's approach to managing liquidity is to ensure as far as possible that will have sufficient liquidity to meet its liabilities when they are due under both normal and stressed conditions without incurring unacceptable losses or risking damage to company's reputation.The Company believes that the working capital is sufficient to meet its current requirements. Accordingly , no liquidity risk is perceived. In addition , the company maintains the following line of credit.

a) Working capital loan from a bank carrying interest rate of 12.95 % p.a. These facilities are repayable on demand, secured by way of first pari passu charge on the present and future current assets of the company, second pari passu charge on entire movable and immovable fixed assets of the company, present and future at plot no 47, MIDC, Roha Industrial Area, Raigad District - 402116 and further secured by personal guarantee of Mr A. D. Javeri Chairman and Managing Director of the company.

The table below provides details regarding the undiscounted contractual maturities of significant financial liabilities as of March 31, 2018

Particulars	Less than 1 year	1 to 2 years	2- 5 years	5-7 years	Total
Long term borrowings	4,30,01,800	1,05,54,704	1,18,74,223	-	6,54,30,727
Short term borrowings	8,36,42,575	-	-	-	8,36,42,575
Trade payable	13,52,41,287	-	-	-	13,52,41,287
Other financial liabilities	3,64,88,244	-	-	-	3,64,88,244
Total	**29,83,73,906**	**1,05,54,704**	**1,18,74,223**	-	**32,08,02,833**

The table below provides details regarding the undiscounted contractual maturities of significant financial liabilities as of March 31, 2017

Particulars	Less than 1 year	1-2 years	2-5 years	5-7 years	Total
Long term borrowings	9,21,36,441	9,01,71,198	-	-	18,23,07,639
Short term borrowings	17,35,14,149	-	-	-	17,35,14,149
Trade payable	25,50,48,060	-	-	-	25,50,48,060
Other financial liabilities	1,81,03,722	-	-	-	1,81,03,722
Total	**53,88,02,372**	**9,01,71,198**	-	-	**62,89,73,570**

The table below provides details regarding the undiscounted contractual maturities of significant financial liabilities as of March 31, 2016

Particulars	Less than 1 year	1-2 years	2-5 years	5-7 years	Total
Long term borrowings	2,35,879	6,10,55,342	-	-	6,12,91,221
Short term borrowings	32,33,85,876	-	-	-	32,33,85,876
Trade payable	20,33,82,389	-	-	-	20,33,82,389
Other financial liabilities	2,19,11,088	-	-	-	2,19,11,088
Total	**54,89,15,232**	**6,10,55,342**	-	-	**60,99,70,574**

iii) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Such changes in the values of financial instruments may result from changes in the foreign currency exchange rates, interest rates, credit, liquidity and other market changes. The Company's exposure to market risk is primarily on account of foreign currency exchange rate risk.

Foreign Currency exchange rate risk

The Company operates internationally and major portion of the business is transacted in several currencies and consequently the company is exposed to foreign exchange risks through operating activities in foreign currency. The company does not engage in hedging and the unhedged foreign currency exposure is as follows :

Details of foreign currency exposures that are not hedged by a derivative instrument or otherwise :

(Amount in ₹)

Particulars	Currency	Amount in foreign currency			Equivalent amount (₹)		
		For the year ended March 31, 2018	For the year ended March 31, 2017	For the year ended April 1, 2016	For the year ended March 31, 2018	For the year ended March 31, 2017	For the year ended April 1, 2016
Financial Assets							
Trade Receivables	EURO	-	-	-	-	-	-
	USD	8,09,181	9,17,192	7,37,695	5,31,49,476	5,94,67,794	4,89,33,418
Financial Liabilities							
Trade Payables	EURO	-	-	-	-	-	-
	USD	1,56,326	2,59,459	2,44,353	1,01,68,068	1,68,22,474	1,62,08,644
Net Asset / (liability)		**6,52,855**	**6,57,733**	**4,93,342**	**4,29,81,408**	**4,26,45,320**	**3,27,24,774**

Note 29 : Earnings Per Share

(Amount in ₹)

Sr. No	Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
a)	Net Profit for the year attributable to the equity shareholders	31,36,97,275	93,76,897
b)	Opening number of Equity shares outstanding	92,00,830	92,00,830
c)	Closing Number of Equity shares outstanding	93,15,149	92,00,830
d)	Basic /Diluted earning per share [(a)/(c)](₹ 10 /- per share)	33.61	1.02

Note 30: Disclosures under Ind AS 17

(Amount in ₹)

Note	Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017	For the year ended April 1, 2016
	Details of leasing arrangements			
	Operating Lease			
(i)	Leasehold land	804	804	804
	The Company has entered into operating lease arrangements for certain facilities and office premises. The leases are non-cancellable and are for a period of 1 to 5 years and may be renewed for a further period based on mutual agreement of the party.			
(ii)	Future Non-Cancellable minimum lease commitments			
	not later than one year	29,31,804	804	804
	Later than one year and not later than five years	30,98,616	3,216	3,216
	Later than five years.	39,396	40,200	41,004
	Expenses recognised in the statement of Profit and Loss	43,416	44,220	45,024

Note 31 : Employee benefits

(a) Defined Contribution Plan

The Company makes Provident Fund contributions to defined contribution plan administered by the Regional Provident Fund Commissioner. Under this scheme, the Company is required to contribute a specified percentage of payroll cost to fund the benefits.The Company has recognized ₹ 31,71,923/- or Provident Fund contributions(March 31, 2017:₹ 27,42,660 /-) and ₹1,23,310/- (March 31, 2017 : ₹ 56,348/-) towards ESIC in the Statement of Profit and Loss. The provident fund and ESIC contributions payable by the Company are in accordance with rules framed by the Government from time to time.

(b) Defined Benefit Plans:

Gratuity

The employee's gratuity fund scheme managed by a trust is a defined benefit plan.The present value of the obligation is determined based on actuarial valuation using the projected unit credit method,which recognises each period of service as giving rise to adiitional unit of employee benefit entitlement and measures each unit seperately to build up the final obligation. The obligation for leave encashment is recognised in the same manner as gratuity. The estimated rate of escalation in salary considered in actuarial valuation,take into account inflation,seniority promotion and other relevant factor including supply and demand in the employment market. The above information is certified by actuary. The expected rate on plan assets is determined considering several applicable factor,mainly the composition of plan assets held assessed risk ,historical result of return on plan assets and the company's policy for plan assets management.

Defined benefit plans – as per actuarial valuation on 31st March, 2018

(Amount in ₹)

Particulars	Funded Plan		
	Gratuity		
	2018	2017	2016
Service Cost			
Current Service Cost	7,25,025	5,54,461	7,45,086
Past service cost and (gains)/losses from settlements	15,62,923	-	-
Net interest expense	13,17,409	11,84,702	10,62,376
Components of defined benefit costs recognised in profit or loss	36,05,357	17,39,163	18,07,462
Remeasurement on the net defined benefit liability			
Return on plan assets (excluding amount included in net interest expense)	2,01,152	(4,868)	1,20,799
Actuarial gains and loss arising from changes in financial assumptions	(6,06,438)	4,56,038	1,00,168
Actuarial gains and loss arising from experience adjustments	46,07,782	7,28,664	(1,76,764)
Actuarial gains and loss arising from demographic adjustments	-	-	-
Componenets of defined benefit costs recognised in other comprehensive income	42,02,496	11,79,834	44,203
Total	78,07,853	29,18,997	18,51,665
I. Net Asset/(Liability) recognised in the Balance Sheet as at 31st March			
1. Present value of defined benefit obligation as at 31st March	(24,65,020)	(2,08,88,046)	(1,77,61,695)
2. Fair value of plan assets as at 31st March	-	27,66,881	25,61,927
3. Surplus/(Deficit)	(24,65,020)	(1,81,21,165)	(1,51,99,768)
4. Current portion of the above	-	-	
5. Non current portion of the above	-	-	
II. Change in the obligation during the year ended 31st March			
1. Present value of defined benefit obligation at the beginning of the year	2,08,88,046	1,77,61,695	1,71,75,933
2. Add/(Less) on account of Scheme of Arrangement/Business Transfer	-	-	-
3. Expenses Recognised in Profit and Loss Account			
- Current Service Cost	7,25,025	5,54,461	7,45,086
- Past Service Cost	15,62,923	-	-
- Interest Expense (Income)	15,18,561	13,87,188	13,65,487
4. Recognised in Other Comprehensive Income	-	-	-
Remeasurement gains / (losses)	-	-	
- Actuarial Gain (Loss) arising from:			
i. Demographic Assumptions		-	-
ii. Financial Assumptions	(6,06,438)	4,56,038	1,00,168
iii. Experience Adjustments	46,07,782	7,28,664	(1,76,764)
5. Benefit payments	(40,45,699)	-	(14,48,215)
6. Others (Specify)	-	-	-
7. Present value of defined benefit obligation at the end of the year	2,46,50,200	2,08,88,046	1,77,61,695

III. Change in fair value of assets during the year ended 31st March			
1. Fair value of plan assets at the beginning of the year	27,66,881	25,61,927	38,12,712
2. Add/(Less) on account of Scheme of Arrangement/Business Transfer	-	-	-
3. Expenses Recognised in Profit and Loss Account	-	-	-
- Expected return on plan assets	-	-	-
- Interest Income	2,01,152	2,00,086	3,03,111
4. Recognised in Other Comprehensive Income	-	-	-
Remeasurement gains / (losses)	-	-	-
- Actual Return on plan assets in excess of the expected return	(2,01,152)	4,868	(1,20,799)
- Others (specify)		-	-
5. Contributions by employer (including benefit payments recoverable)	-	-	15,118
6. Benefit payments	(27,66,881)	-	(14,48,215)
7. Fair value of plan assets at the end of the year	**-**	**27,66,881**	**25,61,927**
IV. The Major categories of plan assets			
- List the plan assets by category here			
Insurance Fund	-	27,66,881	25,61,927
V. Actuarial assumptions			
1. Discount rate	7.78%	7.27%	7.81%
2. Expected rate of return on plan assets	7.78%	7.27%	7.81%
3. Salary Increase Rate	4.00%	4.00%	4.00%
4. Rate of Employee Turnover	2.00%	2.00%	2.00%
5. Mortality Rate During Employment	Indian Assured Lives Mortality (2006-08)	Indian Assured Lives Mortality (2006-08)	Indian Assured Lives Mortality (2006-08)
6. Mortality Rate After Employment	N.A.	N.A.	N.A.
VI. Other Details			
1. No of Active Members	211	169	135
2. Per Month Salary For Active Members	41,55,054	24,84,293	15,46,400
3. Weighted Average Duration of the Projected Benefit Obligation	5	5	5
4. Average Expected Future Service	15	13	11
5. Projected Benefit Obligation (PBO)	2,46,50,200	2,08,88,046	1,77,61,695
6. Prescribed Contribution For Next Year (12 Months)	41,55,054	24,84,293	15,46,400
VII. Net Interest Cost			
1. Interest Cost	15,18,561	13,87,188	13,65,487
2. Interest Income	(2,01,152)	(2,00,086)	(3,03,111)
3. Net Interest Cost (1-2)	13,17,409	11,87,102	10,62,376

(Amount in ₹)

Maturity Analysis of Projected Benefit Obligation: From the Fund			
Projected Benefits Payable in Future Years From the Date of Reporting			
1st Following Year	91,74,778	67,85,704	50,98,087
2nd Following Year	16,92,594	23,80,201	13,57,460
3rd Following Year	20,93,052	18,25,501	34,13,404
4th Following Year	26,26,116	18,51,669	15,12,150
5th Following Year	11,38,551	23,91,589	15,57,540
Sum of Year 6 To 10	1,81,30,628	62,12,283	54,74,456

Maturity Analysis of Projected Benefit Obligation: From the Employer			
Projected Benefits Payable in Future Years From the Date of Reporting			
1st Following Year	-	-	-
2nd Following Year	-	-	-
3rd Following Year	-	-	-
4th Following Year	-	-	-
5th Following Year	-	-	-
Sum of Year 6 To 10	-	-	-

Sensitivity Analysis			
Projected Benefit Obligation on Current Assumptions	2,46,50,200	2,08,88,046	1,77,61,695
Delta Effect of +1% Change in Rate of Discounting	(10,72,464)	(8,22,737)	(6,83,371)
Delta Effect of -1% Change in Rate of Discounting	(12,32,053)	9,26,144	7,62,722
Delta Effect of +1% Change in Rate of Salary Increase	(12,67,130)	9,47,439	7,84,348
Delta Effect of -1% Change in Rate of Salary Increase	(11,18,837)	(8,54,858)	(7,13,541)
Delta Effect of +1% Change in Rate of Employee Turnover	(3,96,119)	2,08,452	1,97,606
Delta Effect of -1% Change in Rate of Employee Turnover	(4,45,931)	2,31,336	2,16,841

VIII. Experience Adjustments :	Year Ended	
	2018	2017
	Gratuity	
1. Defined Benefit Obligation	(2,46,88,046)	(2,08,88,046)
2. Fair value of plan assets	-	27,66,881
3. Surplus/(Deficit)	(2,46,88,046)	(1,81,21,165)
4. Experience adjustment on plan liabilities [(Gain)/Loss]	46,07,782	7,28,664
5. Experience adjustment on plan assets [Gain/(Loss)]	(6,06,438)	4,56,038

Additional Details	
Methodology Adopted for ALM -	Projected Unit Credit Method
Usefulness and Methodology adopted for Sensitivity Analysis -	Sensitivity analysis is an analysis which will give the movement in liability if the assumption were not proved to be true on different count. This only signifies the change in the liability if the difference between assumed and the actual is not following the parameters of the sensitivity analysis.
Stress Testing of Assets -	Not Done
Investment Strategy -	Not Discussed
Comment on Quality of Assets -	Since Investment is with insurance company, Assets are considered to be secured.
Management Perspective of Future Contributions -	As per Actuarial Calculation

Notes

*Gratuity is payable as per company's scheme as detailed in the report.

*Actuarial gains/losses are recognised in the period of occurance under Other Comprehensive Income (OCI).

*All above reported figures of OCI are gross of taxation.

*Salary escalation & attrition rate are considered as advised by the company; they appear to be in line with the industry practice considering promotion and demand & supply of the employees.

*Maturity Analysis of Projected Benefit Obligation is done considering future salary, attrition & death in respective year for members as mentioned above.

*Average Expected Future Service represents Estimated Term of Post - Employment Benefit Obligation.

*Value of asset provided by the client is considered as fair value of plan asset for the period of reporting as same is not evaluated by us.

Note 32 - Contingent liabilities and commitments (to the extent not provided for)

(Amount in ₹)

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
(i) Contingent liabilities :			
(a) Bank Guarantees/ Letter of Credit	-	-	-
(b) Contingent Liabilities for Income Tax, Service Tax and others:	-	-	-
- Income Tax #	55,180	-	-
- Sales Tax #	6,98,439	-	-
- Service Tax #	-	-	-
- Employees Claim #	15,42,361	-	-
(ii) Commitments :			
Estimated amount of contracts remaining to be executed on capital account and not provided for (Net of advance)	8,33,39,004	-	-
Total	8,56,34,984	-	-

Future cash outflow, if any in respect of these matters are determinable only on receipt of judgements /decisions pending at various stages before the appellate authorities. The Management is of the opinion that the matters would be resolved in favour of the Company.

Note 33 :

A.Value of imports calculated on CIF basis

(Amount in ₹)

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017	For the year ended March 31, 2016
Raw Material and Components	1,55,88,267	1,72,47,249	57,29,725
Capital goods	-	-	-
Accessories (Bought out item)	-	-	-
Total	1,55,88,267	1,72,47,249	57,29,725

B.Expenditure in foreign currency

(Amount in ₹)

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017	For the year ended March 31, 2016
Other matters - Foreign travel, Corporate allocations etc.	8,36,013	7,74,148	11,68,814
Services Availed	-	-	-
Total	8,36,013	7,74,148.0	11,68,814

Note 34 : Significant estimates and assumptions

Estimates and Assumptions

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

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes will be reflected in the assumptions when they occur.

Impairment of non-financial assets

Impairment exists when the carrying value of an asset or Cash Generating Unit (CGU) exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Company is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amounts sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes.

Defined Benefit Plans (Gratuity Benefits)

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

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation.

The mortality rate is based on publically available mortality tables for the specific countries. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

Details about gratuity obligations are given in Note 31.

Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, the fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value target and the discount factor.

The Company has valued its financial instruments through profit & loss which involves significant judgements and estimates such as cash flows for the period for which the instrument is valid, EBITDA of investee company, fair value of share price of the investee company on meeting certain requirements as per the agreement, etc. The determination of the fair value is based on expected discounted cash flows. The key assumptions take into consideration the probability of meeting each performance target and the discount factor.

Note 35 - Related party transactions

I) List of related parties

I) Holding Company	M/s. Manekchand Panachand Trading Investment Co. Pvt. Ltd.
ii) Subsidiary	a - M/S Anuchem B.V.B.A Belgium
	b - M/S Strix Wireless Systems Pvt Ltd

II) Key Management Personal

I) Shri. Asit D.Javeri	Chairman & Managing Director
	Smt. Seema A. Javeri wife of Shri A.D Javeri
	Shri. Abhishek A. Javeri son of Shri A.D Javeri
ii) Abhishek A Javeri	Director & Chief Financial Officer
iii) Shri Nitin R Jani	Company Secretary

III) Disclosure in respect of material related party transaction during the year

1) Sale of Good to Anuchem BVBA, Belgium ₹10,55,09,151/- (P.Y ₹9,29,27,225/-)
2) Loan given to M/s. Strix Wireless Systems Pvt Ltd ₹8,42,94,647/- (P.Y Nil)

Related party transactions during the year

(Amount in ₹)

Sr No	Nature of Transaction	Holding Company	Subsidiaries	Key Management Person
		₹	₹	₹
a)	Sale of Goods	-	10,55,09,151	-
		-	(9,19,27,225)	-
b)	Managerial Remuneration	-	-	2,10,96,047
		-	-	(77,13,443)
c)	Director Sitting Fees	-	-	-
		-	-	-
d)	Loan Accepted	-	-	-
		(2,69,12,313)	-	-
e)	Loan Repayment	-	-	-
		(2,69,12,313)	-	-
f)	Loan Given	-	8,42,94,647	-
		-	-	-
g)	Interest on Loan	-	2,71,830	-
		-	-	-
h)	Guarantee Commission	-	-	1,44,00,000
		-	-	(10,00,000)
i)	Outstanding Balance as on 31st March 2018	-	-	20,92,499
		-	(3,13,91,521)	(29,40,014)
j)	Outstanding Loan Balance as on 31st March 2018	-	8,42,94,647	-
		-	-	-

(A)	Value of Import Calculated CIF Basis	March 31, 2018		March 31, 2017	
	Raw Material		1,55,88,267		57,29,725
	Total		1,55,88,267		57,29,725
	Value of store Consumed				
	Import	0%	-	0%	-
	Indigenous	100%	46,92,287	100%	49,02,387
(B)	**Expenditure in Foreign Currency**				
	(To the extent paid)				
	Travelling Expenses		8,36,013		4,88,361
	Commission		-		1,01,055
	Interest and other charges on FC loan from banks		14,89,685		1,84,732
	Total		**23,25,698**		**7,74,148**

Notes:

1. Figures in brackets denote previous year amount.
2. Related party relationships are as identified by the Company on the basis of information available and relied upon by the auditors.
3. No amounts has been written off or written back during the year in respect of debts due from or to related party.

Note 36 -Transfer Pricing

The Company has 'international transactions with associated enterprises' which are subject to Transfer Pricing regulations in India. These regulations, inter alia, require the maintenance of prescribed documents and information for the basis of establishing arm's length price including furnishing a report from an accountant within the due date of filing the return of income.

For the fiscal year ended March 31, 2018, the Company has taken necessary steps including conducting a study as required by the regulations and the Accountant's report in this regard is awaited. In the opinion of the management, the transactions are carried out at arm's length and no adjustments is expected to arise thereon."

Note 37 - Segment reporting

Information reported to the chief operating decision maker (CODM) for the purposes of resource allocation and assessment of segment performance focuses on the types of goods or services delivered or provided. The Company is engaged in manufacturing of chemical intermediates, heavy organic chemicals and performance chemicals. Which in the context of Indian Accounting Standard 108 'Segment Information' represents single reportable business segment. The accounting policies of the reportable segments are the same as the accounting policies disclosed in Note2. The revenues, total expenses and net profit as per the Satatement of Profit and Loss represents the revenue, total expenses and the net profit of the sole reportable segment.

Note 38 - Events after reporting period

(i) On April 30, 2018, the Board of Directors of the Company approved issue of 1500000 Warrants convertible into equity share after 18 months at a premium on Preferential basis to the Promoters Group

(ii) On April 30, 2018, the Board of Directors of the Company has proposed a dividend of ₹ 0.10 per preference and a dividend of ₹ 1.00/- per equity share. The proposed dividend is subject to the approval of shareholders in the Annual general meeting.

As per our report of even date attached

For Chandrashekar Iyer & Co
Chartered Accountants
Firm Registration Number :114260W

Chandrashekhar Iyer
Partner
Membership Number :47723

Mumbai , April 30, 2018

For and on behalf of the Board of Directors

Asit D. Javeri
Chairman &
Managing Director

Arvind R. Doshi
Director

Abhishek A. Javeri
Executive Director & CFO

Priyam S. Jhaveri
Director

Smt. Seema A Javeri
Executive Director
Administration

Pradeep N. Desai
Director

Nitin R. Jani
Company Secretary

Amit M. Mehta
Director

To the Members of Sadhana Nitrochem Limited
Report on the Consolidated Indian Accounting Standards (Ind AS) Financial Statements

1. We have audited the accompanying consolidated Ind AS financial statements of Sadhana Nitrochem Limited (hereinafter referred to as "the Holding Company") and its subsidiary (the Holding Company and its subsidiary together referred to as "the Group"), comprising of the Consolidated Balance Sheet as at 31st March, 2018, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated Ind AS financial statements").

Management's Responsibility for the Consolidated Ind AS Financial Statements

2. The Holding Company's Board of Directors is responsible for the preparation of these consolidated Ind AS 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 (including other comprehensive income), consolidated cash flows and consolidated statement of changes in equity of the Group including in accordance with the accounting principles generally accepted in India ,including the Ind AS prescribed under Section 133 of the Act, read with relevant rules issued there under.

3. The respective Board of 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 the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the 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 consolidated Ind AS 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 Ind AS financial statements by the Directors of the Holding Company, as aforesaid.

Auditor's Responsibility

4. Our responsibility is to express an opinion on these consolidated Ind AS financial statements based on our audit .While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the rules made thereunder.

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

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

7. We believe that the audit evidence obtained by us and the audit evidence obtained by other auditors in terms of their reports referred to in sub-paragraph 8 of the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated Ind AS financial statements.

Opinion

8. In our opinion and to the best of our information and according to the explanations given to us and based on the consolidation of reports of the other auditors on separate financial statements of the subsidiaries as noted below , the aforesaid consolidated Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India (including the Ind

AS), of the consolidated financial position of the Group as 31st March 2018 and its consolidated financial performance including other comprehensive income , consolidated cash flows and the consolidated changes in equity for the year then ended.

Other Matters

9. a. The comparative financial information of the group for the year ended 31st March 2017 and the transition date opening balance sheet as at 1st April 2016 included in these consolidated Ind AS financial statements are based on previously issued statutory financial statements prepared in accordance with the Companies (Accounting Standards) Rules 2006 audited by the predecessor auditor whose report for the year ended 31st March 2017 and 31st March 2016 dated 26th April 2017 and 27th May 2016 respectively expressed an unmodified opinion on those consolidated financial statements as adjusted for the differences in accounting principles adopted by the company on transition to Ind AS which have been audited by us.

   b. We did not audit the financial statements of two wholly owned subsidiaries (of which one is incorporated outside India) included in the consolidated Ind AS financial statements of the Group. These subsidiaries accounts for total assets of Rs 44,64,34,120 as at 31st March 2018 , total revenue of Rs 13,56,30,602 , net profit /(loss) amounting to Rs (25,86,299) and total comprehensive income of Rs (25,86,299) for the year ended on that date. The financial statements of two wholly owned subsidiaries (of which one is incorporated outside India) have been audited by other auditors whose reports have been furnished to us by the management and our opinion on the consolidated Ind AS financial statements, in so far as it relates to the amounts and disclosures included in respect of these wholly owned subsidiaries , is based solely on the reports of the other auditors.

10. Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

Report on Other Legal and Regulatory Requirements

11. As required bySection143(3) of the Act, based on our audit and on the consideration of the report of the other auditors on separate financial statements of two wholly owned subsidiaries (of which one is incorporated outside India) as noted in the "Other Matters" paragraph we report, to the extent applicable, that:

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated Ind AS financial statements.

b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated Ind AS financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated Ind AS financial statements.

d) In our opinion, the aforesaid consolidated Ind AS financial statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act, read with relevant rules issued there under.

e) On the basis of the written representations received from the directors of the Group Companies incorporated in India as on 31st March, 2018 taken on record by the respective Board of Directors of the Group Companies incorporated in India, none of the directors of the Group Companies incorporated in India is disqualified as on 31st March, 2018 from being appointed as a director of the company in terms of Section 164 (2) of the Act.

f) With respect to the adequacy of the internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate Report in "Annexure A", and

g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of other auditors on separate financial statements and other financial information of the wholly owned subsidiary companies as noted in other matter paragraph :

(i) The consolidated Ind AS financial statements disclose the impact of pending litigations on the consolidated financial position of the Group. Refer Note 32 to the consolidated Ind AS financial statements.

(ii) The Group did not have any material foreseeable losses on long-term contracts including derivative contracts

(iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its wholly owned subsidiary company incorporated in India.

For Chandrashekar Iyer & Co
Chartered Accountants
Firm Registration Number : 114260W

Chandrashekhar Iyer
Partner
Membership Number : 47723

Mumbai , April 30, 2018

ANNEXURE "A" TO INDEPENDENT AUDITORS' REPORT OF EVEN DATE ON THE CONSOLIDATED IND AS FINANCIAL STATEMENTS OF SADHANA NITROCHEM LIMITED

Referred to in paragraph 11 (f) of our report of even date

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

In conjunction with our audit of the consolidated Ind AS financial statements of the Company as of and for the year ended 31st March 2018, we have audited the internal financial controls over financial reporting of Sadhana Nitrochem Limited (hereinafter referred to as "the Holding Company") and its subsidiary companies which are companies incorporated in India , as of that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of 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 Ind AS financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Holding Company and its subsidiary companies 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 31st March 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Chandrashekar Iyer & Co
Chartered Accountants
Firm Registration Number : 114260W

Chandrashekhar Iyer
Partner
Membership Number : 47723

Mumbai ,April 30, 2018

Consolidated Balance Sheet as at March 31, 2018

		PARTICULARS	Note No.	As at March 31, 2018	As at March 31, 2017	As at April1, 2016
A		**ASSETS**				
	I	**Non-current assets**				
		(a) Property, Plant and Equipment	3A	39,33,90,926	36,98,48,862	38,24,98,996
		(b) Intangible Assets	3B	10,42,03,979	-	-
		(c) Capital work-in-progress		11,37,37,444	8,69,93,828	8,69,93,828
		(d) Financial Assets				
		(i) Investments	4	-	-	-
		(ii) Loans	5A	8,56,73,593	4,68,636	3,10,650
		(e) Income Tax Asset (net)		2,86,46,404	54,18,246	54,06,007
		(f) Deferred Tax Asset (net)	7	3,25,69,062	-	-
		(g) Other non current assets	8A	4,69,96,625	2,73,86,987	2,32,70,540
		Total Non-Current assets		**80,52,18,033**	**49,01,16,559**	**49,84,80,021**
	II	**Current assets**				
		(a) Inventories	9	21,83,46,915	16,22,00,583	9,10,41,607
		(b) Financial Assets				
		(i) Trade receivables	10	15,28,66,705	10,31,27,440	12,86,03,677
		(ii) Cash and cash equivalents	11	7,14,59,013	22,80,541	34,42,625
		(iii) Bank Balances other than (ii) above	12	81,13,425	60,42,131	69,42,226
		(iv) Loans	5B	6,75,341	1,46,52,453	74,19,399
		(v) Other financial assets	6	4,11,500	1,22,381	4,33,134
		(c) Other current assets	8B	13,56,86,312	5,01,30,556	3,46,94,440
		Total current assets		**58,75,59,211**	**33,85,56,085**	**27,25,77,108**
		TOTAL		**1,39,27,77,244**	**82,86,72,644**	**77,10,57,129**
B		**EQUITY AND LIABILITIES**				
	I	**Equity**				
		(a) Equity Share capital	13	9,31,51,490	9,20,08,300	9,20,08,300
		(b) Other Equity	14	36,53,96,630	1,19,05,499	75,89,964
				45,85,48,120	**10,39,13,799**	**9,95,98,264**
		Liabilities				
	II	**Non-current liabilities**				
		(a) Financial Liabilities				
		(i) Borrowings	15A	6,54,30,727	18,23,07,639	6,12,91,221
		(b) Provisions	17A	2,56,23,511	2,01,13,965	1,71,21,197
		Total Non current liabilities		**9,10,54,238**	**20,24,21,604**	**7,84,12,418**
	III	**Current liabilities**				
		(a) Financial Liabilities				
		(i) Borrowings	15B	8,36,42,575	17,35,14,149	32,33,85,876
		(ii) Trade payables	19	23,24,43,877	25,51,76,382	20,42,03,557
		(iii) Other financial liabilities	16	3,66,39,410	1,81,03,722	2,19,11,088
		(b) Provisions	17B	1,28,80,204	82,57,256	64,81,102
		(c) Other current liabilities	18	47,75,68,820	6,72,85,732	3,70,64,824
		Total current liabilities		**84,31,74,886**	**52,23,37,241**	**59,30,46,447**
		TOTAL		**1,39,27,77,244**	**82,86,72,644**	**77,10,57,129**

The accompanying notes are an integral part of the consolidated financial statements. (Refer Notes 1- 38)
As per our report of even date attached

For Chandrashekar Iyer & Co
Chartered Accountants
Firm Registration No :114260W

Chandrashekhar Iyer
Partner
Membership No :47723

Mumbai , April 30,2018

For and on behalf of the Board of Directors

Asit D Javeri
Chairman &
Managing Director

Arvind R Doshi
Director

Abhishek A Javeri
Executive Director & CFO

Priyam S Jhaveri
Director

Smt. Seema A Javeri
Executive Director
Administration

Pradeep N Desai
Director

Nitin R Jani
Company Secretary

Amit M Mehta
Director

Statement of Consolidated Profit and Loss for the year ended March 31, 2018

	PARTICULARS	NOTE NO.	As at March 31, 2018	As at March 31, 2017
(I)	**INCOME**			
(II)	Revenue from operations	20	1,14,34,79,772	56,87,89,250
(III)	Other Income	21	28,86,563	49,13,531
(IV)	**Total Income (II + III)**		1,14,63,66,335	57,37,02,781
(V)	**EXPENSES**			
	(a) Cost of materials consumed	22A	41,91,44,514	33,25,68,971
	(b) Changes in inventories of finished goods, stock-in-trade and work-in-progress	22B	1,49,91,965	(6,64,24,985)
	(c) Excise Duty	22C	37,66,507	1,72,36,872
	(d) Employee benefits expense	23	9,74,90,240	7,76,30,117
	(e) Finance costs	24	5,20,64,934	6,31,84,062
	(f) Depreciation and amortization expense			
	Depreciation Expense (Refer Note No 3)		1,92,04,458	1,92,20,047
	(g) Other expenses	25	25,97,21,713	12,52,07,231
	Total Expenses (V)		86,63,84,331	56,86,22,315
(VI)	**Profit/(loss) before exceptional items and tax (IV - V)**		27,99,82,004	50,80,466
(VII)	**Exceptional Items**		-	-
(VIII)	**Profit/(loss) before tax (VI - VII)**		27,99,82,004	50,80,466
(IX)	**Tax Expense**			
	Current tax		4,80,45,206	-
	Less: MAT Credit entitlement		(4,80,45,200)	-
	Deferred tax Assets		(3,09,19,391)	-
	Total tax expense		(3,09,19,385)	-
(X)	**Profit/(loss) for the period (VIII - IX)**		31,09,01,389	50,80,466
(XI)	**Other Comprehensive Income**			
	(i) Items that will not be re-classified subsequently to profit or loss			
	Re-measurement on defined benefit plans		(42,02,496)	(11,79,834)
	(ii) Items that will be re-classified subsequently to profit or loss			
(XII)	**Total of Other Comprehensive Income ((i) + (ii))**		(42,02,496)	(11,79,834)
(XIII)	**Total Comprehensive Income (X + XII)**		30,66,98,893	39,00,632
(XIV)	**Earnings per equity share (₹)**			
	Basic & Diluted	29	33.30	0.42

The accompanying notes are an integral part of the consolidated financial statements. (Refer Notes 1- 38)
As per our report of even date attached

For Chandrashekar Iyer & Co
Chartered Accountants
Firm Registration No :114260W

Chandrashekhar Iyer
Partner
Membership No :47723

Mumbai , April 30,2018

For and on behalf of the Board of Directors

Asit D Javeri
Chairman &
Managing Director

Arvind R Doshi
Director

Abhishek A Javeri
Executive Director & CFO

Priyam S Jhaveri
Director

Smt. Seema A Javeri
Executive Director
Administration

Pradeep N Desai
Director

Nitin R Jani
Company Secretary

Amit M Mehta
Director

Notes forming part of the Consolidated financial Statements for the year ended March 31 ,2018

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

Other Equity

(Amount in Rs.)

	a)Equity Share capital	b)Other Equity							
Particulars	Equity Share Capital Subscribed	General reserve	Capital Redemption Reserve	Capital reserve	Transition reserve	Securities Premium	Retained earnings	Other Equity	Total Equity
Balance as at April 1, 2016	9,20,08,300	13,33,29,906	5,00,000	2,35,112	8,84,49,427	54,96,740	(22,04,21,221)	75,89,964	9,95,98,264
Addition /(deletion) during the year	-	-	-	(11,587)	-	-	-	(11,587)	(11,587)
Other Comprehensive income for the year, net of income tax	-	-	-	-	-	-	(11,79,834)	(11,79,834)	(11,79,834)
Profit for the year	-	-	-	-	-	-	50,80,466	50,80,466	50,80,466
Foreign currency monetary item translation difference account	-	-	-	-	-	-	4,26,490	4,26,490	4,26,490
Balance as at March 31, 2017	9,20,08,300	13,33,29,906	5,00,000	2,23,525	8,84,49,427	54,96,740	(21,60,94,099)	1,19,05,499	10,39,13,799

	a)Equity Share capital	b)Other Equity							
Particulars	Equity Share Capital Subscribed	General reserve	Capital Redemption Reserve	Capital reserve	Transition reserve	Securities Premium	Retained earnings	Other Equity	Total Equity
Balance as at April 1, 2017	9,20,08,300	13,33,29,906	5,00,000	2,23,525	8,84,49,427	54,96,740	(21,60,94,099)	1,19,05,499	10,39,13,799
Addition During The Year	11,43,190	-	-	21,323	-	38,79,987	4,27,63,319	4,66,64,629	4,78,07,819
Other Comprehensive income for the year, net of income tax	-	-	-	-	-	-	(42,02,496)	(42,02,496)	(42,02,496)
Profit/Loss for the year	-	-	-	-	-	-	31,09,01,389	31,09,01,389	31,09,01,389
Foreign currency monetary item translation difference account	-	-	-	-	-	-	1,27,609	1,27,609	1,27,609
Balance at the end of 31st March 2018	9,31,51,490	13,33,29,906	5,00,000	2,44,848	8,84,49,427	93,76,727	13,34,95,722	36,53,96,630	45,85,48,120

The accompanying notes are an integral part of the consolidated financial statements. (Refer Notes 1- 38)

As per our report of even date attached

For Chandrashekar Iyer & Co
Chartered Accountants
Firm Registration No :114260W

Chandrashekhar Iyer
Partner
Membership No :47723

Mumbai , April 30,2018

For and on behalf of the Board of Directors

Asit D Javeri
Chairman &
Managing Director

Arvind R Doshi
Director

Abhishek A Javeri
Executive Director & CFO

Priyam S Jhaveri
Director

Smt. Seema A Javeri
Executive Director
Administration

Pradeep N Desai
Director

Nitin R Jani
Company Secretary

Amit M Mehta
Director

Consolidated Cash Flow Statement for the year ended March 31, 2018

Particulars	For the year ended March 31, 2018		For the year ended March 31, 2017	
A. Cash flow from operating activities				
Profit before tax		27,57,79,508		1,83,00,632
Adjustments for:				
Depreciation and amortisation expenses	1,92,04,458		1,92,20,851	
Finance costs	5,20,64,934		4,88,42,720	
		7,12,69,392		6,80,63,571
Operating profit / (loss) before working capital changes		34,70,48,900		8,63,64,203
Changes in working capital:				
Inventories	(4,60,99,412)		(7,11,58,975)	
Loans and advances	(14,52,81,528)		(3,26,88,025)	
Trade Payables / current liability / Provisions	26,30,05,347		8,25,70,190	
Trade receivables	(4,55,18,357)		2,54,76,239	
		2,61,06,050		41,99,429
Cash generated from operations		37,31,54,950		9,05,63,632
a.Direct Taxes (Paid)		(2,32,28,158)		-
Net cash flow from / (used in) operating activities (A)		**34,99,26,792**		**9,05,63,632**
B. Cash flow from / (used in) investing activities				
a.Capital expenditure on Fixed Assets	(6,15,10,654)		(65,69,913)	
(Net of Adjustment for capital Work-in-progress)				
b.Acquisition /Sale of Investment / Fixed asset (Net)	14,818		-	
c.Cash arising on acquisition of subsidiary	7,05,613		-	
d. Investment in subsidiary	(6,523)		-	
Net cash flow from / (used in) investing activities (B)		**(6,07,96,746)**		**(65,69,913)**
C. Cash flow from / (used in) financing activities				
a.Secured Borrowings -Net of Repayment	2,98,08,278		(19,56,84,097)	
b.Unsecured Borrowings -Net of Repayment	(10,31,47,511)		(44,65,360)	
c.Finance cost paid	(6,36,68,088)		(4,88,42,720)	
d.Issue of fresh equity (including premium)	50,23,177		-	
Net cash flow from / (used in) financing activities (C)		**(13,19,84,144)**		**(24,89,92,177)**
Net increase / (decrease) in Cash and cash equivalents (A+B+C)		15,71,45,902		(16,49,98,458)
Cash and cash equivalents at the beginning of the year		(15,46,13,608)		1,03,84,850
Cash and cash equivalents at the end of the year		25,32,294		(15,46,13,608)
Cash and cash equivalent as per above comprises of the following				
Cash and cash equivalent as per note 11				
Cash in hand		19,99,183		7,08,630
Balance with banks (on current accounts)		6,94,59,830		15,71,911
		7,14,59,013		22,80,541
Bank overdrafts / Cash credit (Note 15B)		6,89,26,719		15,68,94,149
Balance as per statement of cash flows		25,32,294		(15,46,13,608)
Notes:				
Figures in brackets represent outflows				

The accompanying notes are an integral part of the consolidated financial statements. (Refer Notes 1- 38)
As per our report of even date attached

For Chandrashekar Iyer & Co
Chartered Accountants
Firm Registration No :114260W

Chandrashekhar Iyer
Partner
Membership No :47723

Mumbai , April 30,2018

For and on behalf of the Board of Directors

Asit D Javeri
Chairman &
Managing Director

Arvind R Doshi
Director

Abhishek A Javeri
Executive Director & CFO

Priyam S Jhaveri
Director

Smt. Seema A Javeri
Executive Director
Administration

Pradeep N Desai
Director

Nitin R Jani
Company Secretary

Amit M Mehta
Director

Notes to the Consolidated financial statements for the year ended March 31, 2018

1. CORPORATE INFORMATION

1.01Sadhana Nitro Chem Limited ("sncl" or the "parent company' or "the company"), together with its subsidiaries (collectively , the Group) is engaged in Manufacturing of chemical intermidiates , heavy organic chemicals and performance chemicals. The Company is a public limited company incorporated and domiciled in India and has its registered office in Mumbai, Maharashtra India and manufacturing facility is located at Roha, Raigad Dist., Maharashtra India. The companies shares are listed in Bombay Stock Exchange (BSE)

2. SIGNIFICANT ACCOUNTING POLICIES:

2.01 Statement of Compliance

In accordance with the notification issued by the Ministry of Corporate Affairs, the Group has adopted Indian Accounting Standards (referred to as "IND AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 with effect from April 1, 2017. Previous period numbers in the financial statements have been restated to Ind AS. In accordance with IND AS 101 First-time Adoption of Indian Accounting Standard, the Group has presented a reconciliation from the presentation of financial statements under Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 ("Previous GAAP") to Ind AS of Shareholders' equity as at March 31, 2017 and April 1, 2016 and of the Other comprehensive income for the year ended March 31, 2017 and April 1, 2016. These financial statements have been prepare in accordance with Ind AS as notified under the Companies (Indian Accounting Standards) Rules, 2015 read with Section 133 of the Companies Act , 2013.

2.02 Basis of preparation and presentation

The consolidated financial statements have been prepared on the historical cost basis, except for certain financial instruments which are measured at fair values at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price which that would be received or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

2.03 Principles of Consolidation

(I) Subsidiaries

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed to , or has rights to , variable returns from its involvement with the entity and has the ability to affect those return through its power over the entity. The financial statements of subsidiaries are included in the consolidated financial statements from teh date on which control commences until the date on which control ceases.

The financial statements of the Group are consolidated on line - by - line basis, Intra - group transactions , balances and any unrealised gains arising from intra - group transactions , are eliminated , Unrealised losses are eliminated , but only to the extent that there is no evidence of impairment. All temporary differences that arise from teh elimination of profits and losses resulting from intragroup transactions are recognised as per Ind AS 12, Income Taxes.

For the purpose of preparing these consolidated financial statements , the accounting policies of subsidiaries have been changed where necessary to align them with the policies of adopted by the Company.

Non - controlling Interests (NCI)

NCI are measured at their proportionate share of the acquiree's net identifiable assets at the date of acquisition.

(ii) Loss of Control

When the Group loses control over a subsidiary , it derecognises the assets and liabilities of the subsidiary , and any related NCI and other components of equity. Any interest retained in the former subsidiary is measure at fair value at the date the control is lost. Any result in gain or loss is recongised in statement of profit and loss.

(iii) Goodwill

a. Goodwill comprises the portion of the purchase price for an acquisition that exceeds the Groups's share in the identifiable assets, with deduction for liabilities , calculated on the date of acquisition.

b. Goodwill is deemed to have an indefinite useful life and is reported at acquisition value with deduction for accumulated impairments, An impairment test of goodwill is conducted once every year or more often if there is an indication of a decrease in value. The impairment loss on goodwill is reported in the statement of profit and loss.

2.03 Use of estimate

"The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the financial statements and the reported amounts of income and expense for the periods presented. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected. The management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and differences between actual results and estimates are recognized in the periods in which the results are known/materialize.Key source of estimation of uncertainty at the date of the financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of impairment of investments, useful lives of property, plant and equipment, valuation of deferred tax liabilities and provisions and contingent liabilities."

Impairment of investments

The Company reviews its carrying value of investments carried at cost annually, or more frequently when there is indication for impairment. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for.

Useful lives of property, plant and equipment

The Company reviews the useful life of property, plant and equipment at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.

Valuation of deferred tax assets

The Company reviews the carrying amount of deferred tax assets at the end of each reporting period. The policy for the same has been explained under Note 2.10.

Provisions and contingent liabilities

Provisions are recognized when the Company has a present legal or constructive obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation; and the amount can be reliably estimated.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money (if the impact of discounting is significant) and the risks specific to the obligation. The increase in the provision due to unwinding of discount over passage of time is recognized as finance cost. Provisions are reviewed at the each reporting date and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of economic resources will be required to settle the obligation, the provision is reversed.

A provision for onerous contracts is recognized when the expected benefits to be derived by the Company from a contract are lower than adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of impairment of investments, useful lives of property, plant and equipments, valuation of deferred tax liabilities and provisions and contingent liabilities.

A disclosure for a contingent liability is made where there is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from the past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Contingent liabilities are not recognised in the financial statements. A contingent asset is neither recognised nor disclosed in the financial statements.

Fair value measurements and valuation processes

Some of the Company's assets and liabilities are measured at fair value for financial reporting purposes. The Company has obtained independent fair valuation for financial instruments wherever necessary to determine the appropriate valuation techniques and inputs for fair value measurements. In some cases the fair value of financial instruments is done internally by the management of the Company using market-observable inputs.

In estimating the fair value of an asset or a liability, the Company uses market-observable data to the extent it is available. Where Level 1 inputs are not available, the Company engages third party qualified valuers to perform the valuation. The qualified external valuers establish the appropriate valuation techniques and inputs to the model. The external valuers report to the management of the Company their findings for every reporting period to explain the cause of fluctuations in the fair value of the assets and liabilities.

Information about the valuation techniques and inputs used in determining the fair value of various assets and liabilities are disclosed in notes no 27.

2.04 Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable. Revenue is reduced for estimated customer returns, rebates and other similar allowances.

(i) Sale of goods

Revenue from the sale of goods is recognised when the goods are delivered and titles have passed, at which time all the following conditions are satisfied:

- the Company has transferred to the buyer the significant risks and rewards of ownership of the goods;
- the Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- the amount of revenue can be measured reliably;
- it is probable that the economic benefits associated with the transaction will flow to the Company; and
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

Revenue from sales and operation includes Excise Duty but excludes Sales Tax, Value Added Tax & GST

(ii) Other Income

a. Dividend income from investments is recognised when the shareholder's right to receive payment has been established which is when the shareholders approve the dividend. (provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably).

b. Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

2.05 Leases

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

Operating Lease:

Rental income from operating leases is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight-line basis over the lease term. Operating lease payments are recognised as an expense on a straight-line basis over the lease term.

Finance Lease:

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

Lease payments are apportioned between finance expenses and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance expenses are recognised immediately in profit or loss.

2.06 Foreign Currency

The functional currency of the Company is Indian rupee. Income and expenses in foreign currencies are recorded at exchange rates prevailing on the date of the transaction. Foreign currency monetary assets and liabilities are translated at the exchange rate prevailing on the balance sheet date and exchange gains and losses arising on settlement and restatement are recognised in the statement of profit and loss.

2.07 Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets are added to the cost of those assets, until such time as the assets are substantially ready for their intended use. Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

2.08 Government grants

"(i) Government grants in respect to manufacturing unites located in developing regions :The Company is entitled to various incentives from government authorities in respect of manufacturing units located in developing regions. The Company accounts for its entitlements on accrual basis on approval of the initial claim by the relevant authorities and there is reasonable assurance that the grants will be received.

"(ii) Government grants in respect of additional Capital Expenditures :Government grants whose primary condition is that the Company should purchase, construct or otherwise acquire capital assets is accounted for as deferred income. The grant is recognised as income over the life of a depreciable asset by accounting deferred income in the Statement of Profit and Loss on a systematic and rational basis over the useful life of the asset."

"(iii) Export IncentivesExport incentives under various schemes are accounted in the year of export.

2.09 Employee benefits

"(1) **Defined Contribution Plan:**Payments to defined contribution retirement benefit schemes viz. Company's Provident Fund Scheme and Superannuation Fund are recognised as an expense when the employees have rendered the service entitling them to the contribution."

"(2) **Defined Benefit Plan:**For defined benefit retirement benefit plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding interest), is reflected immediately in the statement of financial position with a charge or credit recognised in other comprehensive income in the period in which they occur.

Remeasurement recognised in other comprehensive income is reflected immediately in retained earnings and will not be reclassified to profit or loss. Past service cost is recognised in profit or loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Defined benefit costs are categorised as follows:

• service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
• net interest expense or income; and
• remeasurement."

(I) **Gratuity:**

The Company has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15/26 days salary payable for each completed year of service. Vesting occurs upon completion of five years of service. The Company accounts for the liability for gratuity benefits payable in future based on an independent actuarial valuation. The Company has taken a Group Gratuity cum Life Assurance Scheme with Life Insurance Corporation for future payment of gratuity to the eligible employees.

(ii) **Compensated Absences:**

The Company provides for the encashment of compensated absences with pay subject to certain rules. The employees are entitled to accumulate compensated absences subject to certain limits, for future encashment. Accumulated leave, which is expected to be utilised within the next twelve months, is treated as short-term employee benefit and the accumulated leave expected to be carried forward beyond twelve month is treated as long-term employee benefit which are provided based on the number of days of un utilised compensated absence on the basis of an independent actuarial valuation.

2.10 Taxation

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity, respectively. Income tax expense represents the sum of the tax currently payable and deferred tax.

Current income tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit or loss and other comprehensive income/statement of profit or loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period."

Advance taxes and provisions for current income taxes are presented in the balance sheet after off-setting advance tax paid and income tax provision arising in the same tax jurisdiction and where the relevant tax paying units intends to settle the asset and liability on a net basis

Deferred income taxes

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

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

Deferred tax assets and liabilities are measured using substantively enacted tax rates expected to apply to taxable income in the years in which the temporary differences are expected to be received or settled.

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the relevant entity intends to settle its current tax assets and liabilities on a net basis.

Deferred tax assets include Minimum Alternate Tax (MAT) paid in accordance with the tax laws in India, which is likely to give future economic benefits in the form of availability of set off against future income tax liability. Accordingly, MAT is recognised as deferred tax asset in the balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with the asset will be realised.

2.11 Property, Plant and Equipment

Property, plant and equipment held for use in production or supply of goods or services or for administrative purposes are stated at cost less accumulated depreciation/amortization less accumulated impairment, if any. The cost of fixed assets comprises its purchase price net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable expenditure on making the asset ready for its intended use, and interest on borrowings attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use.

Capital work-in-progress for production, supply of administrative purposes is carried at cost less accumulated impairment loss, if any, until construction and installation are complete and the asset is ready for its intended use.

"Depreciation is recognized (other than on capital work-in-progress) on a straight line basis over the estimated useful lives of assets in respect of property plant & equipment & computers acquired after 1st April 2006. Property plant & equipment including non factory building furniture fixutures & vehicles acquired prior to 1st April 2006 are depreciated under WDV Method at the rates prescribed under Schedule II of Companies Act, 2013. Depreciation on assets acquired/ purchased, sold/discarded during the year is provided on a pro-rata basis from the date of each addition till the date of sale/retirement."

The economic useful lives of assets is assessed based on a technical evaluation, taking into account the nature of assets, the estimated usage of assets, the operating conditions of the assets, past history of replacement, anticipated technological changes, maintenance history, etc.The estimated useful life is reviewed at the end of each reporting period, with effect of any change in estimate being accounted for on a prospective basis.

"Where the cost of part of the asset is significant to the total cost of the assets and the useful life of that part is different from the useful of the remaining asset, useful life of that significant part is determined separately. Depreciation of such significant part, if any, is based on the useful life of that part. Freehold land is not depreciated."

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment, determined as the difference between the sales proceeds and the carrying amount of the asset, is recognized in the Statement of Profit or Loss.

For transition to IND AS the company has elected to continue with the carrying value of all its property plant and equipment recognised as on 1st April 2016 transition datemeasured as per previous GAAP and used that carrying value as its deemed cost as of the transition date.

2.12 Intangible Assets

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortization. Amortization is recognized on a straight line basis over their estimated useful lives of 3 years, which reflects the pattern in which the asset's economic benefits are consumed. The estimated useful life, the amortization method and the amortization period are reviewed at the end of each reporting period, with effect of any change in estimate being accounted for on a prospective basis.

An intangible asset is derecognized on disposal or when no future economic benefits are expected from use or disposal. Gains or losses arising from de-recognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, and are recognized in the profit or loss when the asset is derecognized.

2.13 Impairment

Financial assets (other than at fair value) The Company assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired.Ind AS 109 requires expected credit losses to be measured through a loss allowance. The Company recognises lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a financing transaction.

For all other financial assets, expected credit losses are measured at an amount equal to the 12 month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

2.14 Inventories

Inventories of raw materials, stock-in-trade, stores & spares ,Fuel, packing material , work in progress , stock in trade and finished goods are valued at the lower of cost and net realizable value after providing for obsolescence and other losses, where considered necessary. Stock of scrap and spent acid is valued at net realizable value. Cost comprieses all cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition . Stores and spares are valued on weighted average cost basis and all others are valued on a FIFO basis.

2.15 Financial instruments

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

Cash and cash equivalents

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

Financial assets at amortised cost

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income

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

Financial assets at fair value through profit or loss

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

Investment in subsidiaries

Investment in subsidiaries are measured at cost as per Ind AS 27 - Separate Financial Statements.

Financial liabilities

Financial liabilities are measured at amortised cost using the effective interest method.

Financial guarantee contracts:

A Financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payments when due in accordance with the terms of a debt instruments. Financial guarantee contracts issued by a holding company are initially measured at their fair values and, if not designated as at FVTPL, are subsequently measured at the higher of :

• The amount of loss allowance determined in accordance with impairment requirements of IND AS 109; and

• The amount initially recognised less, when appropriate, the cumulative amount of income recognised in accordance with the principles of IND AS 18.

Equity instruments

An equity instrument is a contract that evidences residual interest in the assets of the company after deducting all of its liabilities. Equity instruments recognised by the Company are recognised at the proceeds received net off direct issue cost.

Reclassification of Financial Assets

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the company's operations. Such changes are evident to external parties. A change in the business model occurs when a company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognized gains, losses (including impairment gains and losses) or interest.

Offsetting of financial instruments

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

2.16 Earnings Per Share (EPS)

The Company reports basic and diluted earnings per share in accordance with Ind AS 33 on Earnings per share. Basic earnings per share is computed by dividing the net profit or loss for the period by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the net profit or loss for the period by the weighted average number of equity shares outstanding during the period as adjusted for the effects of all diluted potential equity shares except where the results are anti-dilutive.

2.17 Cash flow statement

The Cash Flow Statement is prepared by the indirect method set out in Ind AS 7 on Cash Flow Statements and presents cash flows by operating, investing and financing activities of the Company.

2.18 Current/Non-Current Classification

The Company presents assets and liabilities in the balance sheet based on current/non-current classification. An asset is classified as current when it satisfies any of the following criteria: - It is expected to be realized or intended to be sold or consumed in normal operating cycle - It is held primarily for the purpose of trading - It is expected to be realized within 12 months after the date of reporting period, or - Cash and cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after reporting period.

Current assets include the current portion of non-current financial assets.

All other assets are classified as non-current.

A liability is current when it satisfies any of the following criteria: - It is expected to be settled in normal operating cycle - It is held primarily for the purpose of trading - It is due to be settled within 12 months after the reporting period, or - There is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period Current liabilities include the current portion of long term financial liabilities. The Company classifies all other liabilities as non-current."

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets and their realization in cash and cash equivalents. The Company has identified 12 months as its operating cycle.

2.19 Share Capital

Ordinary Shares Ordinary shares are classified as equity. Incremental costs, if any, directly attributable to the issue of ordinary shares are recognized as a deduction from other equity, net of any tax effects.

2.20 Fair Value Measurement

Fair value is the price that would be received from the sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell an asset or transfer the liability takes place either: - in the principle market for the asset or liability - in the absence of principle market, in the most advantageous market for the asset or liability. The principle or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

The fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:- Level 1 – Quoted (Unadjusted) Market prices in active markets for incidental assets or liabilities- Level 2 –Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable- Level 3 – Valuation Techniques for which the lowest level input that is significant to the fair value measurement is unobservable"

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfers that have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

Determination of Fair Value

1) **Financial Assets - Debt Instruments at amortized cost**

   After initial measurement the financial assets are subsequently measured at amortized cost using the Effective Interest Rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or cost that are an integral part of the EIR.

2) **Financial Assets - Debt Instruments at Fair Value through Other Comprehensive Income (FVTOCI)**

   Measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the Other Comprehensive Income (OCI). On derecognition of the asset, cumulative gain or loss previously recognized in OCI is reclassified from the equity to P&L.

3) **Debt instruments, derivatives and equity instruments at Fair Value through Profit or Loss (FVTPL)**

   FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

4) **Financial Liabilities**

   Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit & loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Companies financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and derivative financial instruments.

Subsequent Measurement Fair value through Profit & Loss

Financial liabilities at fair value through profit & loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. All changes in fair value of such liabilities are recognized in statement of profit or loss.Loans and BorrowingsAfter initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process. The EIR amortization is included as finance costs in the statement of profit and loss.

2.21 Dividend

Dividend on share is recorded as liability on the date of approval by the shareholders.

2.22 Investments

Long Term Investments are carried at cost. Provision for diminution is made to recognize the decline, other than temporary in the value of these investments. Current investments are carried at lower of the cost and fair value.

2.23 Segment Reporting

The Company identifies primary segments based on the dominant source, nature of risks and returns and the internal organisation and management structure. The operating segments are the segments for which separate financial information is available and for which operating profit / loss amounts are evaluated regularly by the Chief Operating Decision Maker (CODM) in deciding how to allocate resources and in assessing performance.'The accounting policies adopted for segment reporting are in line with the accounting policies of the Company. Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment. Inter-segment revenue is accounted on the basis of transactions which are primarily determined based on market / fair value factors. Revenue, expenses, assets and liabilities which relate to the Company as a whole and are not allocable to segments on reasonable basis have been included under "unallocated revenue / expenses / assets / liabilities.

Notes forming part of the consolidated financial statements for the year ended March 31, 2018

Note 3A : Property, Plant and Equipment

Particular	Freehold Land	Factory Buildings	Non factory Buildings	Plant & Equipment	Furnitures & Fixtures	Computers	Vehicles	Total	Capital work-in-progress
				Refer Foot Note					Refer Foot Note
	Refer Foot Note (i)			(ii),(iv) to (vii)					(iii)
Gross Carrying amount									
Deemed cost as at 1st April,2016	16,51,44,000	2,27,39,162	38,87,236	18,85,39,504	4,29,379	3,66,632	13,93,083	38,24,98,996	8,69,93,828
Additions	-	3,16,990	-	62,52,923	-	-	-	65,69,913	-
Disposals	-	-	-	-	-	-	-	-	-
Reclassification as held for sale	-	-	-	-	-	-	-	-	-
Balance as at 31st March,2017	**16,51,44,000**	**2,30,56,152**	**38,87,236**	**19,47,92,427**	**4,29,379**	**3,66,632**	**13,93,083**	38,90,68,909	**8,69,93,828**
Additions on acquisition of subsidiary	-	-	-	34,26,364	6,49,479	19,80,160	-	60,56,003	56,28,295
Additions	-	32,08,062	-	1,05,06,499	-	3,14,739	2,63,66,033	4,03,95,333	2,11,15,321
Disposals	-	2,000	-	-	-	-	12,818	14,818	-
Reclassification as held for sale	-	-	-	-	-	-	-	-	-
Balance as at 31st March,2018	**16,51,44,000**	**2,62,62,214**	**38,87,236**	**20,87,25,290**	**10,78,858**	**26,61,531**	**2,77,46,298**	**43,55,05,427**	**11,37,37,444**
				-				-	-
Accumulated Depreciation									
Balance as at 1st April,2016	-	-	-	-	-	-	-	-	-
Additions	-	24,13,625	3,69,287	1,60,26,943	12,179	31,860	3,66,153	1,92,20,047	-
Disposals	-	-	-	-	-	-	-	-	-
Reclassification as held for sale	-	-	-	-	-	-	-	-	-
Balance as at 31st March,2017	-	**24,13,625**	**3,69,287**	**1,60,26,943**	**12,179**	**31,860**	**3,66,153**	**1,92,20,047**	-
Additions on acquisition of subsidiary	-	-	-	15,85,823	2,38,782	18,65,391	-	36,89,996	-
Additions	-	20,44,786	3,34,205	1,61,50,283	72,613	54,729	5,47,842	1,92,04,458	-
Disposals	-	-	-	-	-	-	-	-	-
Reclassification as held for sale	-	-	-	-	-	-	-	-	-
Balance as at 31st March,2018	-	**44,58,411**	**7,03,492**	**3,37,63,049**	**3,23,574**	**19,51,980**	**9,13,995**	**4,21,14,501**	-
Net carrying amount									
Balance as at 1st April,2016	16,51,44,000	2,27,39,162	38,87,236	18,85,39,504	4,29,379	3,66,632	13,93,083	38,24,98,996	8,69,93,828
Balance as at 1st April,2017	16,51,44,000	2,06,42,527	35,17,949	17,87,65,484	4,17,200	3,34,772	10,26,930	36,98,48,862	8,69,93,828
Balance as as 1st April,2018	16,51,44,000	2,18,03,803	31,83,744	17,49,62,241	7,55,284	7,09,551	2,68,32,303	39,33,90,926	11,37,37,444

Footnotes :

(i) Fair valuation as deemed cost for Property, Plant and Equipment:

The Company have considered fair value for property,(valuation being done by registered valuers)viz land admeasuring over 28552 Sqmt, situated in India, with impact of ₹ 8.84 crore in accordance with stipulations of IND AS 101 with the resultant impact being accounted for in the reserves.

(ii) Plant & Equipment includes Computers and Office Equipments

(iii) Capital work in Progress includes:

₹ 8,69,93,828/- mainly consist of color pharma plant being constructed in Roha.

(iv) On Transition to IND AS AS, the carrying values of all the property , plant and equipment under the previous GAAP have been considered to be deemed cost under IND AS. Also refer Note 27

(v)Addition includes ₹ NIL (March 31, 2017 - ₹ NIL) on account of interest cost of borrowings capitalised on certain qualifying assets

(vi) Refer Note 37(II) on page for disclosure of contractual commitments for acquisition of property plant & equipment.

(vii) Refer Note 15(a)(b) & (f) for information on Property plant & equipment pledged as security by the company.

Note 3B: Intangible Assets

Particular	March 31, 2018	March 31, 2017	April 1, 2016
Goodwill on consolidation	10,42,03,979	-	-
Total	10,42,03,979	-	-

Notes forming part of the Consolidated financial Statements for the year ended March 31 ,2018

Note 4: Investments

Sr. No	Particular	Face Value	March 31, 2018 Holdings As At	March 31, 2018 ₹	March 31, 2017 Holdings As At	March 31, 2017 ₹	April 1, 2016 Holdings As At	April 1, 2016 ₹
	Non Current Investments							
(i)	Other Investments (At cost)							
	Quoted							
	Anco Communication Ltd	₹ 10	500	71,788		71,788		71,788
	Enarai Finance Ltd	₹ 10	3,900	78,000		78,000		78,000
	Indian Extractions Ltd	₹ 10	15,000	5,08,194		5,08,194		5,08,194
	Indo-biotech ltd	₹ 10	5,000	1,91,250		1,91,250		1,91,250
	First object Technoliges Ltd	₹ 10	2,000	81,400		81,400		81,400
	Maxworth orchards Ltd	₹ 10	1,300	13,000		13,000		13,000
	Ojas Technochem Products Ltd	₹ 10	5,000	1,31,495		1,31,495		1,31,495
				10,75,127		10,75,127		10,75,127
	Less: Provision for decline other than temporary , in value of non current investments			10,75,127		10,75,127		10,75,127
	TOTAL			-		-		-
Footnotes :								
(i)	Aggregate book value of quoted investments			10,75,127		10,75,127		10,75,127
	Aggregate market value of quoted investments			3,78,800		-		-
(ii)	Aggregate amount of impairment in value of investments			10,75,127		10,75,127		10,75,127

Note 5 - Loans

Sr. No	Particulars	March 31, 2018	March 31, 2017	April 1, 2016
A	**Non Current Loans** (Unsecured Considered Goods , unless otherwise stated)			
(i)	Loan to related party at amortised cost	8,42,94,647	-	-
(ii)	Loan to staff	13,78,946	4,68,636	3,10,650
	TOTAL	8,56,73,593	4,68,636	3,10,650
B	**Current Loans** (Unsecured Considered Goods , unless otherwise stated)			
(i)	Loan to staff	6,75,341	1,25,000	2,24,346
(ii)	Other*	-	1,45,27,453	71,95,053
	TOTAL	6,75,341	1,46,52,453	74,19,399
	*Others include			
	Short Term staff advance	-	1,22,340	6,77,340
	Advance Licence	-	20,06,901	-
	Interest Receivable Others	-	12,74,332	8,53,437
	Salary advance	-	3,17,089	1,96,923
	VAT & Service Tax Receivable	-	21,57,835	8,97,589
	Demurrage Charges Receivable	-	38,68,379	38,68,379
	Other Advances Receivable in cash & kind	-	47,80,577	7,01,385
	TOTAL	-	1,45,27,453	71,95,053

Notes forming part of the Consolidated financial Statements for the year ended March 31 ,2018

Note 6 - Other financial assets

(Amount in ₹)

Sr. No	Particulars	March 31, 2018	March 31, 2017	April 1, 2016
(I)	Interest Accrued on Deposits	4,11,500	1,22,381	4,33,134
	TOTAL	**4,11,500**	**1,22,381**	**4,33,134**

Note No. 7 - Deferred tax Liabilities/(Asset) (Net)

(Amount in ₹)

Sr. No	Particulars	March 31, 2018	March 31, 2017	April 1, 2016
	Deferred Tax Liability			
(i)	Depreciation on fixed assets	2,26,27,770	-	-
(ii)	Gross Deferred Tax Liability (1)	2,26,27,770	-	-
	Deferred Tax Asset			
(i)	Employee Benefit obligations	(1,04,67,974)	-	-
(ii)	Brought forward unabsorbed depreciation to be carried forward to next years	(4,26,24,893)	-	-
(iii)	Others	(21,03,965)	-	-
	Gross Deferred Tax Asset (2)	(5,51,96,832)	-	-
	Net Deferred Tax Liability/(Asset) (1-2)	**(3,25,69,062)**	-	-

Note:

Due to changes in Global Macro Economic Scenerio , the demand for the companies products has increased resulting improved trading conditions and profitability. The trend is expected to continue making it probable for the company to generate sufficient taxable profits in future . Hence a Deferred tax asset amounting to ₹ 3,25,69,062/- has been created in respect of the unused tax losses.

For the year ended 31st March 2018	Openning Balance	Recognised in profit or loss	On acquisition of subsidiary	Closing Balance
Deffered Tax Liability				
Plant Property Equipment	-	2,27,96,497	(1,68,727)	2,26,27,770
Gross Deffered Tax Liability	-	**2,27,96,497**	**(1,68,727)**	**2,26,27,770**
Deffered Tax Asset				
Defined benefit obligation	-	(1,01,20,533)	(3,47,441)	(1,04,67,974)
Other Disallowable Expenses	-	(9,70,462)	(11,33,503)	(21,03,965)
Brought forward unabsorbed depreciation to be carried forward to next years	-	(4,26,24,893)	-	(4,26,24,893)
Gross Deffered Tax Asset	-	(5,37,15,888)	(14,80,944)	(5,51,96,832)
		(3,09,19,391)	**(16,49,671)**	**(3,25,69,062)**

For the year ended 31st March 2017	Openning Balance	Recognised in profit or loss	On acquisition of subsidiary	Closing Balance
Deffered Tax Liability				
Plant Property Equipment	-	-	-	-
Gross Deffered Tax Liability	-	-	-	-
Deffered Tax Asset				
Defined benefit obligation	-	-	-	-
Other Disallowable Expenses	-	-	-	-
Brought forward unabsorbed depreciation to be carried forward to next years	-	-	-	-
Gross Deffered Tax Asset	-	-	-	-

Notes forming part of the Consolidated financial Statements for the year ended March 31 ,2018

Note 8 - Other Assets

(Amount in ₹)

Sr. No	Particulars	March 31, 2018	March 31, 2017	April 1, 2016
A	**Non Current Assets**			
(i)	Capital advance	3,14,86,328	57,26,831	10,39,735
(ii)	Security Deposits with Public Bodies and others	65,56,439	61,16,539	61,12,539
(iii)	Balance with Statutory/Revenue Authorities	84,40,076	1,55,43,617	1,61,18,266
(iv)	Prepaid Expenses	5,13,782	-	-
	TOTAL	**4,69,96,625**	**2,73,86,987**	**2,32,70,540**
B	**Current Assets**			
(i)	Balance with Statutory/Revenue Authorities	11,44,10,853	4,34,99,336	3,13,05,600
(ii)	Advance to Vendor	1,93,20,916	56,35,308	27,09,733
(iii)	Prepaid Expenses	19,54,543	9,95,912	6,79,107
	TOTAL	**13,56,86,312**	**5,01,30,556**	**3,46,94,440**

Note - 9 : Inventories (At lower of cost and net realisable value)

(Amount in ₹)

Sr. No	Particulars	March 31, 2018	March 31, 2017	April 1, 2016
(i)	Raw materials(Include stock in transit ₹ 14,05,998 (March 31,2017-₹ 502504) (April 1, 2016 - Nil)	6,52,99,436	1,22,80,778	1,04,90,393
(ii)	Work-in-progress	7,45,14,398	6,78,84,576	3,94,84,165
(iii)	Finished Goods	3,25,42,888	4,50,65,909	81,57,198
(iv)	Stores & Spares	4,18,53,144	3,35,86,295	3,08,18,186
(v)	Others (Fuel,Packing Material)	41,37,049	33,83,025	20,91,665
	TOTAL	**21,83,46,915**	**16,22,00,583**	**9,10,41,607**

Note No. 10 - Trade receivables

(Amount in ₹)

Sr. No	Particulars	March 31, 2018	March 31, 2017	April 1, 2016
	Unsecured			
(i)	Considered good	15,28,66,705	10,31,27,440	12,86,03,677
(ii)	Considered doubtful	17,00,239	-	-
		15,45,66,944	10,31,27,440	12,86,03,677
	Less : Allowance for doubtful debts	17,00,239	-	-
	TOTAL	15,28,66,705	10,31,27,440	12,86,03,677

Footnote :

1. Trade receivables are dues in respect of goods sold in the normal course of business.
2. The normal credit period allowed by the company ranges from 60 to 90 days.
3. No trade or other receivables are dues from directors or other officer of the company either severally or jointly with any other person nor any trade or other receivables are due from firm or private companies respectively .
4. Refer Note no 28 for credit risk

Note 11 : Cash and Cash Equivalents

(Amount in ₹)

Sr. No	Particulars	March 31, 2018	March 31, 2017	April 1, 2016
(i)	Cash in hand	19,99,183	7,08,630	4,37,273
(ii)	Balance with bank in current account	6,94,59,830	15,71,911	30,05,352
	TOTAL	**7,14,59,013**	**22,80,541**	**34,42,625**

Note 12 : Other Balances with Bank

Sr. No	Particulars	March 31, 2018	March 31, 2017	April 1, 2016
(i)	Call and short term deposit accounts Margin money Deposits with original Maturity <12 Months [Refere Note no (a) below)	81,13,425	60,42,131	69,42,226
	Less : Term Deposit with Bank maturing after 12 months from the balance sheet date and other Earmarked / Margin money / Pledged deposits classified as Non - Current Financial Assets	-	-	-
	TOTAL	**81,13,425**	**60,42,131**	**69,42,226**

Footnotes :

(a) Margin money deposits with carrying amount of ₹ 81,13,425/- (March 31, 2017 - ₹ 60,42,131/- ; March 31, 2016 - ₹ 69,42,226/-) are subject to first charge against bank guarantees.

Note 13 : Equity Share Capital

Particulars	March 31, 2018	March 31, 2017	April 1, 2016
Authorised Capital: 10500000 Equity Shares of ₹10/- each (March 31, 2017: 9250000 Equity Shares of ₹10/- each) (April 1, 2016: 9250000 Equity Shares of ₹10/- each)	10,50,00,000	9,25,00,000	9,25,00,000
	10,50,00,000	**9,25,00,000**	**9,25,00,000**
Issued Subscribed & Paid up: 9315149 Equity Shares of ₹.10/- each fully paid (March 31, 2017: 9200830 Equity Shares of ₹10/- each) (April 1, 2016: 9200830 Equity Shares of ₹ 10/- each)	9,31,51,490	9,20,08,300	9,20,08,300
Total	**9,31,51,490**	**9,20,08,300**	**9,20,08,300**

*Authorised capital of 11000000 (2017 :11750000) and (2016 :11750000), 1% (2017 : 9%) and (2016:9%) Non convertible Non Cumulative (2017 : Cumulative) and (2016 :Cumulative) Redeemable Preference Share of ₹ 10/- each is not considered above.Redeemable Preference shares issued have been considered as borrowings in accordance with the requirement of Ind AS. Refer Note 15 (e)

Footnotes :

(i)Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting year

Particular	March 31, 2018		March 31, 2017		April 1, 2016	
	No.of Shares	Amount	No.of Shares	Amount	No.of Shares	Amount
Equity						
No of shares outstanding at the beginning of the year	92,00,830	9,20,08,300	92,00,830	9,20,08,300	92,00,830	9,20,08,300
Add: Additional shares issued during the year year	1,14,319	11,43,190	-	-	-	-
Less: Shares forfeited/Bought back during the year	-	-	-	-	-	-
No of shares outstanding at the end of the year	**93,15,149**	**9,31,51,490**	**92,00,830**	**9,20,08,300**	**92,00,830**	**9,20,08,300**

(ii) The company has only one class of equity shares having at par value or ₹10/- per share. Each older of equity share is entitled to one vote per share. The company declares and pays dividend in indian Rupees. The dividend proposed by the Board of Director is subject to the approval of the share holders in the ensuing Annual general meeting. In the event of liquidation of the company, the holder of equity shares will be entitled to receive remaining assets of the company after distribution of all preferential amounts. The distribution will be in proportion to number of shares held by share holder.

(iii) Shareholders holding more than 5% shares in the Company :

Particulars	March 31, 2018		March 31, 2017		April 1, 2016	
	No.of Shares	% of Holding	No.of Shares	% of Holding	No.of Shares	% of Holding
Equity Shares of ₹10/- fully paid held by Holding Company Manekchand Panachand Trading Investment Co.Pvt.Ltd	59,60,611	63.99	59,60,611	64.78	59,60,611	64.78

None of the Shareholders other than Holding Company holds more than 5% as on the reporting date and previous year

(iv) Equity Shares in the entity held by holding company

Particulars	March 31, 2018		March 31, 2017		April 1, 2016	
	No of Shares	% of Holding	No of Shares	% of Holding	No of Shares	% of Holding
Manekchand Panachand Trading Investment Co.Pvt.Ltd	59,60,611	63.99	59,60,611	64.78	59,60,611	64.78

(v)Aggregate number and class of shares allotted as fully paid up pursuant to contract(s) without payment being received in cash, bonus shares and shares bought back for the period of 5 years immediately preceding the balance sheet date - Nil(March 31, 2017 - Nil and April 1, 2016 - Nil)

Note 14 : Other Equity

(Amount in ₹)

Sr. No	Particulars	March 31, 2018	March 31, 2017	April 1, 2016
	Reserves and Surplus			
(i)	Capital Reserve			
	Opening balance	2,23,525	2,35,112	2,35,112
	Addition / (deletion)	21,323	(11,587)	-
	Closing balance	2,44,848	2,23,525	2,35,112
(ii)	Capital Redemption Reserve			
	Opening and Closing balance	5,00,000	5,00,000	5,00,000
(iii)	Securities Premium Account			
	Opening balance	54,96,740	54,96,740	54,96,740
	Add:Premium on issue of sweat equity shares	38,79,987	-	-
	Closing balance	93,76,727	54,96,740	54,96,740
(iv)	Retained Earnings			
	Opening balance	(21,60,94,099)	(22,04,21,221)	(22,00,94,710)
	Add/(Less): Additions/(Adjustments)	4,27,63,319	0	99,922
	Add: Current Years Profits	31,09,01,389	50,80,466	(4,26,433)
	Less: Other comprehensive income	(42,02,496)	(11,79,834)	-
	Add/(less):Foreign currency monetary item translation difference account	1,27,609	4,26,490	-
	Closing balance	13,34,95,722	(21,60,94,099)	(22,04,21,221)
(v)	Transition Reserve			
	Opening and Closing balance	8,84,49,427	8,84,49,427	8,84,49,427
(vi)	General Reserve			
	Opening and Closing balance	13,33,29,906	13,33,29,906	13,33,29,906
	TOTAL	36,53,96,630	1,19,05,499	75,89,964

Capital Reserve :

Capital Reserve is utilised in accordance with the provisions of the Act.

Capital Redemption Reserve

Capital redemption reserve represents reserve created on redemption of preference shares. It is non distributable reserve

Securities Premium Reserve

Securities Premium Reserve is used to record the premium on issue of shares . This reserve is utilised in accordance with the provisions of the Act.

Retained Earnings

The amount that can be distributed by the company as dividend to its equity shareholders

Transition Reserve

Transition Reserve represents reserve created on transition from Accounting Standards to Ind AS.

General Reserve

General reserve is used from time to time to transfer profits from retained earnings for appropriation purpose.

Note 15 : Borrowings

(Amount in Rs.)

Sr. No	Particulars	March 31, 2018	March 31, 2017	April 1, 2016
A	**Long Term Borrowings**			
(a)	Secured Borrowings:			
(i)	Term loan from bank	-	-	-
(ii)	Others (Refere Note (b) above	3,02,23,254	-	-
		3,02,23,254	-	-
	Less :Current Maturity of Long term borrowings disclosed under (Refer Note (b) 16	77,94,327	-	-
		2,24,28,927	-	-
(b)	Unsecured Borrowings			
(i)	Deferred sales tax loan [Refer Footnote (c) below	-	2,38,964	2,35,879
(ii)	Inter Corporate Deposit [Refer Footnote (b) below	-	10,66,13,333	-
(iii)	Redeemable preference shares 9600000 1% Non convertible , Non cumulative (2017 - 9600000 9% Non convertible , Cumulative and 2016 - 9600000 9% Non Convertible , Cumulative) Redeemable Preference Shares of ₹ 10 /-(2017 - ₹10/- and 2016 - ₹ 10/-))[Refer note (e) below]	4,30,01,800	7,54,55,342	6,10,55,342
		4,30,01,800	18,23,07,639	6,12,91,221
	TOTAL	**6,54,30,727**	**18,23,07,639**	**6,12,91,221**

B	**Short Term Borrowings**			
(a)	Secured Borrowings			
(i)	Working Capital Loan from Bank [Refer Note (f)]	6,89,26,719	15,68,94,149	19,56,84,097
(b)	Unsecured Borrowings			
(i)	Inter Corporate Deposits (refere note no (d) below)	1,47,15,856	1,66,20,000	12,77,01,779
	TOTAL	**8,36,42,575**	**17,35,14,149**	**32,33,85,876**

a) During the year , the Company had obtained term loan from a bank towards purchase of motor vehicle. The term loan is secured by charge on motor vehicles. The charge is yet to be registered. The terms of repayment are as follows

Particulars	Terms of repayment
Rate of Interest	8.25%
Year of Maturity	March, 2023
Number of Installments left	60

b) During the year , the Company had obtained term loan from a bank towards purchase of machinery & equipments. The term loan is secured by charge on machinery & equipments. The charge is yet to be registered. The terms of repayment are as follows

Particulars	Terms of repayment
Rate of Interest	12.75%
Year of Maturity	March, 2022
Number of Installments left	54

c) The Company had obtained a interest free Loan of ₹ 20.89 Lakh under sales tax deferred scheme repayable in 15 installment. The loan was repaid during the year.

d) Inter Coporate Deposits are carrying interest rate of 12% and repayable on or before 2019.

e) Redeemable Preference Shares

During the year ,(after obtaining the consent of the preference shareholders) the Company has varied the terms of issue of preference shares alloted to 9% cumulative preference shares to 1% non cumulative preference shares redeemable at par until the entire losses are recouped or at such a premium not exceeding Rs 8 per share after entire losses of the company are recouped at the sole discretion and option of the company with effect from 1st April 2017. Further cumulative dividends accumulated upto 31st March 2017 have been waived.

f) Working Capital loan from Bank

The Company had working capital facilities from various banks carrying interest rate of 12.95%p.a. These facilities are repayable on demand, secured by way of first pari passu charge on current assets , second pari passu charge on Company's entire fixed assets and further secured by personal guarantee of Chairman and Managing Director.

Note 16 - Other financial liabilities

(Amount in ₹)

Sr. No	Particulars	March,31 2018	March 31, 2017	April 1, 2016
	Current Financial Liabilities			
(i)	Current maturity of long term borrowings (Refer note 15 A)	77,94,327	4,14,976	15,70,796
(ii)	Other payables	50,06,564	57,30,248	53,22,238
(iii)	Interest accrued but not due on borrowings	2,96,297	1,18,99,451	1,42,20,698
(iv)	Redeemed Preference Share & Excess right issue (Unclaimed)	27,393	13,500	21,000
(v)	Creditors for Capital Expenditure	2,33,63,662	-	-
(vi)	Unclaimed Bonus & Salary	-	45,547	45,547
(vii)	Book overdraft	-	-	7,30,809
(viii)	Dividend payable	1,51,167	-	-
	TOTAL	**3,66,39,410**	**1,81,03,722**	**2,19,11,088**

Note 17 - Provisions

(Amount in ₹)

Sr. No	Particulars	March 31, 2018	March 31, 2017	April 1, 2016
A	**Non Current**			
	Employee Benefit Obligations			
(i)	Compensated absences	51,28,365	44,77,093	-
(ii)	Gratuity (Refer Note No. 31)	2,04,95,146	1,56,36,872	1,71,21,197
	TOTAL	**2,56,23,511**	**2,01,13,965**	**1,71,21,197**
B	**Current**			
	Employee Benefit Obligations			
(i)	Compensated absences	87,25,150	24,84,293	-
(ii)	Gratuity (Refer Note No. 31)	41,55,054	56,43,119	63,39,671
(iii)	Dividend payable	-	1,29,844	1,41,431
	TOTAL	**1,28,80,204**	**82,57,256**	**64,81,102**

(i)	Movement in provisions	Gratuity	Compensated absences	Total
	Opening balance	1,81,21,165	1,01,20,212	2,82,41,377
	Add/Less :Provision recognised /(reversed) during the year	65,29,035	37,33,303	1,02,62,338
	Closing balance	**2,46,50,200**	**1,38,53,515**	**3,85,03,715**

Note 18 - Other Liabilities

Notes forming part of the Consolidated financial Statements for the year ended March 31 ,2018 (Amount in ₹)

Sr. No	Particulars	March 31, 2018	March 31, 2017	April 1, 2016
	Current			
(i)	Statutory Dues	1,34,09,321	2,62,68,918	2,05,90,269
(ii)	Employee Dues	2,49,22,621	1,79,39,777	1,64,74,555
(iii)	Advance From Customer	32,46,50,751	2,30,77,037	-
(iv)	Other current liabilities	11,45,86,127	-	-
	TOTAL	**47,75,68,820**	**6,72,85,732**	**3,70,64,824**

Note - 19 : Trade Payables

(Amount in ₹)

Sr. No	Particulars	March 31, 2018	March 31, 2017	April 1, 2016
(i)	Micro and Small Enterprises	-	-	-
(ii)	Others	**23,24,43,877**	25,51,76,382	20,42,03,557
	TOTAL	**23,24,43,877**	**25,51,76,382**	**20,42,03,557**

(a) Disclosure required under Clause 22 of Micro , Small and Medium Enterprises Development ('MSMED') Act , 2006

Particulars	March 31, 2018	March 31, 2017	April 1, 2016
a) the principal amount and the interest due thereon (to be shown seperately) remaining unpaid to any supplier as at the end of accounting year	-	-	-
b) the amount of interest paid by the buyer under MSMED Act,2006 along with the amounts of the payment made to the supplier beyond the appointment day during each accounting year	-	-	-
c) the amount of interest due and payable for the period(where the principal has been paid but interest under the MSMED Act 2006-Not paid	-	-	-
d)The amount of interest accrued and remaining unpaid at the end of accounting year; and	-	-	-
e)The amount of further interest due and payable even in the succeeding year,until such date when the interest dues as above are actually paid to the small enterprises,for the purpose of disallowances as a deductible expenditure under section 23.	-	-	-

(b) The amount due to Micro and Small Enterprises as defined in the "The Micro, Small and Medium Enterprises Development Act, 2006" has been determined to the extent such parties have been identified on the basis of information collected by the Management.

(c) All trade payables are 'current'. The Company's exposure to currency and liquidity risks related to trade payables is disclosed in note no 28

Note 20: Revenue from Operations

(Amount in ₹)

Sr. No	Particulars	March 31, 2018	March 31, 2017
(i)	Sales of Products	1,11,32,29,522	55,32,85,741
(ii)	Other Operating Revenue		
a)	Sale of scrap & sales other	3,81,681	
b)	Export Benefit	2,83,89,687	1,46,02,040
c)	Sundry balances written back	14,78,882	9,01,469
	TOTAL	**1,14,34,79,772**	**56,87,89,250**

Note 21 Other Income

(Amount in ₹)

Sr. No	Particulars	March 31, 2018	March 31, 2017
(i)	Interest Income on:		
	a) Deposits with banks and financial institutions TDS ₹23109 (P.Y ₹ 21702)	6,87,462	7,52,341
	b) Others	8,15,555	30,92,176
(ii)	Other Miscellaneous income	4,00,202	1,09,862
(iii)	Foreign Exchange Gain (Net)	9,83,344	9,59,152
	TOTAL	28,86,563	49,13,531

Note 22A - Cost of materials consumed

(Amount in ₹)

Sr. No	Particulars	March 31, 2018	March 31, 2017
	Inventory at the beginning of the year	1,53,30,549	1,12,48,181
	Add: Purchases	46,96,37,859	33,44,44,000
		48,49,68,408	34,56,92,181
	Less: Inventory at the end of the year	6,58,23,894	1,31,23,210
	Cost of materials consumed	**41,91,44,514**	**33,25,68,971**

Value of Raw Material Consumed

Sr No	Particular	March31, 2018		March31, 2017	
1	Imported	0.45%	18,52,263	5.31%	1,78,25,764
2	Indigenous	99.55%	41,72,92,251	94.69%	31,73,76,260

Sr No	Raw Material Consumed	March 31, 2018	March 31, 2017
(i)	Benzene	8,92,25,847	5,81,21,684
(ii)	Nitric acid	2,94,46,980	4,22,36,064
(iii)	Cast iron powder	6,99,41,019	4,61,64,962
(iv)	Oleum 65%	3,18,11,171	1,89,29,577
(v)	Caustic Potash Flakes	22,59,049	31,68,438
(vi)	Packaging Material	31,98,851	24,54,974
(vii)	Other	19,32,61,597	16,41,26,325
	TOTAL	**41,91,44,514**	**33,52,02,024**

Note 22B- Changes in inventories of finished goods, stock-in-trade and work-in-progress

Sr. No	Particulars	March 31, 2018	March 31, 2017
(i)	Opening Stock		
	Work in progress	7,12,15,981	3,94,84,165
	Finished goods	8,00,52,648	69,17,383
	Scrap	3,00,000	2,50,000
	Total (i)	15,15,68,629	4,66,51,548
(ii)	Closing Stock		
	Work in progress	7,45,14,398	9,17,12,109
	Finished goods	6,17,37,266	2,10,64,424
	Scrap	3,25,000	3,00,000
	Total (ii)	13,65,76,664	11,30,76,533
	Changes in Inventories Decrease/(Increase)(i-ii)	1,49,91,965	(6,64,24,985)
	TOTAL	**1,49,91,965**	**(6,64,24,985)**

Note 22C Excise Duty

The Government of India has implemented Goods and service Tax (GST) from July1, 2017 replacing excise duty, service tax various other indirect taxes. Excise duty for the year ended March 31, 2018 pertains to the period of 3 month (April 2017 to June 2017) whereas for the year ended March 31, 2017 pertains to 12 month period.

Note 23- Employee Benefit Expenses

(Amount in ₹)

Sr. No	Particulars	March 31, 2018	March 31, 2017
(i)	Salaries and wages, including bonus	8,31,37,579	7,11,56,584
(ii)	Contribution to Provident and other funds	34,76,318	30,68,171
(iii)	Gratuity	40,86,270	19,46,517
(iv)	Share based compensation expense (Refer Note No. 23(i) below)	50,23,117	-
(v)	Staff welfare expenses	17,66,956	14,58,845
	TOTAL	**9,74,90,240**	**7,76,30,117**

Note 23(1)

The company had issued 1,14,319 Equity Shares at ₹ 43.94 per share as Sweat Equity Shares to Shri Abhishek Asit Javeri, the Executive Director & CFO in substitution of the remuneration due to him for 2016-17 in terms of the Special Resolution passed in the Extra Ordinary General Meeting held on 22nd May 2017.

Note 24 : Finance Cost

(Amount in ₹)

Sr. No	Particulars	March 31, 2018	March 31, 2017
(i)	Interest expense on term loans and other financial liabilities	2,13,77,235	2,74,71,000
(ii)	Interest cost on preference share liability	56,08,930	1,44,00,000
(iii)	Other borrowing cost	2,00,57,902	2,13,13,062
(iv)	Interest on Delayed Payment of tax	24,00,000	-
(v)	Net Gain /loss on foreign Currency Transaction	26,20,867	-
	TOTAL	**5,20,64,934**	**6,31,84,062**

Note 25 - Other Expenses

(Amount in ₹)

Sr. No	Particulars	March 31, 2018	March 31, 2017
(i)	Power and fuel	10,06,80,299	6,87,49,073
(ii)	Rent	7,90,423	4,73,040
(iii)	Rates & Taxes	99,18,001	48,88,618
(iv)	Insurance	15,04,013	11,33,403
(v)	Printing & Stationery	12,05,922	9,20,135
(vi)	Postage, Telegram & Telephone (Communication Expenses)	13,24,540	12,11,614
(vii)	Travelling & Conveyance Expenses	61,84,298	33,70,788
(viii)	Legal & Professional fees	72,23,781	51,43,239
(ix)	Directors Fees	1,41,000	1,57,000
(x)	Electricity charges	2,02,050	99,385
(xi)	Security Charges	21,14,734	17,89,878
(xii)	Stores & spares Consumed	2,65,31,107	46,92,287
(xiii)	Repairs & Maintenance		
	Plant & Machinery	22,15,336	6,10,178
	Others	30,30,344	24,03,938
(xiv)	Other Manufacturing Expenses	99,81,809	26,24,288
(xv)	Effluent Expenses	36,91,962	30,32,478
(xvi)	Research & Development Expenses	2,56,100	1,15,000
(xvii)	Payment to auditors (Refer Note A below)	3,80,000	4,92,500
(xviii)	Selling Expenses		
	Freight and Forwarding Expenses	2,71,22,546	75,07,998
	Commission Charges	26,57,914	14,50,137
	Local Freight & other expenses	1,28,85,849	33,96,927
(xix)	Foreign Exchange Fluctuation	-	58,658
(xx)	Bad debts & Sundry Debit Balances written off	72,25,158	-
(xxi)	Guarantee Commission	1,44,00,000	10,00,000
(xxii)	Amortisation of Lease hold land	804	804
(xxiii)	Miscellenous Expenses	1,80,53,723	98,85,865
	TOTAL	**25,97,21,713**	**12,52,07,231**

Note A : Payment to Auditors :

Sr.No	Particulars	March 31, 2018	March 31, 2017
	As Auditor*		
(i)	Statutory Audit Fee	3,80,000	3,00,000
(ii)	Tax Audit Fee	65,000	65,000
(iii)	In Other Capacity		
	Other Services (Certification fee)	1,07,500	1,27,500
	TOTAL	**5,52,500**	**4,92,500**

* Payments for the year ended March 31,2017 represents fees and re-imbursements paid to the predecessor auditor.

Note - 26 First-time adoption of IND-AS

These are the Group's first financial statement prepared in accordance with IND AS. The Group has adopted Indian Accounting Standards (IND AS) notified by the Ministry of Corporate Affairs with effect from 1st April 2017, with a transition date of 1st April 2016. IND AS 101- first time adoption of Indian Accounting Standards requires that all Ind As standards and interpretations that are issued and effective for the first IND AS Financial statements which is for the year ended March 31st , 2018 for the company , be applied retrospectively and consistently for all financial years presented. Consequently , in preparing these IND AS financial statements , the Group has availed certain exemptions and complied with the mandatory exceptions provided in IND AS 101, as explained below. The resulting difference in the carrying values of the assets and liabilities as at the transition date between the IND AS and Previous GAAP have been recognised directly in equity (retained earnings or another appropriate category of equity).

Set out below are the IND AS 101 exemptions availed as applicable and mandatory exceptions applied in the transition from previous GAAP to IND AS

A. Optional Exemptions Availed

(a) Deemed Cost

The Group has opted paragraph D7AA and accordingly considered the carrying value of property , plant and equipments (other than free hold land) as deemed cost as at the transition date. Freehold land valued at fair value.

(b)Investments in subsidiaries

The Group has opted paragraph D14 and D15 and accordingly considered the Previous GAAP carrying amount of investment as deemed as at the transition date

(c) Designation of previously recognised financial instruments

Paragraph D19B of IND AS 101 gives an option to an entity to designate investments in equity instruments at FVOCI on the basis of the facts and circumstances at the date of transition to IND AS. The Company has opted to apply this exemption for its investment in equity instruments

B. Applicable Mandatory Exceptions

(a) Estimates

An entity's estimates in accordance with IND AS at the date of transition to IND AS shall be consistent with estimates made for the same date in accordance with previous GAAP (after adjustments to reflect any difference in accounting policies).

IND AS estimates as at April 1 , 2016 are consistent with the estimates as at the same date made in confirmity with previous GAAP. The company made estimates for the following items in accordance with IND AS at the date of transition as these were not required under previous GAAP.

-Investments in equity instruments carried at FVPL or FVOCI
-Investments in debt instruments carried at FVPL
-Impairment of financial assets based on expected credit loss model

(b) Classification and measurement of financial assets

As requried under IND AS 101 the company has assessed the classification and measurement of financial assets (investment in debt instruments) on the basis of the facts and circumstances that exist at the date of transition to IND AS

C.Transition to IND AS - Reconciliations

The following reconciliations provide a quantification of the effect of significant differences arising from the transition from previous GAAP to IND AS as required under Ind AS 101

(I). Reconciliation of Equity and Profit and loss as previous reported under Indian GAAP to IND AS
(ii). Reconciliation of Balance sheet as at March 31, 2017 and April 1, 2016 (Transition Date)
(iii).Reconciliation of Total comprehensive income for the year ended March 31, 2017

Note No - 27 First-time adoption Reconciliations

(i) Reconciliation of equity and Profit and loss as previously reported under Indian GAAP to IND AS **(Amount in ₹)**

Particulars	Notes	March 31 2017	March 31 2016
Equity under previous GAAP attribitable to shareholders		9,49,32,091	7,23,35,028
Adjustments			
Reclassification from Equity to Financial liabilities	1	(6,10,55,343)	(6,10,55,343)
Fair valuation of Land	2	8,84,49,427	8,84,49,427
Fair valuation of Financial liabilities	1	(1,44,00,000)	-
Total Adjustments		1,29,94,084	2,73,94,084
Equity under Ind AS attributable to shareholders of the		10,79,26,175	9,97,29,112

Reconciliation of profit **(Amount in ₹)**

PARTICULARS	Notes	March 31 2017
Net Profit attributable to shareholders of Company as per previous GAAP		2,25,97,063
Reclassification of Leasehold amortisation	3	(804)
Reclassification of Leasehold amortisation	3	804
Fair Valuation of Financial Instruments	1	(1,44,00,000)
Actuarial (gain)/loss on employee defined benefit expense recognized in Other Comprehensive Income	5	11,79,834
Net Profit after Tax as per IND AS		93,76,897
Other comprehensive income - employee defined benefit expense	5	(11,79,834)
Total comprehensive income as per Ind AS attributable to : Equity holders of the company		81,97,063

Notes forming part of the Consolidated financial Statements for the year ended March 31 ,2018

ii.Reconciliation of Balance Sheet as at March 31, 2017 and April 1, 2016 (transition date)

(Amount in ₹)

Particulars	March 31, 2017			April 1, 2016		
Assets	IGAAP	INDAS Adjustments	INDAS Total	IGAAP	INDAS Adjustments	INDAS Total
Non-current Assets						
(a)Property, Plant and Equipment	28,14,40,852	8,84,08,010	36,98,48,862	29,40,91,790	8,84,07,206	38,24,98,996
(b)Capital work-in-progress	8,69,93,828	-	8,69,93,828	8,69,93,828	-	8,69,93,828
	36,84,34,680	8,84,08,010	45,68,42,690	38,10,85,618	8,84,07,206	46,94,92,824
(c)Non-current financial Assets						
(i)Loans and Advances	4,68,636	-	4,68,636	3,10,650	-	3,10,650
(d)Income Tax Asset (Net)	54,18,246	-	54,18,246	54,06,007	-	54,06,007
(e)Other Non-current Assets	2,73,86,987	-	2,73,86,987	2,32,70,540	-	2,32,70,540
Total Non Current Assets	40,17,08,549	8,84,08,010	49,01,16,559	41,00,72,815	8,84,07,206	49,84,80,021
Current Assets						
(a)Inventories	16,22,00,583	-	16,22,00,583	9,10,41,608	-	9,10,41,608
(b)Financial Assets						
Current Investments						
(i)Trade and other receivables	10,31,27,440	-	10,31,27,440	12,86,03,677	-	12,86,03,677
(ii) Cash and Cash Equivalents	22,80,541	-	22,80,541	34,42,625	-	34,42,625
(iii) Bank Balances other than (ii) above	60,42,131	-	60,42,131	69,42,226	-	69,42,226
(iv)Loans	1,46,52,453	-	1,46,52,453	74,19,399	-	74,19,399
(v) Other financial assets	1,22,381	-	1,22,381	4,33,134	-	4,33,134
(c)Other Current Assets	5,00,89,139	41,417	5,01,30,556	3,46,52,219	42,221	3,46,94,440
Total Current Assets	33,85,14,668	41,417	33,85,56,085	27,25,34,888	42,221	27,25,77,109
Total	74,02,23,217	8,84,49,427	82,86,72,644	68,26,07,703	8,84,49,427	77,10,57,130
Equity and Liabilities	IGAAP	INDAS Adjustments	INDAS Total	IGAAP	INDAS Adjustments	INDAS Total
(a)Equity						
Equity Share capital	9,20,08,300	-	9,20,08,300	9,20,08,300	-	9,20,08,300
Preference Share Capital	9,60,00,000	(9,60,00,000)	-	9,60,00,000	(9,60,00,000)	-
Other Equity	(9,70,88,586)	10,89,94,085	1,19,05,499	(11,58,04,120)	12,33,94,085	75,89,965
(b)Equity attributable to equity holders of the parent	9,09,19,714	10,89,94,085	10,39,13,799	7,22,04,180	12,33,94,085	9,95,98,265
Total Equity	9,09,19,714	10,89,94,085	10,39,13,799	7,22,04,180	12,33,94,085	9,95,98,265
Non-current Liabilities						
(a) Financial Liabilities						
Borrowings	10,68,52,297	7,54,55,342	18,23,07,639	2,35,879	6,10,55,342	6,12,91,221
(b)Long-term provisions	2,01,13,965	-	2,01,13,965	1,71,21,197	-	1,71,21,197
(c)Other non-current Liabilities						
Total Non Current Liabilities	12,69,66,262	7,54,55,342	20,24,21,604	1,73,57,076	6,10,55,342	7,84,12,418
Current Liabilities						
(a)Financial Liabilities						
(i) Borrowing	17,35,14,149	-	17,35,14,149	32,33,85,876	-	32,33,85,876
(ii) Trade Payables	25,51,76,382	-	25,51,76,382	20,42,03,557	-	20,42,03,557
(iii) Other current financial Liabilities	1,81,03,722	-	1,81,03,722	2,19,11,088	-	2,19,11,088
(b)Short-term Provisions	82,57,256		82,57,256	64,81,102		64,81,102
(c)Other current liabilities	6,72,85,732	-	6,72,85,732	3,70,64,824	-	3,70,64,824
Total Current Liabilities	52,23,37,241	-	52,23,37,241	59,30,46,447	-	59,30,46,447
Total	74,02,23,217	18,44,49,427	82,86,72,644	68,26,07,703	18,44,49,427	77,10,57,130

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

(Amount in Rs.)

Particulars	March 31, 2017		
Income	IGAAP	IND AS Adjustments	INDAS Total
Revenue			
Revenue from operations	56,87,89,250	-	56,87,89,250
Other Income	49,13,531	-	49,13,531
Total	57,37,02,781	-	57,37,02,781
Expenses	**IGAAP**	**IND AS Adjustments**	**INDAS Total**
Material Consumed	33,25,68,971	-	33,25,68,971
Change in inventory	(6,64,24,985)	-	(6,64,24,985)
Excise Duty	1,72,36,872	-	1,72,36,872
Employee Benefit Expenses	7,88,09,951	(11,79,834)	7,76,30,117
Finance Costs	4,87,84,062	1,44,00,000	6,31,84,062
Depreciation and Amortisation	1,92,20,851	(804)	1,92,20,047
Other Operating and General Expenses	12,52,06,427	804	12,52,07,231
Total	55,54,02,149	1,32,20,166	56,86,22,315
Profit/ (Loss) Before Tax and Exception items	1,83,00,632	(1,32,20,166)	50,80,466
Exceptional Items	-	-	-
Profit/ (Loss) Before Tax	1,83,00,632	(1,32,20,166)	50,80,466
Tax Expenses			
Current Tax	-	-	-
Total	-	-	-
Profit/ (Loss) for the period after tax and before share of associates and joint ventures	1,83,00,632	(1,32,20,166)	50,80,466
Less : Remeasurement on Defined Benefit Planes	-	-	-
Add : Share of Profit / (Loss) of Associates	-	-	-
Profit/ (Loss) After Tax and share of associates and joint ventures before minority	1,83,00,632	(1,32,20,166)	50,80,466
Less: Minority Interest	-	-	-
NET PROFIT	1,83,00,632	(1,32,20,166)	50,80,466

Other Comprehensive income, net of tax	IGAAP	IND AS Adjustments	INDAS Total
Items that will not be reclassified subsequently to profit and loss			
Remeasurement of defined benefit obligation	-	(11,79,834)	(11,79,834)
	-	(11,79,834)	(11,79,834)
Items that will be reclassified subsequently to profit and loss			
Other Comprehensive income for the period, net of tax	-	(11,79,834)	(11,79,834)
Less : Minority Interest in Subsidiaries	-	-	-
Other Comprehensive income after Minority Interest	-	(11,79,834)	(11,79,834)
Total Comprehensive Income for the period	1,83,00,632	(1,44,00,000)	39,00,632
Profit/ (Loss) for the period attributable to:			
Owners of the Company	1,83,00,632	(1,32,20,166)	50,80,466
	1,83,00,632	(1,32,20,166)	50,80,466
Total Comprehensive Income for the period attributable to			
Owners of the Company	1,83,00,632	(1,44,00,000)	39,00,632
	1,83,00,632	(1,44,00,000)	39,00,632

1. **Financial liabilities carried at amortized cost:**
   Under previous GAAP, 9% Cumulative redeemable preference shares were classified as part of total equity. These have been reclassified as debt and have been recorded at fair value as at April 1 , 2016 with the resultant gain being recognised in the retained earnings. Dividend and distribution tax thereon has been charged as finance cost.
2. **Financial Guarantee Premium**
   Under IND AS, financial guarantee contracts are accounted as financial liabilities and measured initially at fair value. Accordingly, ₹ 2,662,500 as at March 31, 2016 (Nil as at April 1, 2015) has been recognised as a liability with a corresponding charge to profit or loss. The consequential tax effect has also been recognised. Whereas under previous GAAP, these were not recognised in the balance sheet.
3. **Freehold Land**
   The Company have considered fair value for property,(valuation being done by registered valuers)viz freehold land admeasuring over 28552 Sqmt, situated in India, with impact of ₹ 8,84,49,427/- in accordance with stipulations of Ind AS 101 with the resultant.
4. **Leasehold Land**
   Under previous GAAP , leasehold land were classified as property , plant and equipment and depreciated over the period of lease. These have been reclassified as prepayments and written off over period of lease in accordance with IND AS.
5. **Deferred Tax Assets**
   Ind AS 12 requires entities to account for deferred taxes using the Balance sheet approach, which focuses on temporary differences between the carrying amount of an asset or liability in the Balance Sheet and its tax base. Deferred tax adjustments are made for deferred tax impact on account of differences between Previous GAAP and IND AS.
6. **Actuarial Gains / Losses**
   Indian GAAP and IND AS, the Company recognised cost related to its post employment defined benefit plan on an actuarial basis. Under Indian GAAP, the entire cost, including actuarial gains and losses, are charged to statement of Profit & Loss. Under IND AS, remeasurement (comprising of actuarial gains and losses, the effect of the assets ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets excluding amounts included in net interest on the net defined liability) are recognised immediately in the Balance sheet with a corresponding debit or credit to retained earnings through Other Comprehensive Income (OCI)."
7. **Other Comprehensive Income:**
   Under previous GAAP, there was no concept of other comprehensive income. Under IND AS, specified items of income, expense, gains, or losses are required to be presented in other comprehensive income.
8. **Bank Overdrafts:**
   Under Ind AS, bank overdrafts which are repayable on demand and form an integral part of an entity's cash management system are included in cash and cash equivalents for the purpose of presentation of statement of cash flows. Where as under previous GAAP, there was no similar guidance and hence, bank overdrafts were considered similar to other borrowings and the movements therein were reflected in cash flows from financing activities. The effect of this is that bank overdrafts of ₹ 15,68,94,149 as at March 31, 2017 and ₹195,684,097 as at April 01, 2016, have been considered as a part of cash and cash equivalents under Ind AS for the purpose of presentation of statement of cash flows. Consequently, the cash flow from financing activities as per the statement of cash flows for the year ended March 31, 2017 prepared as per IND AS is higher to the extent of this net movement of ₹ 3,87,89,948
9. **Revenue**
   Under previous GAAP, revenue from sale of products was presented net of excise duty under revenue from operations. Whereas, under IND AS, revenue from sale of products includes excise duty. The corresponding excise duty expense is presented separately on the face of the statement of Profit and loss. The change does not affect total equity as at April 1, 2016 and March 31, 2017 or total profit for the year ended March 31, 2017.

Note No - 28 Financial Instruments and Risk Review

Capital Management

The key objective of the Group's capital management is to ensure that it maintains a stable capital structure with the focus on total equity to uphold the investor, creditor and customer confidence and to ensure future development of its business. The Group focused on keeping strong total equity base to ensure independence, security as well high financial flexibility for potential future borrowings, if required without impacting the risk profile of the company. The Group's goal is to continue to be able to return excess liquidity to shareholders by continuing to distribute annual dividends in future periods. The amount of future dividends of equity shares will be balanced with efforts to continue to maintain an adequate liquidity status.

(Amount in ₹.)

Particulars	March 31, 2018	March 31, 2017
Total equity attributable to equity shareholders of the company	45,85,48,120	10,39,13,799
As a percentage of total capital	75	23
Long term borrowings	6,54,30,727	18,23,07,639
Short term borrowings	8,36,42,575	17,35,14,149
Total borrowings	14,90,73,302	35,58,21,788
As a percentage of total capital	25	77
Total Capital (Equity and Borrowings)	**60,76,21,422**	**45,97,35,587**

The Group business plan coupled with global macro economic scenario have helped the company achieve enhanced profitability and liquidity resulting improved equity base and lower the risk profile of the Group.

Financial Risk Management Framework

The Group has exposure to the following risks arising from financial instruments :

a) Credit risk
b) Liquidity risk
c) Market risk

i) Credit Risk

Credit risk is the risk that the counterparty will not meet its obligation under a financial instrument or customer contract leading to financial loss. The credit risk arises principally from its operating activities (primarily trade receivables) and from its financing activities including deposits with banks and financial institutions and other financial instruments.

The customer credit is managed by the Group's established policy , procedures and controls relating to customer credit management. The Group has established a credit policy under which each new customer is analysed individually for credit worthiness before the company's standard payment and delivery terms and conditions are offered. The Group's review includes external ratings where available and other publically available financial information. Outstanding customers receivables are regularly monitored and any shipment to major customers are generally covered by letter of credit or other forms of credit insurance.

The company establishes an allowance for impairment that represents fixed estimate of expected losses in respect of trade and other receivable. The maximum exposure to credit risk as at reporting date is primarily from trade receivable amounting to ₹ 15,28,66,705/- (2017- ₹ 10,31,27,440 and 2016 - ₹ 12,86,03,677/-). The movement in allowance for impairment in trade and other receivables during the year was as follows :

Allowance for impairment	March 31, 2018	March 31, 2017
Opening balance	-	-
Impairment loss recognised / reversed	17,00,239	-
Closing balance	**17,00,239**	-

No single customer accounted for 10 percent of trade receivable as of March 31, 2018 and March 31, 2017. There is no significant concentration of credit risk. Credit risk on cash and cash equivalenet is limited as the Company generally transacts with banks and financial institutions with high credit ratings assigned by international and domestic credit ratings agencies.

ii)Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity is to ensure as far as possible that will have sufficient liquidity to meet its liabilities when they are due under both normal and stressed conditions without incurring unacceptable losses or risking damage to Group's reputation.

The Group believes that the working capital is sufficient to meet its current requirements. Accordingly , no liquidity risk is perceived. In addition , the Group maintains the following line of credit.

a) Working capital loan from a bank carrying interest rate of 12.95 % p.a. These facilities are repayable on demand, secured by way of first pari passu charge on the present and future current assets of the Group, second pari passu charge on entire movable and immovable fixed assets of the Group, present and future at plot no 47, MIDC, Roha Industrial Area, Raigad District - 402116 and further secured by personal guarantee of Mr A. D. Javeri Chairman and Managing Director of the company.

The table below provides details regarding the undiscounted contractual maturities of significant financial liabilities as of March 31, 2018

Particulars	Less than 1 year	1 - 2 years	2- 5 years	5-7 years	Total
Long term borrowings	4,30,01,800	1,05,54,704	1,18,74,223	-	6,54,30,727
Short term borrowings	8,36,42,575	-	-	-	8,36,42,575
Trade payable	23,24,43,877	-	-	-	23,24,43,877
Other financial liabilities	3,66,39,410	-	-	-	3,66,39,410
Total	39,57,27,662	1,05,54,704	1,18,74,223	-	41,81,56,589

The table below provides details regarding the undiscounted contractual maturities of significant financial liabilities as of March 31, 2017

Particulars	Less than 1 year	1 - 2 years	2- 5 years	5-7 years	Total
Long term borrowings	9,21,36,441	9,01,71,198	-	-	18,23,07,639
Short term borrowings	17,35,14,149	-	-	-	17,35,14,149
Trade payable	25,51,76,382	-	-	-	25,51,76,382
Other financial liabilities	1,81,03,722	-	-	-	1,81,03,722
Total	53,89,30,694	9,01,71,198	-	-	62,91,01,892

The table below provides details regarding the undiscounted contractual maturities of significant financial liabilities as of March 31, 2016

Particulars	Less than 1 year	1 - 2 years	2- 5 years	5-7 years	Total
Long term borrowings	2,35,879	6,10,55,342	-	-	6,12,91,221
Short term borrowings	32,33,85,876	-	-	-	32,33,85,876
Trade payable	20,42,03,557	-	-	-	20,42,03,557
Other financial liabilities	2,19,11,088	-	-	-	2,19,11,088
Total	54,97,36,400	6,10,55,342	-	-	61,07,91,742

iii) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Such changes in the values of financial instruments may result from changes in the foreign currency exchange rates, interest rates, credit, liquidity and other market changes. The Group's exposure to market risk is primarily on account of foreign currency exchange rate risk.

Foreign Currency exchange rate risk

The Group operates internationally and major portion of the business is transacted in several currencies and consequently the Group is exposed to foreign exchange risks through operating activities in foreign currency. The Group does not engage in hedging and the unhedged foreign currency exposure is as follows :

1) Details of foreign currency exposures that are not hedged by a derivative instrument or otherwise :

		Amount in foreign currency			Equivalent amount (₹.)		
Particulars	Currency	For the year ended March 31, 2018	For the year ended March 31, 2017	For the year ended April 1, 2016	For the year ended March 31, 2018	For the year ended March 31, 2017	For the year ended April 1, 2016
Financial Assets							
Trade Receivables	EURO	1,073	3,137	7,626	86,528	2,17,254	5,97,874
	USD	8,09,181	9,14,889	7,37,695	5,31,49,476	5,94,67,794	4,89,33,418
Financial Liabilities							
Trade Payables	EURO	-	-	-	-	-	-
	USD	1,56,326	2,59,459	2,44,353	1,01,68,068	1,68,22,474	1,62,08,644
Net Asset / (liability)		**6,53,928**	**6,58,567**	**5,00,968**	**4,30,67,936**	**4,28,62,574**	**3,33,22,648**

Note 29 - Earnings Per Share

Sr. No	Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
a)	Net Profit for the year attributable to the equity	31,09,01,389	50,80,466
b)	Opening number of equity shares outstanding	92,00,830	92,00,830
c)	Closing Number of Equity shares outstanding	93,15,149	92,00,830
d)	Basic/Diluted earning per share(₹ 10/- per share)	33.30	0.42

Note 30: Disclosures under IND AS 17

(Amount in ₹.)

Note	Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017	For the year ended April 1, 2016
	Details of leasing arrangements			
	Operating Lease			
(i)	Leasehold land	804	804	804
	The Company has entered into operating lease arrangements for certain facilities and office premises. The leases are non-cancellable and are for a period of 1 to 5 years and may be renewed for a further period based on mutual agreement of the parties.			
(ii)	Future Non-Cancellable minimum lease commitments			
	not later than one year	29,31,804	804	804
	later than one year and not later than five years	30,98,616	3,216	3,216
	later than five years	39,396	40,200	41,004
	Expenses recognised in the Statement of Profit and Loss	43,416	44,220	45,024

Note 31 : Employee benefits

(a) Defined Contribution Plan

The Company makes Provident Fund contributions to defined contribution plan administered by the Regional Provident Fund Commissioner. Under this scheme, the Company is required to contribute a specified percentage of payroll cost to fund the benefits. The Company has recognized ₹31,71,923/- or Provident Fund contributions (March 31, 2017: ₹ 27,42,660/-) and ₹1,23,310/- (March 31, 2017 : ₹56,348/-) towards ESIC in the Statement of Profit and Loss. The provident fund and ESIC contributions payable by the Company are in accordance with rules framed by the Government from time to time.

(b) Defined Benefit Plans:

Gratuity

The employee's gratuity fund scheme managed by a trust is a defined benefit plan.The present value of the obligation is determined based on actuarial valuation using the projected unit credit method,which recognises each period of service as giving rise to adiitional unit of employee benefit entitlement and measures each unit seperately to build up the final obligation. The obligation for leave encashment is recognised in the same manner as gratuity.

The estimated rate of escalation in salary considered in actuarial valuation,take into account inflation,seniority promotion and other relevant factor including supply and demand in the employment market. The above information is certified by actuary. The expected rate on plan assets is determined considering several applicable factor,mainly the composition of plan assets held assessed risk ,historical result of return on plan assets and the company's policy for plan assets management.

Defined benefit plans – as per actuarial valuation on 31st March, 2018

(Amount in ₹)

Particulars	Funded Plan		
	Gratuity		
	2018	2017	2016
Expense recognised in the Statement of Profit and Loss for the year ended 31st March:			
Service Cost			
Current Service Cost	7,25,025	5,54,461	7,45,086
Past service cost and (gains)/losses from settlements	15,62,923	-	-
Net interest expense	13,17,409	11,84,702	10,62,376
Components of defined benefit costs recognised in profit or loss	36,05,357	17,39,163	18,07,462
Remeasurement on the net defined benefit liability			
Return on plan assets (excluding amount included in net interest expense)	2,01,152	(4,868)	1,20,799
Actuarial gains and loss arising form changes in financial assumptions	(6,06,438)	4,56,038	1,00,168
Actuarial gains and loss arising form experience adjustments	46,07,782	7,28,664	(1,76,764)
Actuarial gains and loss arising from demographic adjustments	-	-	-
Componenents of defined benefit costs recognised in other comprehensive income	42,02,496	11,79,834	44,203
TOTAL	78,07,853	29,18,997	18,51,665

I. Net Asset/(Liability) recognised in the Balance Sheet as at 31st March			
1. Present value of defined benefit obligation as at 31st March	(24,65,020)	(2,08,88,046)	(1,77,61,695)
2. Fair value of plan assets as at 31st March	-	27,66,881	25,61,927
3. Surplus/(Deficit)	(24,65,020)	(1,81,21,165)	(1,51,99,768)
4. Current portion of the above	-	-	-
5. Non current portion of the above	-	-	-
II. Change in the obligation during the year ended 31st March			
1. Present value of defined benefit obligation at the beginning of the year	2,08,88,046	1,77,61,695	1,71,75,933
2. Add/(Less) on account of Scheme of Arrangement/Business Transfer	-	-	-
3. Expenses Recognised in Profit and Loss Account			
- Current Service Cost	7,25,025	5,54,461	7,45,086
- Past Service Cost	15,62,923	-	-
- Interest Expense (Income)	15,18,561	13,87,188	13,65,487
4. Recognised in Other Comprehensive Income	-	-	-
Remeasurement gains / (losses)			
- Actuarial Gain (Loss) arising from:			
i. Demographic Assumptions	-	-	-
ii. Financial Assumptions	(6,06,438)	4,56,038	1,00,168
iii. Experience Adjustments	46,07,782	7,28,664	(1,76,764)
5. Benefit payments	(40,45,699)	-	(14,48,215)
6. Others (Specify)	-	-	-
7. Present value of defined benefit obligation at the end of the year	**2,46,50,200**	**2,08,88,046**	**1,77,61,695**
III. Change in fair value of assets during the year ended 31st March			
1. Fair value of plan assets at the beginning of the year	27,66,881	25,61,927	38,12,712
2. Add/(Less) on account of Scheme of Arrangement/Business Transfer	-	-	-
3. Expenses Recognised in Profit and Loss Account	-	-	-
- Expected return on plan assets	-	-	-
- Interest Income	2,01,152	2,00,086	3,03,111
4. Recognised in Other Comprehensive Income	-	-	-
Remeasurement gains / (losses)	-	-	-
- Actual Return on plan assets in excess of the expected return	(2,01,152)	4,868	(1,20,799)
- Others (specify)	-	-	-
5. Contributions by employer (including benefit payments recoverable)	-	-	15,118
6. Benefit payments	(27,66,881)	-	(14,48,215)
7. Fair value of plan assets at the end of the year	-	**27,66,881**	**25,61,927**
IV. The Major categories of plan assets			
- List the plan assets by category here			
Insurance Fund	-	27,66,881	25,61,927
V. Actuarial assumptions			
1. Discount rate	7.78%	7.27%	7.81%
2. Expected rate of return on plan assets	7.78%	7.27%	7.81%
3. Salary Increase Rate	4.00%	4.00%	4.00%
4. Rate of Employee Turnover	2.0%	2.00%	2.00%
5. Mortality Rate During Employment	Indian Assured Lives Mortality (2006-08)	Indian Assured Lives Mortality (2006-08)	Indian Assured Lives Mortality (2006-08)
6. Mortality Rate After Employment	N.A.	N.A.	N.A.
VI. Other Details			
1. No of Active Members	211	169	135
2. Per Month Salary For Active Members	41,55,054	24,84,293	15,46,400
3. Weighted Average Duration of the Projected Benefit Obligation	5	5	5
4. Average Expected Future Service	15	13	11
5. Projected Benefit Obligation (PBO)	2,46,50,200	2,08,88,046	1,77,61,695
6. Prescribed Contribution For Next Year (12 Months)	41,55,054	24,84,293	15,46,400
VII. Net Interest Cost			
1. Interest Cost	15,18,561	13,87,188	13,65,487
2. Interest Income	(2,01,152)	(2,00,086)	(3,03,111)
3. Net Interest Cost (1-2)	13,17,409	11,87,102	10,62,376

Maturity Analysis of Projected Benefit Obligation: From the Fund			
Projected Benefits Payable in Future Years From the Date of Reporting			
1st Following Year	91,74,778	67,85,704	50,98,087
2nd Following Year	16,92,594	23,80,201	13,57,460
3rd Following Year	20,93,052	18,25,501	34,13,404
4th Following Year	26,26,116	18,51,669	15,12,150
5th Following Year	11,38,551	23,91,589	15,57,540
Sum of Year 6 To 10	1,81,30,628	62,12,283	54,74,456

Maturity Analysis of Projected Benefit Obligation: From the Employer			
Projected Benefits Payable in Future Years From the Date of Reporting			
1st Following Year	-	-	-
2nd Following Year	-	-	-
3rd Following Year	-	-	-
4th Following Year	-	-	-
5th Following Year	-	-	-
Sum of Year 6 To 10	-	-	-

Sensitivity Analysis			
Projected Benefit Obligation on Current Assumptions	2,46,50,200	2,08,88,046	1,77,61,695
Delta Effect of +1% Change in Rate of Discounting	(10,72,464)	(8,22,737)	(6,83,371)
Delta Effect of -1% Change in Rate of Discounting	(12,32,053)	9,26,144	7,62,722
Delta Effect of +1% Change in Rate of Salary Increase	(12,67,130)	9,47,439	7,84,348
Delta Effect of -1% Change in Rate of Salary Increase	(11,18,837)	(8,54,858)	(7,13,541)
Delta Effect of +1% Change in Rate of Employee Turnover	(3,96,119)	2,08,452	1,97,606
Delta Effect of -1% Change in Rate of Employee Turnover	(4,45,931)	2,31,336	2,16,841

VIII. Experience Adjustments :	Year Ended	
	2018	2017
	Gratuity	
1. Defined Benefit Obligation	(2,46,88,046)	(2,08,88,046)
2. Fair value of plan assets	-	27,66,881
3. Surplus/(Deficit)	(2,46,88,046)	(1,81,21,165)
4. Experience adjustment on plan liabilities [(Gain)/Loss]	46,07,782	7,28,664
5. Experience adjustment on plan assets [Gain/(Loss)]	(6,06,438)	4,56,038

Additional Details

Methodology Adopted for ALM -	Projected Unit Credit Method
Usefulness and Methodology adopted for Sensitivity Analysis -	Sensitivity analysis is an analysis which will give the movement in liability if the assumption were not proved to be true on different count. This only signifies the change in the liability if the difference between assumed and the actual is not following the parameters of the sensitivity analysis.
Stress Testing of Assets -	Not Done
Investment Strategy -	Not Discussed
Comment on Quality of Assets -	Since Investment is with insurance company, Assets are considered to be secured.
Management Perspective of Future Contributions -	As per Actuarial Calculation

Notes

* Gratuity is payable as per company's scheme as detailed in the report.
* Actuarial gains/losses are recognised in the period of occurance under Other Comprehensive Income (OCI).
* All above reported figures of OCI are gross of taxation.
* Salary escalation & attrition rate are considered as advised by the company; they appear to be in line with the industry practice considering promotion and demand & supply of the employees.
* Maturity Analysis of Projected Benefit Obligation is done considering future salary, attrition & death in respective year for members as mentioned above.
* Average Expected Future Service represents Estimated Term of Post - Employment Benefit Obligation.
* Value of asset provided by the client is considered as fair value of plan asset for the period of reporting as same is not evaluated by us.

Note 32 - Contingent liabilities and commitments (to the extent not provided for)

(Amount in ₹)

Particulars	March 31, 2018	March 31, 2017	April 1, 2016
(i) Contingent liabilities :			
(a) Bank Guarantees/ Letter of Credit	-	-	-
	-	-	-
(b) Contingent Liabilities for Income Tax, Service Tax and others:			
- Income Tax #	55,180	-	-
- Sales Tax #	6,98,439	-	-
- Service Tax #	-	-	-
- Employee Claim #	15,42,361	-	-
(ii) Commitments :			
Estimated amount of contracts remaining to be executed on capital account and not provided for (Net of advance)	8,33,39,004	-	-
TOTAL	8,56,34,984	-	-

Future cash outflow, if any in respect of these matters are determinable only on receipt of judgements /decisions pending at various stages before the appellate authorities. The Management is of the opinion that the matters would be resolved in favour of the Com

Note 33 :

A.Value of imports calculated on CIF basis **(Amount in ₹)**

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Raw Material and Components	1,55,88,267	1,72,47,249
TOTAL	**1,55,88,267**	**1,72,47,249**

B.Expenditure in foreign currency

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Other matters - Foreign travel, Corporate allocations etc.	8,36,013	7,74,148
TOTAL	**8,36,013**	**7,74,148**

Note 34 : Significant estimates and assumptions

Estimates and Assumptions

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

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Group based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes will be reflected in the assumptions when they occur.

Impairment of non-financial assets

Impairment exists when the carrying value of an asset or Cash Generating Unit (CGU) exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Group is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amounts sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes.

Defined Benefit Plans (Gratuity Benefits)

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

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation.

The mortality rate is based on publicaly available mortality tables for the specific countries. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

Details about gratuity obligations are given in Note 31.

Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, the fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value target and the discount factor.

The Group has valued its financial instruments through profit & loss which involves significant judgements and estimates such as cash flows for the period for which the instrument is valid, EBITDA of investee company, fair value of share price of the investee company on meeting certain requirements as per the agreement, etc. The determination of the fair value is based on expected discounted cash flows. The key assumptions take into consideration the probability of meeting each performance target and the discount factor.

Notes forming part of the Consolidated financial Statements for the year ended March 31 ,2018

Note 35 - Related party transactions

I) List of related parties

I) Holding Company	M/S Manekchand Panachand Trading Investment Co pvt ltd
ii) Subsidiary Companies	a - M/S Anuchem B.V.B.A Belgium b - M/S Strix Wireless Systems Pvt Ltd (w.e.f. from 23rd March 2018)

II) Key Management Personal

I) Shri. Asit D.Javeri	Chairman & Managing Director Smt. Seema A Javeri wife of Shri A. D. Javeri Shri. Abhishek A Javeri son of Shri A. D. Javeri
ii) Shri. Abhishek A. Javeri	Director & Chief Financial Officer
iii) Shri. Nitin R. Jani	Company Secretary

III) Disclosure in respect of material related party transaction during the year

1) Sale of Good to Anuchem BVBA, Belgium ₹ 10,55,09,151/- (P.Y ₹ 9,29,27,225/-)
2) Loan given to M/s Strix Wireless Systems Pvt Ltd ₹ 8,42,94,647/- (P.Y Nil)

Related party transactions during the year

Sr No	Nature of Transaction	Holding Company ₹	Subsidiaries ₹	Key Management Person ₹
a)	Sale of Goods	- -	10,55,09,151 (9,19,27,225)	- -
b)	Managerial Remuneration	- -	- -	2,10,96,047 (77,13,443)
c)	Director Sitting Fees	- -	- -	- -
d)	Loan Accepted	- (2,69,12,313)	- -	- -
e)	Loan Repayment	- (2,69,12,313)	- -	- -
f)	Loan Given	- -	8,42,94,647 -	- -
g)	Interest on Loan	- -	2,71,830 -	- -
h)	Guarantee Commission	- -	- -	1,44,00,000 (10,00,000)
i)	Outstanding Balance as on 31st March 2018	- -	- (3,13,91,521)	20,92,499 (29,40,014)
j)	Outstanding Loan Balance as on 31st March 2018	- -	8,42,94,647 -	- -

Notes :

1. Figures in brackets denote previous year amount.
2. Related party relationships are as identified by the Company on the basis of information available and relied upon by the auditors.
3. No amounts has been written off or written back during the year in respect of debts due from or to related party.

Note 36 -Transfer Pricing

The Group has 'international transactions with associated enterprises' which are subject to Transfer Pricing regulations in India. These regulations, inter alia, require the maintenance of prescribed documents and information for the basis of establishing arm's length price including furnishing a report from an accountant within the due date of filing the return of income.

For the fiscal year ended March 31, 2018, the Group has taken necessary steps including conducting a study as required by the regulations and the Accountant's report in this regard is awaited. In the opinion of the management, the transactions are carried out at arm's length and no adjustments is expected to arise thereon.

Note 37 (a)- Segment reporting

Information reported to the chief operating decision maker (CODM) for the purposes of resource allocation and assessment of segment performance focuses on the types of goods or services delivered or provided. The Group is engaged in Manufacturing of heavy organic chemical (including performance chemicals and chemical intermediaries) and wireless network equipments. The reported revenue, loss and assets of one of the segments (wireless network equipments) being less than 10% of the combined revenue, profit and assets of all the reporting segments no separate segment disclosure is given as per para 11 & 13 of IND AS 108 hence separate segment disclosure has not been given.

Note 37 (b)- Additional information as required by Paragraph 2 of the General instructions for preparation of Consolidated Financial statements to Schedule III to the Companies Act 2013

Sr.No.	Name of the Entity	Net Assets As % consolidated	Amount	% of Share in Profit or Loss	Amount
1	Parent Company Sadhana Nitro Chem Ltd Maharashtra, India	1.0043	46,05,06,604	1.0091	30,94,94,779
2	Wholly Owned Subsidiaries				
i)	Anuchem BVBA (Foreign) Antwerpen, Belgium	(0.0013)	(5,83,252)	(0.0064)	(19,63,493)
ii)	Stix Wireless Systems Pvt. Ltd Gujrat, India(w.e.f. 23rd March 2018)	(0.003)	(13,75,232)	(0.0027)	(8,32,393)
	Total	1	45,85,48,120	1	30,66,98,893

Subsidiaries

The Group's subsidiaries as at March 31, 2018 are set out below. Unless otherwise stated, they have share capital consisting solely of equity shares that are held by the Group, and proportion of ownership interests held equals the voting rights held by Group. The country of incorporation or registration is also their principal place of business

Sr No	Name of entity	Country of incorporation	Ownership	Principal activities
1.	Parent Company Sadhana Nitro Chem Ltd	India	-	Manufacturing of Organic Chemicals
2. i)	Wholly Owned Subsidiaries Anuchem B.V.B.A.	Belgium	1	Trading of Chemicals
ii)	Srix Wireless Systems Pvt Ltd (With effect from 23rd March 2018)	India	1	Manufacturing of wireless network equipments

Note 38 - Events after reporting period

(i) On April 30, 2018, the Board of Directors of the Company approved issue of 1500000 Warrants convertible into equity share after 18 months at a premium on Preferential basis to the Promoters Group

(ii) On April 30, 2018, the Board of Directors of the Company has proposed a dividend of Rs 0 10 per preference and a dividend of ₹1 00 per equity share The proposed dividend is subject to the approval of shareholders in the Annual general meeting

For Chandrashekar Iyer & Co
Chartered Accountants
Firm Registration No 114260W

Chandrashekhar Iyer
Partner
Membership No 47723

Mumbai , April 30,2018

For and on behalf of the Board of Directors

Asit D Javeri
Chairman &
Managing Director

Arvind R Doshi
Director

Abhishek A Javeri
Executive Director & CFO

Priyam S Jhaveri
Director

Smt Seema A Javeri
Executive Director
Administration

Pradeep N Desai
Director

Nitin R Jani
Company Secretary

Amit M Mehta
Director

STRIX WIRELESS SYSTEMS PRIVATE LIMITED

[CIN: U72900MH2008PTC189141]

NOTICE

NOTICE is hereby given that the 9th Annual General Meeting of the members of Strix Wireless Systems Private Limited will be held on Friday 3rd August 2018 at 2.00 p.m. at the Registered Office of the Company at: Hira Baug, Kasturba Chowk, C.P.Tank, Mumbai, Maharashtra - 400004 to transact the following business.

ORDINARY BUSINESS

1. To receive, consider and adopt the financial statement of the company for the year ended 31st March, 2018 including Audited Balance Sheet as at 31st March, 2018 and Statement of Profit & Loss for the year ended on that date together with Directors' and Auditors' report thereon.
2. To appoint Auditors and to fix their remuneration.

Registered Office:
Hira Baug, Kasturba Chowk,
C.P.Tank, Mumbai, Maharashtra - 400004

By Order of the Board of Directors
For Strix Wireless Systems Private Limited

Place: Mumbai
Date : 18th April 2018

Mr. Asit Javeri
Director
[DIN: 00268114]

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company.
2. A proxy form duly completed and stamped should be lodged with the Company not less than 48 hours before the scheduled commencement of the Meeting.

STRIX WIRELESS SYSTEMS PRIVATE LIMITED
[CIN: U72900MH2008PTC189141]

DIRECTORS' REPORT

To
The Members of
Strix Wireless Systems Private Limited

The Board of Directors present herewith the 9th Annual Report along with Audited Accounts and Report of the Auditors thereon for the year ended on 31st March, 2018.

FINANCIAL RESULTS:

(Amt.₹)

PARTICULARS	Year Ended 31/03/2018	Year Ended 31/03/2017
Total Income	55,27,417	1,04,59,508
Total Expenditure	1,84,55,385	3,17,42,908
Profit/(loss) before tax	(1,29,27,968)	(2,12,83,400)
Less :Provision for Current Tax	Nil	Nil
Add/(Less): Provision for Deferred Tax	1,23,07,105	74,28,431
Profit/(Loss) after Tax	(2,52,35,073)	(2,87,11,831)
Dividend Declared, if any	Nil	Nil
Add : Opening Balance of Profit & Loss A/c	(8,37,14,786)	(5,50,02,955)
Profit/(Loss) transferred to Balance Sheet	(2,52,35,073)	(2,87,11,831)
Closing Balance of Profit & Loss A/c	(10,89,49,859)	(8,37,14,786)

NATURE OF BUSINESS:

Your directors are looking in to various available opportunities and projects. They are checking the profitability of the projects available with them and will soon finalize the most profitable project.

DIVIDEND:
In view of the losses incurred during the year your directors regret that no dividend has been recommended for the year under review.

DIRECTORS:
During the year under review there was no change in the directors.

HOLDING COMPANY:
Sadhana Nitro Chem Limited is the 100% holding Company with effect from 23rd March 2018.

TRANSFER TO RESERVES:
The Loss after tax is proposed to be transferred to debit balance of profit and loss account in the Reserves and Surplus.

EMPLOYEES:
There were no employee earning a salary of ₹ 1.02 Crores p.a. employed for throughout the year or earning a salary of ₹ 8.50 lakhs p.m. employed for a part of a year.

Hence, no disclosures are required to be made under Rule 5 of the companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

DISCLOSURES UNDER THE COMPANIES ACT, 2013

(a) Extract of Annual Return:

The details forming part of the extract of the annual return MGT-9 is enclosed in ***Annexure A***.

(b) Number of Board Meetings:

The Board of Directors met 4(Four) times during the reporting period.

(c) Directors' Responsibility Statement:

As required under Section 134 (5) as per the Companies Act, 2013, your Directors confirm that:-

(a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the loss of the Company for that period.

(c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

(d) The directors had prepared the annual accounts on a "going concern basis".

(e) 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.

(d) AUDITORS:

As per the provisions of section 139 of the Companies Act, 2013, the appointment of M/s. V. Sankar Aiyar & Co., Chartered Accountants, as Statutory Auditors of the Company, hold the office from the conclusion of this annual general meeting until the conclusion of 11th Annual General Meeting subject to ratification of appointment at every Annual General Meeting.

Further the auditors have confirmed their willingness and eligibility for appointment and have also confirmed that their appointment, if made, will be within the limits under section 141 (3) (g) of the Companies Act, 2013.
There is no qualification, reservation or adverse remark or disclaimer made by the auditors in their report. Hence, there is no need to offer any explanations or comments by your Board.

(e) PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186:

The Company has not given any loans, guarantees and investments covered under section 186 of Companies Act, 2013 during the year under review.

(f) RELATED PARTY TRANSACTIONS UNDER SECTION 188 (1):

The company has given details of related party transactions as per AS-18 in note no. 24b to the financial statements. However, there are related party transactions as per section 177 and 188 of the Companies Act, 2013. The details of which are shown in AOC-2 in ***Annexure B***

(g) MATERIAL CHANGES AND COMMITMENTS ,IF ANY ,AFFECTING THE POSITION OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATED AND THE DATE OF THE REPORT :

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

(h) CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:

The provisions of Section 134 (3) (m) of the Companies Act-2013 read with Rule 8 of Companies (Accounts)

Rules 2014 do not apply to our Company as the Company has not carried out any activities relating to conservation of energy and technology absorption. The Particulars regarding foreign exchange earnings and outgo are as follows:

Foreign Exchange Earnings: ₹.53,32,500/-
Foreign Exchange Outgo: ₹.87,950/-

(i) RISK MANAGEMENT POLICY :
The Company does not have any Risk Management Policy as the elements of risk threatening the Company's existence is very minimal.

(j) CORPORATE SOCIAL RESPONSIBILITY (CSR):

The net worth of the company is less than ₹.500Cr. The turnover of the company is less than ₹.1000Cr. and the net profit of the company is less than ₹.5 Cr. Hence, the company is not liable to develop and implement policy on Corporate Social Responsibility.

(k) SAFETY OF WOMEN EMPLOYEES:
As required by the Sexual Harassment of Women at the Work Place (Prevention, Prohibition and Redressal) Act, 2013 the company has formulated & implemented a policy on prevention of sexual harassment at work place.
An internal complains committee is formed where a woman employee can lodge her complain sand obtain redressal of her grievances. During the period under review, no complaints were reported to the committee.

INTERNAL FINANCIAL CONTROL
The Company has in place Internal Financial Control system, commensurate with size and complexity of its operations to ensure proper recording of financial and operational information and compliance of various internal controls and other regulatory and statutory compliance.
During the year under review, no material or serious observation has been received from any source for inefficiency or inadequacy of such controls.

DISCLOSURES UNDER SUBRULE 5 OF RULE 8 OF THE COMPANIES (ACCOUNTS) RULES, 2014

1. During the year there was no change in the nature of business compared with object stated in the main object clause of Memorandum of Association.

2. Section 2(51) of Companies Act, 2013 defines Key Managerial Personnel. For the company, Key Managerial Personnel are whole time Directors of the company. The company has not appointed any Company Secretary or Chief Financial Officer. During the year there was no change in Key Managerial Personnel.

3. The company has not accepted any deposits from public.

4. The Company does not have any Subsidiary, Joint venture or Associate Company.

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

APPRECIATION
The Board of Directors place on record their appreciation for co-operation received from their Bankers, staff, suppliers and statutory authorities during the period under review.

On Behalf Of The Board
For Strix Wireless Systems Private Limited

Mr. Asit Javeri
Director
[DIN: 00268114]

Place: Mumbai
Date : 18th April 2018

Annexure - B

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
2) Name(s) of the related party and nature of relationship : Not Applicable
3) Nature of contracts/arrangement/transactions : Not Applicable
4) Duration of the contracts/arrangement/transactions : Not Applicable
5) Salient terms of the contracts or arrangements or transactions including the value , if any : Not Applicable
6) Justification for entering into such contracts or arrangement or transactions : Not Applicable
7) Date(s) of approval by the board : Not Applicable
8) Amount paid as advances, if any : Not Applicable
9) Date on which the special resolution was passed in general meeting as required under first proviso to section 188 : Not Applicable

Details Of Material Contracts Or Arrangements Or Transactions At Arm's Length Basis

1. Name(s) of the related party and nature of Relationship :

Sr. No	Name of Related Party	Nature of Relationship
1	Strix Systems Inc.	Enterprises Having Significant Influence
2	Manekchand Panachand Trading Investment Co.Pvt.Ltd.	Enterprises Having Significant Influence
3	Sadhana Nitro Chem Limited	Holding Company
4	Lifestyle Networks Ltd.	Enterprises Having Significant Influence
5	Asit D Javeri	Key Managerial Personnel
6	Pranav Shah	Key Managerial Personnel

2. Nature of contracts/arrangements/transactions:

1. Strix Systems Inc.: Sale of Services
2. Strix Systems Inc.: Sale of Goods
3. Strix Systems Inc.: Purchase of Goods
4. Sadhana Nitro Chem Limited: Receipt
5. Manekchand Panachand Trading Investment Co.Pvt. Ltd: Receipt
6. Manekchand Panachand Trading Investment Co.Pvt. Ltd: Loan Given
7. Life Style Networks Ltd.: Loan Received
8. Asit D Javeri: Loan Received
9. Pranav Shah: Loan Repaid

3. **Duration of the contracts/ arrangement/ transactions:**

1. Sale of Services : During the Year
2. Sale of Goods: During the Year
3. Purchase of Goods: During the Year
4. Receipt: During the Year
5. Loan Received: During the Year
6. Loan Given: During the Year
7. Loan Repaid: During the Year

4. **Salient terms of the contracts or arrangements or transactions including the value , if any:**

1. Providing services of ₹ 9,89,262/- during the year.
2. Sale of Goods to Strix Systems Inc of ₹ 26,44,981/- during the year.
3. Purchase of Goods of ₹ 22,51,451/- from Strix Systems Inc.
4. ₹ 18,00,000/- received as loan from Mr. Asit Javeri.
5. ₹ 46,38,972/- received as loan from Mr. Asit Javeri.
6. ₹ 1,40,000 Loan repaid to Mr. Pranav Shah
7. ₹ 8,25,00,000/- Loan given to Manekchand Panachand Trading Investment Co. Pvt. Ltd
8. Receipt of ₹ 9,22,64,717/- received from Sadhana Nitro Chem Limited
9. Receipt of ₹ 4,00,000/- received from Manekchand Panachand Trading Investment Co. Pvt. Ltd

5. **Date(s) of approval by the board , if any:**
The approval of board was taken before the start of the year.

6. **Amount paid as advances , if any: NIL**

For Strix Wireless Systems Private Limited

Place: Mumbai
Date : 18th April 2018

Mr. Asit Javeri
Director
[DIN: 00268114]

ANNEXURE A
FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
as on financial year ended on 31.03.2018
Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:

i	CIN	U72900MH2008PTC189141
ii	Registration Date	24/12/2008
iii	Name of the Company	**STRIX WIRELESS SYSTEMS PRIVATE LIMITED**
iv	Category/Sub-category of the Company	Company Limited by Shares/Indian Non-Government Company
v	Address of the Registered office & contact details	HIRA BAUG, KASTURBA CHOWK, C.P.TANK, MUMBAI-400004, INDIA.
vi	Whether listed company	**No**
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	N.A.

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sr. No	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	Information technology (IT) consulting and support services	998313	100.00

III PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES:

Sr. No	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	SADHANA NITRO CHEM LIMITED HIRA BAUG, 1st FLOOR KASTURBA CHOWK (C.P. TANK) MUMBAI MH 400004	L24110MH1973PLC016698	HOLDING	99.99%	2 (46)

IV SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the	
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares		
A. Promoters										
(1) Indian										
a) Individual/HUF	0	1	1	0	0	1	1	0	NIL	NIL
b) Central Govt.or State Govt.	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
c) Bodies Corporates	NIL	NIL	NIL	NIL	0	392000	392000	100	NIL	NIL
d) Bank/FI	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
e) Any other	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
SUB TOTAL:(A) (1)	**0**	**1**	**1**	**0**	**0**	**392001**	**392001**	**100**	**NIL**	**NIL**
(2) Foreign										
a) NRI- Individuals	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
b) Other Individuals	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
c) Bodies Corp.	0	392000	392000	100	NIL	NIL	NIL	NIL	NIL	NIL
d) Banks/FI	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
e) Any other	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
SUB TOTAL (A) (2)	**0**	**392000**	**392000**	**100**	**0**	**0**	**0**	**0**	**NIL**	**NIL**
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)	**0**	**392001**	**392001**	**100**	**0**	**392001**	**392001**	**100**	**NIL**	**NIL**
B. PUBLIC SHAREHOLDING										
(1) Institutions										
a) Mutual Funds	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
b) Banks/FI	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
C) Cenntral govt	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
d) State Govt.	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
e) Venture Capital Fund	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
f) Insurance Companies	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
g) FIIS	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
h) Foreign Venture Capital Funds	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
i) Others (specify)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
SUB TOTAL (B)(1):	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**NIL**	**NIL**
(2) Non Institutions										
a) Bodies corporates	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
i) Indian	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
ii) Overseas	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
b) Individuals	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
c) Others (specify)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
SUB TOTAL (B)(2):	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**NIL**	**NIL**
Total Public Shareholding (B)= (B)(1)+(B)(2)	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**NIL**	**NIL**
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	NIL	NIL
Grand Total (A+B+C)	**0**	**392001**	**392001**	**100**	**0**	**392001**	**392001**	**100**	**NIL**	**NIL**

(ii) SHARE HOLDING OF PROMOTERS

Sl No.	Shareholders Name	Shareholding at the begginning of the year			Shareholding at the end of the year			% change in share holding during the year
		NO of shares	% of total shares of the company	% of shares pledged encumbered to total shares	NO of shares	% of total shares of the company	% of shares pledged encumbered to total shares	
1	STRIX SYSTEMS INC.	392000	99.9997	NIL	0	0.0000	NIL	-99.99
2	KALPANA SHRIPAL MORAKHIA	1	0.0003	NIL	0	0.0000	NIL	-1.00
3	SADHANA NITRO CHEM LIMITED	0	0.0000	NIL	392000	99.9997	NIL	99.99
4	ABHISHEK ASIT JAVERI	0	0.0000	NIL	1	0.0003	NIL	1.00
	TOTAL	392001	100.0000	NIL	392001	100.0000	NIL	100.00

(iii) CHANGE IN PROMOTERS' SHAREHOLDING (SPECIFY IF THERE IS NO CHANGE)

Sr. No.		Share holding at the beginning of the Year		Cumulative Share holding during the year	
		No. of Shares	% of total shares of the company	No of shares	% of total shares of the company
1	STRIX SYSTEMS INC.				
	At the beginning of the year	392000	99.9997	392000	99.9997
	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)	-392000	-99.9997	0	0.0000
	At the end of the year	0	0.0000	0	0.0000
2	KALPANA SHRIPAL MORAKHIA				
	At the beginning of the year	1	0.0003	1	0.0003
	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) **31.03.2015**	-1	-0.0003	0	0.0000
	At the end of the year	0	0.0000	0	0.0000
3	SADHANA NITRO CHEM LIMITED				
	At the beginning of the year	0	0.0000	0	0.0000
	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)	392000	99.9997	392000	99.9997
	At the end of the year	392000	99.9997	392000	99.9997
4	ABHISHEK ASIT JAVERI				
	At the beginning of the year	0	0.0000	0	0.0000
	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) **31.03.2015**	1	0.0003	1	0.0003
	At the end of the year	1	0.0003	1	0.0003

(iv) **Shareholding Pattern of top ten Shareholders (other than Direcors, Promoters & Holders of GDRs & ADRs)**

Sr. No		Shareholding at the end of the year		Cumulative Shareholding during the year	
	For Each of the Top 10 Shareholders	**No. of shares**	**% of total shares of the company**	**No of shares**	**% of total shares of the company**
	At the beginning of the year	NIL	NIL	NIL	NIL
	Date wise increase/decrease in Promoters	NIL	NIL	NIL	NIL
	At the end of the year (or on the date of separation, if separated during the year)	NIL	NIL	NIL	NIL

(v) **Shareholding of Directors & KMP**

Sr. No		Shareholding at the end of the year		Cumulative Shareholding during the year	
1	**SEEMA ASIT JAVERI**	**No.of shares**	**% of total shares of the company**	**No of shares**	**% of total shares of the company**
	At the beginning of the year	0	0.0000	0	0.0000
	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) 31.03.2015	0	0.0000	0	0.0000
	At the end of the year	0	0.0000	0	0.0000
2	**ASIT DHANKUMAR JAVERI**	**No.of shares**	**% of total shares of the company**	**No of shares**	**% of total shares of the company**
	At the beginning of the year	0	0.0000	0	0.0000
	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) 31.03.2015	0	0.0000	0	0.0000
	At the end of the year	0	0.0000	0	0.0000
3	**ABHISHEK ASIT JAVERI**	**No.of shares**	**% of total shares of the company**	**No of shares**	**% of total shares of the company**
	At the beginning of the year	0	0.0000	0	0.0000
	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) 31.03.2015	1	0.0003	1	0.0003
	At the end of the year	1	0.0003	1	0.0003
4	**NITIN RAMESHCHANDRA JANI**	**No.of shares**	**% of total shares of the company**	**No of shares**	**% of total shares of the company**
	At the beginning of the year	0	0.0000	0	0.0000
	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) 31.03.2015	0	0.0000	0	0.0000
	At the end of the year	0	0.0000	0	0.0000

V INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtness at the beginning of the financial year				
i) Principal Amount	0.00	12768595.00	0.00	12768595.00
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	0.00	0.00	0.00	0.00
iv) Interest paid	0.00	0.00	0.00	0.00
Total (i+ii+iii+iv)	0.00	12768595.00	0.00	12768595.00
Change in Indebtedness during the financial year	0.00	0.00	0.00	0.00
Additions	0.00	90525524.00	0.00	90525524.00
Reduction	0.00	0.00	0.00	0.00
Net Change	0.00	90525524.00	0.00	90525524.00
Indebtedness at the end of the financial year				
i) Principal Amount	0.00	103294119.00	0.00	103294119.00
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	0.00	0.00	0.00	0.00
iv) Interest paid	0.00	0.00	0.00	0.00
Total (i+ii+iii+iv)	**0.00**	**103294119.00**	**0.00**	**103294119.00**

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. **Remuneration to Managing Director, Whole time director and/or Manager:**

Sr.No	Particulars of Remuneration	Name of the MD/WTD/Manager				Total Amount
		SEEMA ASIT JAVERI	ASIT DHANKUMAR JAVERI	ABHISHEK ASIT JAVERI	NITIN RAMESHCHANDRA JANI	
1	**Gross salary**	NIL	NIL	NIL	NIL	0
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act 1961	0	0	0	0	0
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	0	0	0	0	0
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	0	0	0	0	0
2	Stock option	0	0	0	0	0
3	Sweat Equity	0	0	0	0	0
4	Commission	0	0	0	0	0
	as % of profit	0	0	0	0	0
	others (specify)	0	0	0	0	0
5	Others, please specify	0	0	0	0	0
	Total (A)	0	0	0	0	0
	Ceiling as per the Act	NIL	NIL	NIL	NIL	NIL

B. Remuneration to other directors: **NIL**

Sr.No	Particulars of Remuneration	Name of the Directors			Total Amount
1	Independent Directors				
	(a) Fee for attending board committee meetings	NIL			
	(b) Commission	NIL			
	(c) Others, please specify	NIL			
	Total (1)	NIL			
2	Other Non Executive Directors	NIL			
	(a) Fee for attending board committee meetings	NIL			
	(b) Commission	NIL			
	(c) Others, please specify.	NIL			
	Total (2)	NIL			
	Total (B)=(1+2)	NIL			
	Total Managerial Remuneration	NIL			
	Overall Cieling as per the Act.				

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

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			
1	**Gross Salary**	**CEO**	**Company Secretary**	**CFO**	**Total**
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act,1961	0	0	0	0
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	0	0	0	0
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	0	0	0	0
2	Stock Option	0	0	0	0
3	Sweat Equity	0	0	0	0
4	Commission	0	0	0	0
	as % of profit	0	0	0	0
	others, specify	0	0	0	0
5	Others, please specify	0	0	0	0
	Fees from Professional Services	0	0	0	0
	Total	0	0	0	0

VII PENALTIES/PUNISHMENT/COMPPOUNDING OF OFFENCES: **NIL**

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment/ Compounding fees imposed	Authority (RD/NCLT/ Court)
A. COMPANY				
Penalty				
Punishment				
Compounding				
B. DIRECTORS				
Penalty				
Punishment				
Compounding				
C. OTHER OFFICERS IN DEFAULT				
Penalty				
Punishment				
Compounding				

For, Strix Wireless Systems Private Limited

Place : Mumbai
Date : 18th April 2018

Asit Javeri
Director
DIN : 00268114

Abhishek Javeri
Director
DIN : 00273030

INDEPENDENT AUDITORS' REPORT

To the Members of STRIX WIRELESS SYSTEMS PRIVATE LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of STRIX WIRELESS SYSTEMS PRIVATE LIMITED ("the Company"), which comprises the Balance Sheet as at 31st March 2018, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards ("Ind AS") specified under Section 133 of the Act further amended by Companies (Accounting standards) amendment rules 2016, 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.

Auditor's 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 there under.

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 auditor's judgement, 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 auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the 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 financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2018, and its Loss 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 in terms of sub-section (11) of Section 143 of the Act, we give in Annexure 1, a statement on the matters specified in paragraph 3 and 4 of the Order, to the extent applicable.

2. Further to our comments in Annexure 1, as required by Section 143(3) of the Act, we report that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

(b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books

(c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.

(d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act further amended by Companies (Accounting standards) amendment rules 2016, read with Rule 7 of the Companies (Accounts) Rules, 2014.

(e) On the basis of the written representations received from the directors as on 31st March, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2018 from being appointed as a director in terms of Section 164 (2) of the Act.

(f) With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in 'Annexure 2', and

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

i. The Company does not have any pending litigation which would impact its financial position.

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

iii. There are no amounts that are required to be transferred, to the Investor Education and Protection Fund by the Company.

For V. Shankar Aiyar & Co.
Chartered Accountants
Firm Regn.No:109208w

V Mohan
Parter
Membership No.017748

Place: Mumbai
Date: April 18, 2018

ANNEXURE 1 TO THE INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF STRIX WIRELESS SYSTEMS PRIVATE LIMITED ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2018.

Based on the audit procedures performed for the purpose of reporting a true and fair view on the financial statements of the company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, and in our opinion, we report that:

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

b. The Company has a policy of physically verifying its fixed assets in a phased manner to cover all the assets of the Company in a block of three years, which in our opinion, is reasonable having regard to the size of the Company and the nature of its business.

c. The company does not hold any immovable property accordingly this clause is not applicable.

II. a. The inventory has been physically verified by the Management at reasonable intervals during the year.

b. In our opinion and according to the information and explanation given to us, the procedures of physical verification of inventories followed by the management is reasonable and adequate in relation to the size of the company and nature of its business. No material discrepancies were noticed on such physical verification.

c. The company has maintained proper records of inventories. As explained to us, there were no material discrepancies noticed on physical verification of inventory as compared to the book records.

III. The company has not granted any loans secured or unsecured during the year in the register maintained under section 189 of the Companies Act 2013.

IV. In our opinion and according to the information and explanations given to us, the Company has complied with section 185 and 186 of Companies Act 2013 in respect of loans, investments, guarantees, and securities.

V. The Company has not accepted any deposits from public. Accordingly, this clause is not applicable.

VI. The Central Government has not prescribed maintenance of cost records under section 148(1) of the Act.

VII.a. The company is generally Irregular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities during the year. According to the information and explanations given to us, no undisputed amount in respect of the aforesaid statutory dues were in arrears, as at 31st March 2018, for a period of more than six months from the date they become payable except in the following case: -

Name of the statute	Name of dues	Amount	Period to which it relates
The Employee Provident Fund and miscellaneous Provisions Act	Provident Fund	8,65,462	FY 2014-15 to Sep 2017
The Employees state insurance Act 1948	ESIC	1,41,775	FY 2014-15 to Sep 2017
The Gujarat state Tax on profession, trades, callings employments Act	Profession tax	1,02,195	FY 2015-16 & April 2016 to Sep 2017
The Income Tax Act ,1961	TDS on professional services	75,830	FY 2014-15 to Sep 2017
The Income Tax Act, 1961	TDS on interest	6,000	FY 2014-15
The Income Tax Act, 1961	TDS on salary	8,55,464	FY 2014-15 to Sep 2017
The Income Tax Act, 1961	TDS on rent	1,92,054	FY 2014-15 to Sep 2017
The Income Tax Act,1961	TDS on contractual payments	13,459	Oct 2014 to Sep 2017

b. According to the information and explanations given to us based on the records of the company examined by us, there are no dues of Income Tax, Sales tax, Service Tax, Customs duty, Wealth Tax, Excise Duty and Cess which have not been deposited on account of a dispute.

VIII The Company has not defaulted in repayment of dues to any financial institutions or banks.

IX The Company did not raise any money by way of initial public offer (including debts instruments) or further public offer and terms loans during the year. Accordingly, this clause is not applicable.

XI No material fraud by the company or on the company by its officers or employees has been noticed or reported during the course of our audit.

XII The provisions of Section 197 are not applicable to the company.

XIII The Company is not a Nidhi Company. Accordingly, this clause is not applicable.

XIV All Transaction with related parties are in compliance with Section 177 and section 188 of the Companies Act,2013 where applicable, and details of such transactions have been disclosed in the financial statements as required by the applicable Ind AS.

XV The Company has not made any preferential allotment or private placement of shares or fully or party convertible debentures during the year. Accordingly, this clause is not applicable.

XVI The Company has not entered into any non – cash transactions with directors or persons connected with them.

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

For V. Shankar Aiyar & Co.
Chartered Accountants
Firm Regn.No:109208w

V Mohan
Parter
Membership No.017748

Place: Mumbai
Date: April 18, 2018

ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF STRIX WIRELESS SYSTEMS PRIVATE LIMITED ON STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2018

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")
We have audited the internal financial controls over financial reporting of Strix Wireless System Private Limited ("the Company") as of March 31, 2018 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. 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 material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's Judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

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

(1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2)provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

(3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

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

For V. Shankar Aiyar & Co.
Chartered Accountants
Firm Regn.No:109208w

V Mohan
Parter
Membership No.017748

Place: Mumbai
Date: April 18, 2018

Balance Sheet as at March 31, 2018

(Amount in ₹)

Particulars	Note No.	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
ASSETS				
Non-current assets				
(a) Property, Plant and Equipment	2	19,77,980	23,66,007	28,70,050
(b) Capital work-in-progress		56,28,295	56,28,295	56,28,295
(c) Financial Assets				
(i) Loans	3A	4,11,500	4,86,500	4,86,000
(d) Deferred Tax Asset (net)	4	16,49,671	1,39,56,776	2,13,85,207
(e) Other non current assets	5A	70,000	70,000	70,000
		97,37,446	**2,25,07,578**	**3,04,39,552**
Current assets				
(a) Inventories	6	55,66,052	43,98,995	66,10,614
(b) Financial Assets				
(i) Trade receivables	7	39,00,634	15,96,537	82,99,591
(ii) Cash and cash equivalents	8	6,66,670	17,104	1,96,519
(iii) Loans	3B	1,00,000	1,85,102	2,12,894
(iv) Other Financial Assets	9	3,12,24,873	6,19,290	5,57,677
(c) Other current assets	5B	16,71,497	18,92,321	14,50,125
		4,31,29,726	**87,09,349**	**1,73,27,420**
Total		**5,28,67,172**	**3,12,16,927**	**4,77,66,972**
EQUITY AND LIABILITIES				
Equity				
(a) Equity Share capital	10	39,20,010	39,20,010	39,20,010
(b) Other Equity	11	(10,89,49,859)	(8,37,14,786)	(5,50,02,955)
		(10,50,29,850)	**(7,97,94,776)**	**(5,10,82,945)**
LIABILITIES				
Non-current liabilities				
(a) Provisions	12A	-	17,85,478	8,79,538
(b) Financial Liabilities				
(i) Borrowings	13A	10,32,94,119	1,25,87,500	1,21,88,021
		10,32,94,119	**1,43,72,978**	**1,30,67,559**
Current liabilities				
(a) Financial Liabilities				
(i) Borrowings	13B	-	1,82,095	-
(ii) Trade payables	14	2,45,54,464	7,54,75,524	6,88,33,682
(b) Provisions	12B	1,88,79,640	1,55,92,856	90,27,809
(c) Other current liabilities	15	1,11,68,798	53,88,249	79,20,867
		5,46,02,902	**9,66,38,724**	**8,57,82,358**
Total Equity and Liabilities		**5,28,67,172**	**3,12,16,927**	**4,77,66,972**

The accompanying notes are an integral part of the Standalone financial statements. (Refer Notes 1- 27)

In terms of our report attached.
For V. Sankar Aiyar & Co.
Chartered Accountants
Firm Regi. No.: 109208W

For and on behalf of the Board of Directors

V Mohan
Partner
Membership Number: 017748

Abhishek Javeri	**Asit javeri**	**Seema Javeri**
Director	**Director**	**Director**
DIN : 00273030	**DIN : 00268114**	**DIN : 01768936**

Mumbai, April 5, 2018

Statement of Profit and Loss for the year ended March 31, 2018

(Amount in ₹)

	Particulars	Note No.	For the year ended March 31, 2018	For the year ended March 31, 2017
(I)	Revenue from operations	16	53,32,500	99,26,459
(II)	Other Income	17	1,94,917	5,33,049
(III)	**Total Income (I + II)**		55,27,417	**1,04,59,508**
(IV)	**EXPENSES**			
	(a) Cost materials consumed	18A	14,01,330	25,60,206
	(b) Changes in inventories of finished goods, stock-in-trade and work-in-progress	18B	(1,49,116)	7,83,121
	(c) Employee benefits expense	19	93,74,984	2,27,98,902
	(d) Financecosts	20	31,44,422	66,394
	(e) Depreciation	2	3,88,027	5,14,944
	(f) Other expenses	21	42,95,738	56,00,421
	Total Expenses (IV)		**1,84,55,385**	**3,23,23,988**
(V)	**Profit /loss) before exceptional items and tax (III-IV)**		(1,29,27,968)	**(2,18,64,480)**
(VI)	**Exceptional Items**		-	-
(VII)	**Profit/(loss) before tax (V - VI)**		(1,29,27,968)	**(2,18,64,480)**
(VIII)	**Tax Expense**			
	(1) Current tax		-	-
	(2) Deferred tax	4	1,23,07,105	72,48,878
	Total tax expense		**1,23,07,105**	**72,48,878**
(IX)	**Profit/(loss) for the period (VII - VIII)**		**(2,52,35,073)**	**(2,91,13,358)**
(X)	**Other Comprehensive Income**			
	(i) Items that will not be re-classified subsequently to profit or loss		-	-
	Re-measurement on defined benefit plans		-	5,81,080
	Income Tax effect		-	(1,79,554)
	(ii) Items that will be re-classified subsequently to profit or loss		-	-
	Exchange differences in translating financial statements of a foreign operation			
	Income Tax effect			
(XI)	**Total of Other Comprehensive Income ((i) + (ii))**		-	**4,01,526**
(XII)	**Total Comprehensive Income (IX + XI)**		(2,52,35,073)	(2,87,11,831)
(XIII)	**Earning per equity share (₹)**	25	(64.38)	(73.24)
	(1) Basic			
	(2) Diluted		(64.38)	(73.24)

The accompanying notes are an integral part of the Standalone financial statements. (Refer Notes 1- 27)

In terms of our report attached.
For V. Sankar Aiyar & Co.
Chartered Accountants
Firm Regi. No.: 109208W

For and on behalf of the Board of Directors

V Mohan
Partner
Membership Number: 017748

Abhishek Javeri	Asit javeri	Seema Javeri
Director	Director	Director
DIN : 00273030	DIN : 00268114	DIN : 01768936

Mumbai, April 5, 2018

A. Equity Share Capital

	Particulars	Opening balance	Changes during the year	Closing balance
	As at 31st March 2018	39,20,010	-	39,20,010
	As at 31st March 2017	39,20,010	-	39,20,010

B Other Equity

	Particulars	Reserves and Surplus (Retained Earnings)	Other comprehensive income	Total
	Balance as at 01 April 2016	**(5,50,02,955)**	**–**	**(5,50,02,955)**
	Addition during the year	(2,91,13,357)	4,01,526	**(2,87,11,831)**
	Surplus in the Statement of Profit and loss	-		
	Balance as at 31 March 2017	**(8,41,16,313)**	**4,01,526**	**(8,37,14,786)**
	Balance as at 01 April 2017	**(8,41,16,313)**	4,01,526	**(8,37,14,786)**
	Addition during the year	(2,52,35,073)	–	**(2,52,35,073)**
	Surplus in the Statement of Profit and loss			
	Balance as at 31 March 2018	**(10,93,51,386)**	**4,01,526**	**(10,89,49,859)**

In terms of our report attached.
For V. Sankar Aiyar & Co.
Chartered Accountants
Firm Regi. No.: 109208W

For and on behalf of the Board of Directors

V Mohan
Partner
Membership Number: 017748

Abhishek Javeri	Asit javeri	Seema Javeri
Director	Director	Director
DIN : 00273030	DIN : 00268114	DIN : 01768936

Mumbai, April 5, 2018

Cash Flow Statement for the year ended March 31, 2018

(Amount in ₹)

Particulars	For the year ended March 31, 2018		For the year ended March 31, 2017	
A. Cash flow from operating activities				
Profit before tax		(1,29,27,968)		(2,18,64,480)
Adjustments for:				
Depreciation and amortisation expenses	3,88,027		5,14,944	
Finance costs	31,44,422		66,394	
		35,32,449		5,81,338
Operating profit / (loss) before working capital changes		(93,95,519)		(2,12,83,142)
Changes in working capital:				
Inventories	(11,67,057)		22,11,619	
Loans and Other Financial Asstes	(3,02,24,657)		(4,76,517)	
Trade Payables	(5,09,21,060)		66,41,842	
Current Liability	57,80,549		(19,51,538)	
Provisions	15,01,306		74,70,987	
Trade receivables	(23,04,097)		67,03,054	
		(7,73,35,016)		2,05,99,447
Cash generated from operations		(8,67,30,535)		(6,83,695)
a.Direct Taxes (Paid)		-		-
Net cash flow from / (used in) operating activities (A)		**(8,67,30,535)**		**(6,83,695)**
B. Cash flow from / (used in) investing activities				
a.Purchase Of Fixed Assets	-		(10,901)	
(Net of Adjustment for capital Work-in-progress				
b.Acquisition /Sale of Investment(Net)				
		-		(10,901)
Net cash flow from / (used in) investing activities (B)		-		**(10,901)**
C. Cash flow from / (used in) financing activities				
a.Secured Borrowings -Net of Repayment	-			
b.Unsecured Borrowings -Net of Repayment	9,05,24,524		5,81,574	
c.Interest Paid	(31,44,422)		(66,394)	
		8,73,80,101		5,15,181
Net cash flow from / (used in) financing activities (C)		**8,73,80,101**		**5,15,181**
Net increase / (decrease) in Cash and cash equivalents (A+B+C)		**6,49,566**		**(1,79,416)**
Cash and cash equivalents at the beginning of the year		17,104		1,96,519
Cash and cash equivalents at the end of the year		**6,66,670**		**17,104**

Notes:

Figures in brackets represent outflows

The accompanying notes are an integral part of the Standalone financial statements. (Refer Notes 1- 27)

In terms of our report attached
For V. Sankar Aiyar & Co.
Chartered Accountants
Firm Regi. No.: 109208W

For and on behalf of the Board of Directors

V Mohan
Partner
Membership Number: 017748

Mumbai, April 5, 2018

Abhishek Javeri	Asit javeri	Seema Javeri
Director	Director	Director
DIN : 00273030	DIN : 00268114	DIN : 01768936

Notes to Standalone financial statements for the year ended 31st March 2018

1.CORPORATE INFORMATION AND SIGNIFICANT ACCOUNTING POLICIES

I. CORPORATE INFORMATION

The Company was incorporated on December 24, 2008. The Company is engaged in Manufacturing of Wireless Network Equipments. As on 31st March 2018 Sadhana Nitro Chem Limited, holding company owned 100% of the company's equity share capital. The Company's registered office is located at Mumbai, Maharashtra India and manufacturing facility is located at Ahmedabad, Gujarat India.

II. SIGNIFICANT ACCOUNTING POLICIES:

A. Statement of Compliance

In accordance with the notification issued by the Ministry of Corporate Affairs, the Company has adopted Indian Accounting Standards (referred to as "Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 with effect from April 1, 2017. Previous period numbers in the financial statements have been restated to Ind AS. In accordance with Ind AS 101 First -time Adoption of Indian Accounting Standard, the Company has presented a reconciliation from the presentation of financial statements under Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 ("Previous GAAP") to Ind AS of Shareholders' equity as at March 31, 2017 and April 1, 2016 and of the Other comprehensive income for the year ended March 31, 2017 and April 1, 2016.

B. Going concern assumption

The order book position has improved during the financial year as compared to the past including long term supply agreement. This will improve the overall performance of the company in addition to absorbing accumulated losses. Hence although there are accumulated losses as on 31st March 2018, considering the overall strategy, going concern would not be affected and accordingly financial statements have been prepared.

C. Basis of preparation and presentation

The financial Statements are prepared in accordance with Indian Accounting Standards (IND AS) notified under Section 133 of the Companies Act, 2013 (Act) read with Rule 4A of Companies (Accounts) Second Amendments Rules, 2015, Companies (Indian Accounting Standards) Rules, 2015; and the other relevant provision of the Act and Rules thereunder. The Financial Statements have been prepared under historical cost convention basis except for derivative financial instruments, certain financial assets and financial liabilities which have been measured at fair value.

For all the period up to 31st March 2017, the financial statements were prepared under historical cost convention in accordance with the accounting standards specified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014. These financial statements for the year ended 31 March 2018 are the first the Company has prepared in accordance with IND As. Refer to Note 22B for information on how the Company adopted IND AS.

D. Use of estimate

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the financial statements and the reported amounts of income and expense for the periods presented.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected. The management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and differences between actual results and estimates are recognized in the periods in which the results are known/materialize.

Key source of estimation of uncertainty at the date of the financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of impairment of investments, useful lives of property, plant and equipment, valuation of deferred tax liabilities and provisions and contingent liabilities.

Impairment of investments

The Company reviews its carrying value of investments carried at cost annually, or more frequently when there is indication for impairment. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for.

Useful lives of property, plant and equipment

The Company reviews the useful life of property, plant and equipment at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.

Valuation of deferred tax assets

The Company reviews the carrying amount of deferred tax assets at the end of each reporting period. The policy for the same has been explained under Note (K)

Provisions and contingent liabilities

Provisions are recognized when the Company has a present legal or constructive obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation; and the amount can be reliably estimated.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money (if the impact of discounting is significant) and the risks specific to the obligation. The increase in the provision due to unwinding of discount over passage of time is recognized as finance cost. Provisions are reviewed at the each reporting date and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of economic resources will be required to settle the obligation, the provision is reversed.

A provision for onerous contracts is recognized when the expected benefits to be derived by the Company from a contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision is measured at the present value of the expected net cost of continuing with the contract. Before a provision is established, the Company recognizes any impairment loss on the assets associated with that contract.

A disclosure for a contingent liability is made where there is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from the past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Contingent liabilities are not recognised in the financial statements. A contingent asset is neither recognised nor disclosed in the financial statements.

Fair value measurements and valuation processes

Some of the Company's assets and liabilities are measured at fair value for financial reporting purposes. The Company has obtained independent fair valuation for financial instruments wherever necessary to determine the appropriate valuation techniques and inputs for fair value measurements. In some cases the fair value of financial instruments is done internally by the management of the Company using market-observable inputs.

In estimating the fair value of an asset or a liability, the Company uses market-observable data to the extent it is available. Where Level 1 inputs are not available, the Company engages third party qualified valuers to perform the valuation. The qualified external valuers establish the appropriate valuation techniques and inputs to the model. The external valuers report to the management of the Company their findings for every reporting period to explain the cause of fluctuations in the fair value of the assets and liabilities.

Information about the valuation techniques and inputs used in determining the fair value of various assets and liabilities are disclosed in notes no 22B.

E. Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable. Revenue is reduced for estimated customer returns, rebates and other similar allowances.

i. Sale of goods

Revenue from the sale of goods is recognised when the goods are delivered and titles have passed, at which time all the following conditions are satisfied:

- the Company has transferred to the buyer the significant risks and rewards of ownership of the goods;
- the Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- the amount of revenue can be measured reliably;
- it is probable that the economic benefits associated with the transaction will flow to the Company; and
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

ii. Rendering of Services

Revenue from service transactions is recognised as the service is performed by the completed service contract method.

• Performance consists of the execution of a single act. Alternatively, services are performed in more than a single act, and the services yet to be performed are so significant in relation to the transaction taken as a whole that performance cannot be deemed to have been completed until the execution of those acts. The completed service contract method is relevant to these patterns of performance and accordingly revenue is recognised when the sole or final act takes place and the service becomes chargeable.

Revenue from sales and operation excludes Excise Duty, Sales Tax, Value Added Tax & GST

ii.Other Income

a.Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

F. Leases

The company has not been engaged in neither Operating Lease nor Finance Lease, hence there is no question of classification.

G. Foreign Currency

The functional currency of the Company is Indian rupee.

Income and expenses in foreign currencies are recorded at exchange rates prevailing on the date of the transaction. Foreign currency monetary assets and liabilities are translated at the exchange rate prevailing on the balance sheet date and exchange gains and losses arising on settlement and restatement are recognised in the statement of profit and loss.

H. Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets are added to the cost of those assets, until such time as the assets are substantially ready for their intended use. Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

I. Government grants

(i) Government grants in respect to manufacturing unites located in developing regions :

The Company is entitled to various incentives from government authorities in respect of manufacturing units located in developing regions. The Company accounts for its entitlements on accrual basis on approval of the initial claim by the relevant authorities and there is reasonable assurance that the grants will be received.

(ii) Government grants in respect of additional Capital Expenditures :

Government grants whose primary condition is that the Company should purchase, construct or otherwise acquire capital assets is accounted for as deferred income. The grant is recognised as income over the life of a depreciable asset by accounting deferred income in the Statement of Profit and Loss on a systematic and rational basis over the useful life of the asset.

(iii) Export Incentives

Export incentives under various schemes are accounted in the year of export.

J. Employee benefits

(1) Defined Contribution Plan:

Payments to defined contribution retirement benefit schemes viz. Company's Provident Fund Scheme and Superannuation Fund are recognised as an expense when the employees have rendered the service entitling them to the contribution.

(2) Defined Benefit Plan:

For defined benefit retirement benefit plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding interest), is reflected immediately in the statement of financial position with a charge or credit recognised in other comprehensive income in the period in which they occur.

Remeasurement recognised in other comprehensive income is reflected immediately in retained earnings and will not be reclassified to profit or loss. Past service cost is recognised in profit or loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Defined benefit costs are categorised as follows:

- service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- net interest expense or income; and
- remeasurement.

(i) Gratuity: The Company has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15/26 days salary payable for each completed year of service. Vesting occurs upon completion of five years of service. The Company accounts for the liability for gratuity benefits payable in future based on an independent actuarial valuation. The Company has taken a Group Gratuity cum Life Assurance Scheme with Life Insurance Corporation for future payment of gratuity to the eligible employees.

(ii) Compensated Absences: The Company provides for the encashment of compensated absences with pay subject to certain rules. The employees are entitled to accumulate compensated absences subject to certain limits, for future encashment. Accumulated leave, which is expected to be utilised within the next twelve months, is treated as short-term employee benefit and the accumulated leave expected to be carried forward beyond twelve month is treated as long-term employee benefit which are provided based on the number of days of un utilised compensated absence on the basis of an independent actuarial valuation.

K. Taxation

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity, respectively. Income tax expense represents the sum of the tax currently payable and deferred tax.

Current income tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit or loss and other comprehensive income/statement of profit or loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible.

The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred income taxes

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

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

Deferred tax assets and liabilities are measured using substantively enacted tax rates expected to apply to taxable income in the years in which the temporary differences are expected to be received or settled.

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the relevant entity intends to settle its current tax assets and liabilities on a net basis.

Deferred tax assets include Minimum Alternate Tax (MAT) paid in accordance with the tax laws in India, which is likely to give future economic benefits in the form of availability of set off against future income tax liability. Accordingly, MAT is recognised as deferred tax asset in the balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with the asset will be realised.

The Company recognises interest levied and penalties related to income tax assessments in income tax expenses.

L. Property, Plant and Equipment

Property, plant and equipment held for use in production or supply of goods or services or for administrative purposes are stated at cost less accumulated depreciation/amortization less accumulated impairment, if any. The cost of fixed assets comprises its purchase price net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable expenditure on making the asset ready for its intended use, and interest on borrowings attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use.

Capital work- in-progress for production, supply of administrative purposes is carried at cost less accumulated impairment loss, if any, until construction and installation are complete and the asset is ready for its intended use.

Depreciation is recognized on Property plant & equipment including non factory building furniture fixutures & vehicles (other than on capital work-in-progress) under WDV Method at the rates prescribed under Schedule II of Companies Act, 2013. Depreciation on assets acquired/ purchased, sold/discarded during the year is provided on a pro-rata basis from the date of each addition till the date of sale/retirement. The estimated useful lives of assets are stated below:

* Estimated useful life of assets consistent with the useful life specified in the Schedule II of the Companies Act, 2013

The economic useful lives of assets is assessed based on a technical evaluation, taking into account the nature of assets, the estimated usage of assets, the operating conditions of the assets, past history of replacement, anticipated technological changes, maintenance history, etc.The estimated useful life is reviewed at the end of each reporting period, with effect of any change in estimate being accounted for on a prospective basis.

Where the cost of part of the asset is significant to the total cost of the assets and the useful life of that part is different from the useful of the remaining asset, useful life of that significant part is determined separately. Depreciation of such significant part, if any, is based on the useful life of that part. Freehold land is not depreciated.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment, determined as the difference between the sales proceeds and the carrying amount of the asset, is recognized in the Statement of Profit or Loss.

For transition to IND AS the company has elected to continue with the carrying value of all its property plant and equipment recognised as on 1st April 2016 transition date measured as per previous GAAP and used that carrying value as its deemed cost as of the transition date.

M. Intangible Assets

Company has no intengible asstes during the year.

N. Impairment

Financial assets (other than at fair value)

The Company assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired.

Ind AS 109 requires expected credit losses to be measured through a loss allowance. The Company recognises lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a financing transaction.

For all other financial assets, expected credit losses are measured at an amount equal to the 12 month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

O. Inventories

Inventories of raw materials, stock-in-trade, stores & spares Fuel packing material finished goods are valued at thelower of cost and net realizable value after providing for obsolescence and other losses, where considered necessary. Cost is ascertained for stores and spares weighted average cost basis all others are valued on a FIFO basis. Valuation of work-in-progress and finished goods includes proportionate production overheads. Stock of scrap and spent acid is valued at net realisable value.

P. Financial instruments

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

Cash and cash equivalents

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

Financial assets at amortised cost

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income

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

Financial assets at fair value through profit or loss

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

Financial liabilities

Financial liabilities are measured at amortised cost using the effective interest method.

Equity instruments

An equity instrument is a contract that evidences residual interest in the assets of the company after deducting all of its liabilities. Equity instruments recognised by the Company are recognised at the proceeds received net off direct issue cost.

Reclassification of Financial Assets

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the company's operations. Such changes are evident to external parties. A change in the business model occurs when a company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognized gains, losses (including impairment gains and losses) or interest.

Offsetting of financial instruments

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

Q. Earnings Per Share (EPS)

The Company reports basic and diluted earnings per share in accordance with Ind AS 33 on Earnings per share. Basic earnings per share is computed by dividing the net profit or loss for the period by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the net profit or loss for the period by the weighted average number of equity shares outstanding during the period as adjusted for the effects of all diluted potential equity shares except where the results are anti-dilutive.

R. Cash flow statement

The Cash Flow Statement is prepared by the indirect method set out in Ind AS 7 on Cash Flow Statements and presents cash flows by operating, investing and financing activities of the Company.

S. Current/Non-Current Classification

The Company presents assets and liabilities in the balance sheet based on current/non current classification. An asset is classified as current when it satisfies any of the following criteria:
- It is expected to be realized or intended to be sold or consumed in normal operating cycle
- It is held primarily for the purpose of trading
- It is expected to be realized within 12 months after the date of reporting period, or
-Cash and cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after reporting period.

Current assets include the current portion of non-current financial assets.
All other assets are classified as non-current.
A liability is current when it satisfies any of the following criteria:
- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within 12 months after the reporting period, or
-There is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period Current liabilities include the current portion of long term financial liabilities.
The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets and their realization in cash and cash equivalents. The Company has identified 12 months as its operating cycle.

T. Share Capital

Ordinary Shares

Ordinary shares are classified as equity. Incremental costs, if any, directly attributable to the issue of ordinary shares are recognized as a deduction from other equity, net of any tax effects.

U. Fair Value Measurement

Fairvalue is the price that would be received from the sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell an asset or transfer the liability takes place either:
- in the principle market for the asset or liability
- in the absence of principle market, in the most advantageous market for the asset or liability.
The principle or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

The fair value measurement of a non -financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.
The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:
- Level 1 – Quoted (Unadjusted) Market prices in active markets for incidental assets or liabilities
-Level 2 –Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
-Level 3 – Valuation Techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfers that have occurred between levels in the hierarchy by reassessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

Determination of Fair Value
1) Financial Assets - Debt Instruments at amortized cost
Afterinitial measurement the financial assets are subsequently measured at amortized cost using the Effective Interest Rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or cost that are an integral part of the EIR.
2) Financial Assets - Debt Instruments at Fair Value through Other Comprehensive Income (FVTOCI)
Measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the Other Comprehensive Income (OCI). On derecognition of the asset, cumulative gain or loss previously recognized in OCI is reclassified from the equity to P&L.
3) Debt instruments, derivatives and equity instruments at Fair Value through Profit or Loss (FVTPL)
FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.
4) Financial Liabilities -
Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit & loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Companies financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and derivative financial instruments.

Subsequent Measurement

Fair value through Profit & Loss

Financial liabilities at fair value through profit & loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. All changes in fair value of such liabilities are recognized in statement of profit or loss.

Loans and Borrowings

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process. The EIR amortization is included as finance costs in the statement of profit and loss.

V. Investments

Long Term Investments are carried at cost. Provision for diminution is made to recognize the decline, other than temporary in the value of these investments. Current investments are carried at lower of the cost and fair value.

Note 2: Property, Plant and Equipment

(Amount in ₹)

Particulars	Gross Block				Depreciation				Net Block
	As at 01.04.2017	Additions during the year	Deductions during the year	As at 31.03.2018	As at 01.04.2017	For the Year	On deductions	As at 31.03.2018	As at 31.03.2018
Plant and Equipment	24,36,776	-	-	24,36,776	8,18,236	2,24,880	-	10,43,116	13,93,660
Furnitures & Fixtures	6,49,479	-	-	6,49,479	2,38,782	63,753	-	3,02,535	3,46,944
Office Equipment	9,89,588	-	-	9,89,588	7,67,587	89,154	-	8,56,741	1,32,847
Computer	19,80,160	-	-	19,80,160	18,65,391	10,240	-	18,75,631	1,04,529
Total	60,56,003	-	-	60,56,003	36,89,996	3,88,027	-	40,78,023	19,77,980
Previous year as at March 31, 2017	60,45,103	10,900	-	60,56,003	31,75,052	5,14,944	-	36,89,996	23,66,007

Particulars	Gross Block				Depreciation				Net Block
	As at 01.04.2016	Additions during the year	Deductions during the year	As at 31.03.2017	As at 01.04.2016	For the Year	On deductions	As at 31.03.2017	As at 31.03.2017
Plant and Equipment	24,36,776	-	-	24,36,776	5,93,356	2,24,880	-	8,18,236	16,18,540
Furnitures & Fixtures	6,49,479	-	-	6,49,479	1,66,132	72,650	-	2,38,782	4,10,697
Office Equipment	9,78,688	10,900	-	9,89,588	5,66,388	2,01,199	-	7,67,587	2,22,001
Computer	19,80,160	-	-	19,80,160	18,49,176	16,215	-	18,65,391	1,14,769
Total	60,45,103	10,900	-	60,56,003	31,75,052	5,14,944	-	36,89,996	23,66,007
Previous year as at March 31, 2016	59,71,860	73,243	-	96,75,230	26,25,615	5,49,437	-	65,61,756	31,13,474

	Plant and Equipment	Furnitures & Fixtures	Office Equipment	Computers	Total
Gross Carrying amount					
Deemed cost as at 1st April,2016	24,36,776	6,49,479	9,78,688	19,80,160	60,45,103
Additions	-	-	10,900	-	10,900
Disposals	-	-	-	-	-
Reclassification as held for sale	-	-	-	-	-
Balance as at 31st March,2017	**24,36,776**	**6,49,479**	**9,89,588**	**19,80,160**	**10,900**
					-
Additions				-	-
Disposals				-	-
Reclassification as held for sale				-	-
Balance as at 31st March,2018	**24,36,776**	**6,49,479**	**9,89,588**	**19,80,160**	**60,56,003**
				-	-
Accumulated Depreciation	-			-	-
Balance as at 1st April,2016	5,93,356	1,66,132	5,66,388	18,49,176	31,75,052
Additions	2,24,880	72,650	2,01,199	16,215	5,14,944
Disposals	-			-	-
Reclassification as held for sale	-			-	-
Balance as at 31st March,2017	8,18,236	2,38,782	7,67,587	18,65,391	36,89,996
Additions	2,24,880	63,753	89,154	10,240	3,88,027
Disposals					-
Reclassification as held for sale				-	-
Balance as at 31st March,2018	10,43,116	3,02,535	8,56,741	18,75,631	40,78,023
				-	-
Net carrying amount				-	-
Balance as at 1st April, 2016	18,43,420	4,83,347	4,12,300	1,30,984	28,70,051
Balance as at 31st March, 2017	16,18,540	4,10,697	2,22,001	1,14,769	23,66,007
Balance as at 31st March, 2018	13,93,660	3,46,944	1,32,847	1,04,529	19,77,980

Footnotes :

(I) Fair valuation as deemed cost for Property, Plant and Equipment:

(ii) Plant & Equipment includes Computers and Office Equipments

(iii) On Transition to Ind AS, the carrying values of all the property, plant and equipment under the previous GAAP have been considered to be deemed cost under Ind AS.

Note 3: Loans

(Amount in ₹)

Sr. No	Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
A	**Non Current Loans**			
	(Unsecured Considered Good, unless otherwise stated)			
	Security Deposits	4,11,500	4,86,500	4,86,000
	Total	**4,11,500**	**4,86,500**	**4,86,000**
B	**Current Loans**			
	(Unsecured Considered Good, unless otherwise stated)			
	Loan to related party at amortised cost			
	Advances recoverable in cash or in kind or for value to be received	1,00,000	1,85,102	2,12,894
	Total	**1,00,000**	**1,85,102**	**2,12,894**

Note 4: Deferred tax Asset (Net)

(Amount in ₹)

Sr. No	Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
	Deferred Tax Asset			
	Employee Benefit obligations	5,26,995	4,29,889	-
	On Account of Depreciation	1,68,72	1,77,314	1,87,527
	Other disallowable expenses	-	10,55,841	-
	Others	11,33,503	1,24,73,285	2,11,97,680
		(18,29,224)	**(1,41,36,330)**	**(2,13,85,207)**
	Items that will not be re-classified subsequently			
	Re-measurement on defined benefit plans	1,79,554	1,79,554	-
	Net Deferred Tax Liability/(Asset)	1,79,554	1,79,554	-
	Deferred Tax Asset	**16,49,671**	**1,39,56,776**	**2,13,85,207**

Footnote :

Deferred tax asset on unabsorbed depreciation as per the Income Tax Act, 1961 has been recognize,since it is probable that taxable profit will be available to adjust them in the future years. Unabsorbed depreciation which forms major portion of the Deferred Tax Asset can be carried forward and set off against the profits for unlimited number of years under the Indian Income Tax Act, 1961 and profitability projections based on current margins show sufficient profits for set-off in future.

Note 5: Other Asstes

(Amount in ₹)

Sr. No	Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
A	**Other Non Current Asstes**			
	(Unsecured Considered Good, unless otherwise stated)			
	Balance with Statutory Authorities	70,000	70,000	70,000
	Total	70,000	70,000	70,000
B	**Other Current Asstes**			
	(Unsecured Considered Good, unless otherwise stated)			
	Balance with Statutory Authorities	16,71,497	18,92,321	14,50,125
	Total	16,71,497	18,92,321	14,50,125

Note 6: Inventories (At lower of cost and net realisable value)

(Amount in ₹)

Sr. No	Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
(i)	Raw materials	22,34,646	12,16,706	26,45,204
(ii)	Work-in-progress	33,31,405	31,82,289	39,65,410
	Total	55,66,052	43,98,995	66,10,614

Note 7: Trade receivables

(Amount in ₹)

Sr. No	Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
	Unsecured			
	Considered good	39,00,633	15,96,537	82,99,591
	Considered doubtful	-	-	-
		39,00,633	15,96,537	82,99,591
	Less : Allowance for doubtful debts			
	Total	39,00,633	15,96,537	82,99,591

Footnote :

1 Trade receivables are dues in respect of goods sold or services rendered in the normal course of business.
2 The normalcredit period allowed by the company ranges from 60 to 90 days.

Note 8: Cash and Cash Equivalents

(Amount in ₹)

Sr. No	Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
	Cash in hand	2,232	17,104	2,581
	Balance with bank in current account	6,64,438	-	1,93,938
	Total	6,66,670	17,104	1,96,519

	Particulars	SBN*	Other denomination	Total
	Closing cash in hand as on November 8, 2016	-	20,617	20,617
Add	Permitted Receipts	-	2,15,700	2,15,700
Less	Permitted Payments	-	(2,16,185)	(2,16,185)
Less	Amount deposited in bank	-	-	-
	Closing cash in hand as on December 30, 2016	-	**20,132**	**20,132**

Note 9: Other Financial Assets

Amount in ₹

	Other Current Financial Assets			
	Advance for Goods and Exps.	3,12,24,873	6,19,290	5,41,692
	Prepaid Expenses	-	-	15,985
	Total	3,12,24,873	6,19,290	5,57,677

Note 10: Equity Share Capital

(Amount in ₹)

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Authorised Capital: 5,00,000 Equity Shares of ₹ 10/- each (March 31, 2017: 5,00,000 Equity Shares of ₹ 10/- each) (April 1, 2016: 5,00,000 Equity Shares of ₹ 10/- each)	50,00,000	50,00,000	50,00,000
	50,00,000	50,00,000	50,00,000
Issued Subscribed & Paid up: 3,92,001 Equity Shares of ₹ 10/- each full y paid (March 31, 2017: 3,92,001 Equity Shares of ₹ 10/- each) (April 1, 2016: 3,92,001 Equity Shares of ₹ 10/- each)	39,20,010	39,20,010	39,20,010
Total	**39,20,010**	**39,20,010**	**39,20,010**

Footnotes :

(I) The company has only one class of equity shares having at par value of ₹ 10/- per share. Each holder of equity share is entitled to one vote per share. The company declares and pays dividend in indian Rupees. The dividend proposed by the Board of Director is subject to the approval of the share holders in the ensuing Annual General Meeting. In the event of liquidation of the company, the holder of equity shares will be entitled to receive remaining assets of the company after distribution of all preferential amounts. The distrubution will be in proportion to number of shares held by share holder.

(ii) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting year

Particulars	As at March 31, 2018		As at March 31, 2017		As at April 1, 2016	
	Equity Share		Equity Share		Equity Share	
	No.of Shares	Amount	No of Shares	Amount	No. of Shares	Amount
Equity						
No of shares outstanding at the beginning of the year	3,92,001	39,20,010	3,92,001	39,20,010	3,92,001	39,20,010
Add: Additional shares issued during the year year	-	-	-	-	-	-
Less: Shares forfeited/Bought back during the year	-	-	-	-	-	-
No of shares outstanding at the end of the year	3,92,001	39,20,010	3,92,001	39,20,010	3,92,001	39,20,010

(iii) Equity Shares in the entity held by holding company:

Particulars	As at March 31 2018		As at March 31 2017		As at March 31 2017	
	No of Shares	% of Holding	No of Shares	% of Holding	No of Shares	% of Holding
Sadhana Nitro Chem Ltd.	3,92,000	100%	-	-	-	-
Strix Systems Inc.	-	-	3,92,000	100%	3,92,000	100%

Note 11: Other Equity

(Amount in ₹)

Sr. No	Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
i	**Retained Earnings**			
	Opening balance	(8,41,16,313)	(5,50,02,955)	(5,53,26,355)
	Add: Current Years Profits	(2,52,35,073)	(2,91,13,358)	3,23,400
	Closing Balance	(10,93,51,386)	(8,41,16,313)	(5,50,02,955)
ii	**Other Comprehensive Income (OCI)**			
	Opening Balance	4,01,526	–	–
	Add:Movement in OCI (Net) during the year	–	4,01,526	–
	Closing Balance	4,01,526	4,01,526	–
		(10,89,49,859)	**(8,37,14,786)**	**(5,50,02,955)**

Note 12: Provisions

(Amount In ₹)

Sr. No	Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
A.	**Non-Current**			
	Employee Benefit Obligations			
	(i) Compensated absences	-	-	-
	(ii) Gratuity (Refer Note No. 19)	-	17,85,478	8,79,538
	Total	-	17,85,478	8,79,538

B	**Current**			
	Employee Benefit Obligations			
	(i) Compensated absences	-	-	-
	(ii) Gratuity (Refer Note No. 19)	1,88,79,640	1,55,92,856	90,27,809
	Total	**1,88,79,640**	**1,55,92,856**	**90,27,809**

Note 13: Borrowings

(Amount in ₹)

Sr. No	Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
A.	**Non-Current Term Borrowings**			
(i)	Inter Corporate Deposit [Refer Footnote (i)]	10,32,94,119	1,25,87,500	1,21,88,021
	Total	10,32,94,119	1,25,87,500	1,21,88,021
B.	**Current Term Borrowings**			
(i)	Inter Corporate Deposit	-	1,40,000	-
(ii)	Book overdraft	-	42,095	-
	Total	-	1,82,095	-

Footnotes :

(I). ₹ 9,25,09,364/- out of inter-corporate deposits are from Sadhana Nitro Chem Ltd. repayable within one year from April 2018 carrying rate @ 14%. Rest of the inter-corporate deposits are interest free.

Note 14: Trade Payables

(Amount in ₹)

Sr. No	Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
	Micro and Small Enterprises (Refer Note A)	-	-	-
	Others	2,45,54,464	7,54,75,524	6,88,33,682
	TOTAL	2,45,54,464	7,54,75,524	6,88,33,682

Note A: There is no amount due from any of the Micro and Small Enterprises as defined in the "The Micro, Small and Medium Enterprises Development Act, 2006".

Note 15: Other Liabilities

(Amount in ₹)

Sr. No	Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
	Other Current Liabilities			
	Statuatory Dues	26,49,958	51,17,321	35,41,469
	Advance From Customer	85,18,840	2,70,928	43,79,398
	TOTAL	1,11,68,798	53,88,249	79,20,867

Note 16: Revenue from Operations

(Amount in ₹)

Sr. No	Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
	Sales of Products		
	(a) Finished Goods	43,43,238	48,74,613
	(b) Traded Goods	-	-
	Less: Excise duty	-	-
		43,43,238	48,74,613
	Sale of Services	9,89,262	50,51,846
	TOTAL	53,32,500	99,26,459

Note 17: Other Income

(Amount in ₹)

Sr. No	Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
	Duty Draw Back Income	24,258	40,945
	Other Income	1,08,143	5,939
	Discount Received	7,391	-
	Freight on Sales	40,131	-
	Foreign Exchange Gain	14,994	1,66,470
	Interest on TDS W/back	-	3,19,695
	TOTAL	1,94,917	5,33,049

Note 18A: Cost of materials consumed

(Amount in ₹)

Sr. No	Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
	Inventory at the beginning of the year	12,16,706	26,45,204
	Add: Purchases	24,19,271	11,31,708
	Less: Inventory at the end of the year	22,34,646	12,16,706
	Cost of materials consumed	**14,01,330**	**25,60,206**

Value of Raw Material Consumed	For the year ended March 31, 2018	For the year ended March 31, 2017	For the year ended March 31, 2018	For the year ended March 31, 2017
Imported	6.28%	0.69%	87,950.00	17,660.00
Indigeneous	93.72%	99.31%	13,13,380.00	25,42,546.00

Raw Material Consumed	For the year ended March 31, 2018	For the year ended March 31, 2017
PCBA	12,19,732	10,20,925
Cable & Cable Assembly	11,41,720	2,30,366
Atennna, Connector & Other Items	32,04,600	26,35,007
	55,66,052	38,86,298

Note 18B : Changes in inventories of finished goods, stock-in-trade and work-in-progress

(Amount in ₹)

Sr. No	Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
	(i) Opening Stock		
	Work in progress	31,82,289	39,65,410
	Finished goods		
	Total (i)	31,82,289	39,65,410
	(ii) Closing Stock		
	Work in progress	33,31,405	31,82,289
	Finished goods		
	Total (ii)	33,31,405	31,82,289
	Changes in Inventories Decrease/(Increase)(i-ii)	(1,49,116)	7,83,121
	TOTAL	(1,49,116)	7,83,121

Note 19: Employee Benefit Expenses

(Amount in ₹)

Sr. No	Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
	Salaries and wages, including bonus	91,45,943	2,08,07,818
	Contribution to Provident and other funds	1,19,879	2,50,149
	Gratuity (Refer Note No. 19(I)19(ii) below)	-	10,77,579
	Leave Encashment	-	4,80,694
	Staff welfare expenses	1,09,162	1,82,662
	Total	93,74,984	2,27,98,902

(i) Employee benefits

Defined Contibution Plan

Contribution to defined contribution plan,recognised as expenses for the year are as under
Employers Contribution to provident Fund
Employers Contribution to pension scheme

Defined Benefit Plan

The employee's gratuity fund scheme managed by a trust is a defined benefit plan.The present value of the obligation is determined based on actuarial valuation using the projected unit credit method,which recognizes each period of service as giving rise to adiitional unit of employee benefit entitlement and measures each unit seperately to build up the final obligation. The obligation for leave encashment is recognised in the same manner as gratuity.

The estimated rate of escalation in salary considered in actuarial valuation,take into account inflation,seniority promotion and other relevant factor including supply and demand in the employment market. The above information is certified by actuary. The expected rate on plan assets is determined considering several applicable factor,mainly the composition of plan assets held assessed risk ,historical result of return on plan assets and the company's policy for plan assets management.

Major risk to the plan

A. Actuarial Risk:
It is the risk that benefits will cost more than expected. This can arise due to one of the following reasons:
Vesting conditions Benefit eligibility Retirement age. There are no special events such as benefit improvements or curtailments or settlements during the inter-valuation period. Adverse Salary Growth Experience: Salary hikes that are higher than the assumed salary escalation will result into an increase in Obligation at a rate that is higher than expected.

Variability in mortality rates: If actual mortality rates are higher than assumed mortality rate assumption than the Gratuity Benefits will be paid earlier than expected. Since there is no condition of vesting on the death benefit, the acceleration of cashflow will lead to an actuarial loss or gain depending on the relative values of the assumed salary growth and discount rate. For funded plans that rely on insurers for managing the assets, the value of assets certified by the insurer may not be the fair value of instruments backing the liability. In such cases, the present value of the assets is independent of the future discount rate. This can result in wide fluctuations in the net liability or the funded status if there are significant changes in the discount rate during the intervaluation period. Employees with high salaries and long durations or those higher in hierarchy, accumulate significant level of benefits. If some of such employees resign/retire from the company there can be strain on the cashflows. Variability in withdrawal rates: If actual withdrawal rates are higher than assumed withdrawal rate assumption than the Gratuity Benefits will be paid earlier than expected. The impact of this will depend on whether the benefits are vested as at the resignation date.

B. Investment Risk:
For funded plans that rely on insurers for managing the assets, the value of assets certified by the insurer may not be the fair value of instruments backing the liability. In such cases, the present value of the assets is independent of the future discount rate. This can result in wide fluctuations in the net liability or the funded status if there are significant changes in the discount rate during the inner-valuation period

C. Liquidity Risk:
Employees with high salaries and long durations or those higher in hierarchy, accumulate significant level of benefits. If some of such employees resign/retire from the company there can be strain on the cashflows.

D. Market Risk:
Market risk is a collective term for risks that are related to the changes and fluctuations of the financial markets. One actuarial assumption that has a material effect is the discount rate. The discount rate reflects the time value of money. An increase in discount rate leads to decrease in Defined Benefit Obligation of the plan benefits & vice versa. This assumption depends on the yields on the corporate/government bonds and hence the valuation of liability is exposed to fluctuations in the yields as at the valuation date.

E. Legislative Risk:
(i) Legislative risk is the risk of increase in the plan liabilities or reduction in the plan assets due to change in the legislation/regulation. The government may amend the Payment of Gratuity Act thus requiring the companies to pay higher benefits to the employees. This will directly affect the present value of the Defined Benefit Obligation and the same will have to be recognized immediately in the year when any such amendment is effective

(ii) During the year Sadhana Nitro Chem Ltd.(SNCL) acquire 100%of paid up equity share in the capital of the company's erstwhile share holder accordingly company has become 100% subsidiary of Sadhana Nitro Chem Ltd.(SNCL) from 23rd March 2018. All the employees on the role of the company have been transferred to SNCL as from this date with continuity of service accordingly as at 31st March 2018, the company has no liability to gratuity and other terminal benefits.

Financial Year Apr-17 to Mar -18		Gratuity 2017-18	Gratuity 2016-17
I)	Reconciliation of opening and closing balance of defined Benefit obligation		
	Defined Benefit Obligation at beginning of the year		11,87,577
	Current Service Cost		3,48,120
	Interest Cost		91,443
	Actuarial gain/loss		(5,81,080)
	Benefit paid		-
	Settlement cost		35,564
	Defined Benefit Obligation at year end		10,81,624
II)	Reconciliation of opening and closing balance of fair value of plan assets at beginnig of the year		
	fair value of plan assets at beginnig of the year		-
	Expected Return on Plan Assets		-
	Actuarial gain/loss		-
	Employer Contribution		-
	Benefit paid		-
	Settlement cost		-
	fair value of plan assets at year end		-
	Actual return on plan assets		-
III)	Reconciliation of fair value of assets and obligation		
	Fair value of plan assets		-
	Present value of obligation		10,81,624
	Amount recognised in balance sheet		10,81,624
IV)	Expenses recognised during the year		
	(under head of "payment to and Provision for employee"		
	Current Service Cost)		3,48,120
	Interest cost		91,443
	Expected return on Plan assets		-
	Actuarial (gain)/loss		(5,81,080)
	Recognised Past Service Cost-Vested		32,203
	Recognised Past Service Cost-Unvested		3,361
	Net cost		(1,05,953)
V)	Actuarial assumption		-
	Discount Rate(P.A)		7.15%
	Expected rate of return on plan assets (P.A)		Not Applicable
	Rate of escalation in salary (P.A)		6.00%

As per acturial valuation, the defined obligation at the end of financial year 2016-17 was ₹ 10,81,624/-.Addtional Amount of ₹ 7,20,611/- was provided in balance sheet as at 31st March 2017 as it was appeared necessary as per human resource department.

Note 20: Finance Cost

(Amount in ₹)

Sr. No	Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
	Interest expense on term loans and other financial liabilities	13,70,980	66,394
	Bank Commission and Other Interest Charges	17,73,442	-
	Total	**31,44,422**	**66,394**

Note 21: Other Expenses

(Amount in ₹)

Sr. No	Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
	Power and Fuel	2,02,731	5,36,740
	Rent, Rates and Taxes	17,98,736	20,63,785
	Repair and Maintenance Expenses	1,910	51,316
	Travelling and Conveyance Expenses	5,45,446	2,88,161
	CHA Agency Charges	2,11,041	79,268
	Computer Reparing Exp	4,600	1,800
	Design & Consultancy Charges	-	5,93,051
	Frieght Charges	4,06,317	2,40,630
	Import Clearing Charges and Damurages	1,91,742	2,03,056
	Jobwork Charges	1,61,022	3,81,163
	Telephone and Mobile Expenses	59,714	82,483
	Packing Charges	-	3,068
	Office and Other Expesns	-	2,83,238
	Bauilding Maintenance Charges	34,720	34,720
	Excise and Service Tax Expenses	2,16,328	-
	Internet and Domain Charges	27,276	1,20,530
	Printing and Stationery Charges	7,284	14,740
	Legal and Professional Charges	1,24,900	4,46,436
	Insurance Charges	18,113	35,137
	Late Fee, Fine, Penalty, Etc.	3,857	-
	Membership Fees	-	6,100
	Sales & Marketing Exp.	2,00,000	55,000
	Audit Fees [*]	80,000	80,000
		42,95,738	**56,00,421**

Note A : <u>Payment to Auditors</u> :		
<u>As Auditor</u>		
Statutory Audit Fee	65,000	65,000
Tax Audit Fee	15,000	15,000
	80,000	**80,000**

Note 22A: Financial Instruments and Risk Review

The following disclosures are made as required by Ind AS-113 pertaining to Fair value measurement:

a. Accounting classification and fair values

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in acurrent transaction between willing parties, other than in a forced or liquidation sale.

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

b. Financial risk management

The Company has exposure to the Credit risk, Liquidity risk and Market risk arising from financial instruments.

Risk Management Framework: The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Board of Directors has established the Risk Management Committee (RMC), which is responsible for developing and monitoring the Company's risk management policies.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to setappropriate risk limits to control / monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

The Audit Committee oversees how management monitors compliance with the company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The Audit Committee is assisted by internal audit. Internal audit undertakes reviews of risk management controls and procedures,the results of which are reported to the Audit Committee.

The Company's financial risk management is an integral part of how to plan and execute its business strategies. The Company's financial risk management policy is approved by the Board of Directors.

c. Credit Risk:

Credit risk is the risk of financial loss to the Company if a customer or counter party to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables.

Trade receivables: The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period

The following table provides information about the exposure to credit risk and measurement of loss allowance using Life time expected credit loss for trade receivables:

	Up to 6 months	6mons. to 1 yr.	1 year to 3 years	More than 3 years	Total
As on 31 March 2018					
Gross Carrying Amount	4,34,140	-	-	34,66,493	39,00,633
Specific Provision	-	-	-	-	-
Carrying Amount	4,34,140	-	-	34,66,493	39,00,633
As on 31 March 2017					
Gross Carrying Amount	-	-	8,84,895	7,11,642	15,96,537
Specific Provision	-	-	-	-	-
Carrying Amount -		-	8,84,895	7,11,642	15,96,537
As on 01 April 2016					
Gross Carrying Amount	-	-	82,99,591	-	82,99,591
Specific Provision	-	-	-	-	-
Carrying Amount	-	-	82,99,591	-	82,99,591

Cash and cash equivalents:

The Company held cash and cash equivalents of ₹6,66,670/-as at 31 March 2018 (31 March 2017: ₹17,104/-, 01 April 2016: ₹1,96,519/-). The cash and cash equivalents are held with reputed banks.

d. Liquidity risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at a reasonable price. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation

		Contractual cash flows			
	Carrying amount	Upto 1 year	1-2 years	2-5 years	More than 5 years*
As on 31 Mar. 2018					
Non-derivative financial liabilities	-	-	-	-	-
Borrowings	11,15,35,836	9,89,48,336	85,05,000	40,82,500	-
Interest	27,183	27,183	-	-	-
Trade payables	2,45,54,464	32,83,301	42,59,029	1,12,69,294	57,42,840
As on 31 Mar. 2017					
Non-derivative financial liabilities	-	-	-	-	-
Borrowings	1,27,27,500	85,05,000	42,22,500	-	-
Interest -		-	-	-	-
Trade payables	7,54,75,524	1,08,44,507	1,21,46,704	5,24,84,313	-
As on 01 Apr. 2016					
Non-derivative financial liabilities	-	-	-	-	-
Borrowings	1,21,88,021	54,34,311	9,66,990	40,50,000	17,36,720
Interest -		-	-	-	-
Trade payables	6,88,33,682	1,36,26,157	4,66,08,323	85,99,202	-

e. Market Risk

Market risk is the risk that changes in market prices such as foreign exchange rates, interest rates and commodity prices, will affect the Company's income or the value of its financial instruments. Market risk is attributable to all market risk sensitive financial instruments including foreign currency receivables and payables, long term debt and commodity prices. The Company is exposed to market risk primarily related to foreign exchange rate risk, interest rate risk and commodity price risk.

Interest rate risk

Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing investments because of fluctuations in the interest rates, in cases where the borrowings are measured at fair value through the Statement of profit and loss. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing investments will fluctuate because of fluctuations in the interest rates.

Exposure to Interest rate risk:

Company's interest rate risk arises from borrowings. The interest rate profile of the Company's interest-bearing long term financial instruments is as follows:

Particulars	31st March 2018	31st March 2017
Fixed-rate instruments:		
Financial liabilities - measured at amortised cost	9,25,09,364	-
Variable-rate instruments:		
Financial liabilities - measured at amortised cost	-	42,095
Total	9,25,09,364	42,095

Currency risk:

The Company is exposed to currency risk on account of its operating and financing activities. The functional currency of the Company is Indian Rupee.

The Company evaluates exchange rate exposure arising from foreign currency transactions and the Company follows established risk management policies to manage its foreign currency exposure

Exposure to currency risk:

The currency profile of financial assets and financial liabilities as on 31 March 2018, 31 March 2017 and 1 April 2016 are as below:

	Total	INR	INR Equivallent to USD	USD
As on 31 Mar. 2018				
Financial assets				
Cash and cash equivalents	6,66,670	6,66,670	-	-
Short-term loans and advances	1,00,000	1,00,000	-	-
Trade and other receivables	3,51,25,507	3,47,15,235	4,10,272	6,371
Other Non-current financial asset	4,11,500	4,11,500		-
Exposure for assets (A)	**3,63,03,677**	**3,58,93,405**	**4,10,272**	**6,371**
Financial liabilities				
Long term borrowings	-	-	-	-
Short term borrowings	-	11,15,35,836	-	-
Trade and other payables	2,45,54,464	1,95,68,306	49,86,158	75,434
Other Current financial liabilities	-	-	-	-
Exposure for liabilities (B)	**2,45,54,464**	**13,11,04,142**	**49,86,158**	**75,434**
Net exposure (B-A)	**(1,17,49,213)**	**9,52,10,737**	**45,75,886**	**69,063**

	Total	INR	INR Equivallent to USD	USD
As on 31 Mar. 2017				
Financial assets				
Cash and cash equivalents	17,104	17,104	-	-
Short-term loans and advances	1,85,102	1,85,102	-	-
Trade and other receivables	22,15,827	15,04,185	**7,11,642**	11,400
Other Non-current financial asset	4,86,500	4,86,500	-	-
Exposure for assets (A)	**29,04,533**	**21,92,891**	**7,11,642**	**11,400**
Financial liabilities		-	-	-
Long term borrowings		-	-	-
Short term borrowings	1,82,095	1,27,69,595	-	-
Trade and other payables	7,54,75,524	7,16,60,961	38,14,563	57,622
Other Current financial liabilities		-	-	-
Exposure for liabilities (B)	**7,56,57,619**	**8,44,30,556**	**38,14,563**	**57,622**
Net exposure (B-A)	**7,27,53,086**	**8,22,37,665**	**31,02,921**	**46,222**

	Total	INR	INR Equivallent to USD	USD
As on 01st April 2016				
Financial assets				
Cash and cash equivalents	1,96,519	1,96,519	-	-
Short-term loans and advances	2,12,894	2,12,894	-	-
Trade and other receivables	88,57,268	88,57,268	-	-
Other Non-current financial asset	4,86,000	4,86,000	-	-
Exposure for assets (A)	**97,52,681**	**97,52,681**	-	-
Financial liabilities		-	-	-
Long term borrowings	-	-	-	-
Short term borrowings		1,21,88,021	-	-
Trade and other payables	6,88,33,682	6,30,82,766	57,50,916	85,262
Other Current financial liabilities	-	-	-	-
Exposure for liabilities (B)	**6,88,33,682**	**7,52,70,787**	**57,50,916**	**85,262**
Net exposure (B-A)	**5,90,81,001**	**6,55,18,107**	**57,50,916**	**85,262**

Sensitivity Analysis :

A reasonably possible strengthening of the Indian Rupee against USD at March, 31 by 0.15% and 1.85% would have positive impact (before tax) by ₹14,993.69 lakhs and ₹1,66,469.77 lakhs for the net outstanding balance as on 31/3/2018 and 31/3/2017 respectively. Similarly a reasonably possible weakening of the India Rupee against USD would have a negative impact (before tax) by same amounts

Capital Management :

For the purpose of the Company's capital management, capital includes issued capital, convertible instruments and reserves.The primary objective of the Company's Capital Management is to maximise shareholder value. The company manages its capital structure and makes adjustments, if any, required in the light of the current economic environment and other business requirements

Note 22B: Disclosures as required by Indian Accounting Standard (Ind AS) 101 - First Time Adoption of Indian Accounting Standards

First Time Adoption of IND AS

The financial statements for the year ended 31 March 2018, are the first the Company has prepared in accordance with Ind AS. For periods up to and including the year ended 31 March 2017, the Company prepared its financial statements in accordance with accounting standards notified under section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP).

Accordingly, the Company has prepared financial statements which comply with Ind AS applicable for year ended on 31 March 2018, together with the comparative period data as at and for the year ended 31 March 2017. In preparing these financial statements, the Company's opening balance sheet was prepared as at 1 April 2016, the Company's date of transition to Ind AS.

This note explains the mandatory exceptions and optional exemptions availed by the Company in restating its Indian GAAP financial statements, including the balance sheet as at 1 April 2016 and the financial statements as at and for the year ended 31st March 2017.

(I) Mandatory Exception :

a) Estimates:

The estimates as at 1 April 2016 and 31 March 2017 are consistent with those made for the same dates in accordance with Indian GAAP (after adjustments to reflect any differences in accounting policies). The estimates used by the Company to present these amounts in accordance with Ind AS reflect conditions as at 1 April 2016, the date of transition to Ind AS and as at 31 March 2017

b) Derecognition of financial assets & financial liabilities:

The Company has applied the de-recognition requirements in Ind AS 109 prospectively for transactions occurring on or after the date of transition to Ind AS.

c) Classification and measurement of financial assets:

The Company has classified the financial assets in accordance with Ind AS 109 on the basis of facts and circumstances that exist at the date of transition to IND AS.

(ii) Optional exemptions (allowed as per Ind AS 101):

a) Long Term Foreign Currency Monetary Items:

The Company has elected to continue the policy adopted for accounting for exchange differences arising from translation of long term foreign currency monetary items (foreign currency borrowings) recognized in financial statements for period ended immediately before beginning of first Ind AS financial reporting period as per previous GAAP i.e. 01 April 2017.

b) Use of Deemed cost:

The Company has elected the option of carrying value as deemed cost for all its Property, Plant & Equipment as at the date of transition to Ind AS.

Reconciliation of Total Comprehensive Income for the year ended 31st March 2017

Particulars	Note	₹
Net Profit / (Loss) As Per Earlier IGAAP		(2,87,11,831)
Effect for Remeasurement of Employee Benefits	a	5,81,080
Deferred Tax Impact		(1,79,554)
Net Profit / (Loss) As Per Ind-AS		4,01,526
Other Comprehensive Income (Net of Deferred Tax)	a	4,01,526
Total Comprehensive Income As Per Ind-AS		**(2,87,11,831)**

Reconciliation of Equity

Particulars	31 March 2018	31 March 2017	01 April 2016
Equity As Per Earlier IGAAP	39,20,010	39,20,010	39,20,010
Equity As Per Ind-AS	39,20,010	39,20,010	39,20,010

a. Defined Employee Benefit Liabilities

Both under Indian GAAP and Ind AS, the Company recognised costs related to its post-employment defined benefit plan on an actuarial basis. Under Indian GAAP, the entire cost, including actuarial gains and losses, are charged to Statement of Profit or Loss. Under Ind AS, remeasurements [comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets excluding amounts included in net interest on the net defined benefit liability] are recognised in OCI. Due to this, for the year ended 31 March 2017, the employee benefit cost is reduced by ₹ 4,01,526/- and remeasurement gains/ losses on defined benefit plans has been recognized in the OCI

b. Recognition of investment property

The MCA has notified Ind AS 115 "Revenue from Contracts with Customers" which is effective from 1 April 2018. These have not been adopted early by the company and accordingly, have not been considered in the preparation of the financial statements. The information that are expected to be relevant to the financial statements is provided below.

Amendments to Ind AS 115 Revenue from Contracts with Customers

Ind AS 115 was issued in February 2015 and establishes a five-step model to account for revenue arising from contracts with customers. Under Ind AS 115 revenue is recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer. The new revenue standard will supersede all currentrevenue recognition requirements under Ind AS. This standard will come in to force from accounting period commencing on or after 1st April 2018. The Company will adopt the new standard on the required effective date.

Note 23 : The losses exceed the capital as at the balance sheet date. The management has drawn up detailed plans including restructuring of the company on account of which the turn around in the operations are expected to take place that will have the effect of the net worth becoming positive in due course.

Note 24A: Name of the Related Parties and Nature of the Related Party Relationship

	Name of Related Parties	Relationship
a	Sadhana Nitro Chem Ltd.	Holding Company
b	Strix Systems Inc.	Group Company
c	Life Style Networks Ltd.	Group Company
d	Manekchand Panachand Trading Investment Co.Pvt. Ltd.	Group Company
e	Asit D Javeri	Director
f	Pranav Shah	CEO

Note 24B: Transactions with Related Party :

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

(Amount in ₹)

Nature of Transactions	As at March 31, 2018		As at March 31, 2017	
	Closing Balance	Transaction During the Year	Closing Balance	Transaction During the Year
Sale of Services:				
Strix Systems Inc.	-	9,89,262	-	51,09,547
Advance received for Service:				
Strix Systems Inc.				
Sale of Goods:				
Strix Systems Inc.	4,10,272	26,44,981	-	50,91,039
Advance received for Goods:				
Strix Systems Inc.	-	-	18,69,956	-
Purchase of Goods:				
Strix Systems Inc.	24,04,560	22,51,451	12,32,965	10,77,570
Receipt from Group Company				
Manekchand Panachand Trading Investment Co. Pvt. Ltd.	-	4,00,000	5,14,22,413	50,60,000
Sadhana Nitro Chem Limited	9,22,64,717	9,22,64,717		
Loan Given:				
Manekchand Panachand Trading Investment Co. Pvt. Ltd.	3,06,77,587	8,25,00,000	-	-
Loan Received:				
Life Style Networks Ltd.	52,38,972	46,38,972	6,00,000	-
Asit D Javeri	1,05,30,467	18,00,000	87,30,467	85,05,000
Loan Repaid:				
Pranav Shah	-	1,40,000	1,40,000	5,50,825

Note 25: Calculation of Earnings per Equity Share (EPS) :

(Amount in ₹)

	Particulars	As at March 31, 2018	As at March 31, 2017
A	Profit after tax attributable to Shareholders	**(2,52,35,073)**	(2,87,11,831)
B	Weighted average number of Equity Shares	**3,92,001**	3,92,001
C	Nominal value of Equity share	**10**	10
D	Basic EPS	**(64.38)**	(73.24)

Note 26 : Earning in Foreign Currency :

(Amount in ₹)

Particulars	As at March 31, 2018	As at March 31, 2017
F.O.B. Value of Export of Services	**50,51,846**	50,51,846
F.O.B. Value of Export of Goods	**48,74,613**	48,74,613

Note 27: General Notes :

a.	Previous year figures have been regrouped / reclassified wherever necessary to correspond with the current year classifications / disclosure
b.	Balance of depositors ,debtos and creditors and other perties subject to confirmation

in terms of our report attached.
For V. Sankar Aiyar & Co.
Chartered Accountants
Firm Regi. No.: 109208W

For and on behalf of the Board of Directors

V Mohan
Partner
Membership Number: 017748

Abhishek Javeri
Director
DIN : 00273030

Asit javeri
Director
DIN : 00268114

Seema Javeri
Director
DIN : 01768936

Mumbai, April 5, 2018

Annual Report of the Subsidiary Company

ANUCHEM B.V.B.A.
BELGIUM

BOARD OF DIRECTORS
Mr. Asit D. Javeri
Mr. Nitin R. Jani
Mr. Ronny Verchaeren

AUDITORS
Mr. Luc Verreyken
Accountantskantoor,
Agiver BVBA
Bisschoppenhoflaan 588,
B-2100 Deume.

DIRECTOR'S REPORT

The Director of Anuchem BVBA are pleased to submit herewith the annual report and autited statement of accounts for the year ended 31st December 2017

Review of Business:

The Principal activities of the company continued to be marketing of chemicals. The Turnover during the year was EUR 1.029.814,09 (2016 - EUR 1.368.851,36).The Loss for the year was at EUR 22.487,85 (2016 Profit after tax for the year - EUR 5.205,65)

The derectors opined that, barring unforeseen circumstances the performance of company is expected to improve in the current financial year.

DIVIDEND

The directors have decided that there will be no dividend for the year 2017.

AUDITORS :

The auditors, Mr. Luc Verreyken of Agiver BVBA, accountantskantoor have expressed their willingness to continue as Auditors and the Directors will place a resolution before the general meeting for their re-appointment.

Antwerpen
12 April 2018

On behalf of board

A. D. Javeri
Director

NUCHE B.V.B.A.

AUDITORS REPORT

AGIVER BVBA ACCOUNTANTSKANTOOR
BISSCHOPPENHOFLAAN 588
2100 DEURNE
REG. N° 13320 2N 70

To the shareholders of Anuchem BVBA :

I have audited the balance sheet of Anuchem BVBA as at 31st December 2017 and the related profit / loss account which have been prepared on the basis of accounting policies stipulated under chapter II of the royal decree of 8th October 1976.

The said accounting policies have not been altered in relation to the previous financial year. The profit and loss account is not being majorly influenced by yields and costs that have to be ascribed to the previous financial year

I have conducted my audit in accordance with the auditing standards issued by IAB Accountants organisation. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the Directors in the preparation of the financial statements and of whether the accounting policies are appropriate to the companies circumstances, consistently applied and adequately disclosed.

I Planned and performed my audit so as to obtain all the information and explanations which I considered necessary in order to provide me with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming my opinion I also considered the overall adequacy of the presentation of information in the financial statement.

In my opinion the financial statement give a true and fair view of the state of affairs of the company at 31st December, 2017 and of the profit or Loss for the year then ended and have been properly prepared in accordance with the requirement of the Belgium Company law.

Antwerpen
12 April 2018

For Agiver BVBA
Luc Verreyken
Reg. No. 13320 2N 70

NUCHE B.V.B.A.

ANNUAL STATEMENT OF ACCOUNTS OF ANUCHEM BVBA
BALANCE SHEET AFTER DISTRIBUTION OF PROFIT

As at 31 Dec. 2017	**2017** **(curreny : Euro)**		2016 (curreny : Euro)	
LIABILITIES				
1) Shareholder's Funds				
a) Share Capital - Issued Capital		**18.750,00**		18.750,00
b) Reserves:				
i) Legal reserve	**1,875.00**		1,875,00	
ii) Profit and loss Account	**(20098.02)**		2.339,83	
		(18223.02)		4,264,83
2) Current Liabilities				
a) Trade Payables	**53.043,61**		368.163,00	
b) Services	**1.517,31**		12.383,29	
c) Vat Payable	**0,00**		0,00	
d) Dividend Payable	**1,875,00**		1,875,00	
TOTAL OF LIABILITIES		**380.421,29**		380.421,29
		56.962,90		403.136,12
ASSET				
1) Non-current assets				
a) Fixed Assets				
Fixed Assets (gross)	**1.830.97**		1.830.97	
Less : depreciation	**(1830,97)**		(1830,97)	
		0,00		0,00
2) Current Assets				
a) Inventories		**231,63**		327.807,26
b) Recievables				
i) Trade receivables	**50095,89**		73.163,91	
ii) Vat receivables	**867,63**		5.027,48	
		51.563,52		54.978,74
3) Liquid resources		**5.167,75**		20.650,12
TOTAL ASSETS		**56.962.90**		403.436,12

AGIVER BVBA
Accountantskantoor
Reg. No. 4755.2N.53

A. D. Javeri
Director

Antwerpen, 4th April 2018

NUCHE B.V.B.A.

ANNUAL STATEMENT OF ACCOUNTS OF ANUCHEM BVBA
PROFIT AND LOSS ACCOUNT

As at 31 Dec. 2018	**2017** **(curreny : Euro)**	2016 (curreny : Euro)
INCOME:		
Turnover	**1.029.814,09**	1.368.851,36
Intrest and other Income received	**0,00**	1.138,02
Increse/decrease in closing stock	**(327575,63)**	209921,96
Income (loss) on exchange fluctuation	**17275.08**	(8550,15)
	719.513,54	1.571.361,19
EXPENSES:		
Purchases	**659.397,24**	1.468.413.43
Clearing en forwarding charges	**64.766,30**	84.539.62
Travelling and administrative expenses	**7282.05**	7.084.95
Local Taxes	**441,50**	439.50
Financial Expenses	**10.114,30**	5.678.04
	742.001,39	1.566.155.54
PROFIT(LOSS) BEFORE TAXATION :	**(22487,85)**	5205,65
Less: Provision tax for the year	**0,00**	0,00
PROFIT (LOSS) AFTER TAX	**(22487,85)**	5205.65
Add: Carried over profit (loss) of last year	**2.389,83**	(2815,82)
profit (loss) to be carried over	**(20098,02)**	2.389.83

AGIVER BVBA
Accountantskantoor
Reg. No. 4755.2N.53

A. D. Javeri
Director

Antwerpen, 4th April 2018

Notes on annual statement of account of anuchem BVBA FOR 2017

1) ACCOUNTING POLICES :

The Principal accounting policies adopted by the company are as follows:

a) Basis of Accounting
The accounts are prepared under the historical cost convention and in accordance with applicable accounting standard

b) Stocks :
Stocks are valued at lower of cost or net realisable value.

c) Currencies :
This account have been prepared in EURO (E)

d) Foreign Curriencies
Revenue transaction in foreign curriencies are translated in Euro at the exchange rate prevailing on the date of transaction

At the end of the financial year the assets and liabilities expressed in foreign currencies are translated in to Euro at the exchange rulling at the end of financial year.

e) Depreciation
Depreciation on Fixed assets is at the rate 20% per annum on straight line basis.

f) Taxation:
Tax payable is provided on taxable profit at the current tax rate.

2) SHARE CAPITAL
Authorised, alloted and fully paid-up.
750 shares of E 25,00 Euro each.

3) RECEIVABLES (DUE WITHIN ONE YEAR)

	More than 6 Months		Others	
	2017	2016	2017	2016
a) Trade receivable	1.357,02	-	49.338,87	52.623.05
b) Other receivable	-		867,63	
	-	-		2.355,69
	1.357,02		50.206,50	54.978,74

4) SUPPLIER (DUE WITHIN ONE YEAR)

	More than 6 Months		Others	
	2017	2016	2017	2016
a) For Purchase	-	-	53.043,61	366.163,00
b) For services			1.239,75	12.383,29
	-	-		
			54.283,36	378.546,29

5) TRAVELLING AND ADMINISTRATIVE EXPENSES	2017 Currency : Euro	2016 Currency : Euro
Fees & Professional charges	6.327,56	6.318.22
Register and publication costs	187,49	129.13
other business expenses	767,00	637.60
	7.282,05	7.084.95
6) CLEARING AND FORWARDING CHARGES		
Freight sales	46.690,16	56.084.25
Freight purchase / storage	6.076,14	16.455.37
Fee for bookkeeping	12.000.00	12.000.00
	64.766,30	86.539.62
7) LOCAL TAX		
Local Taxes	441,50	439.50
	441,50	439.50
8) FINANCIAL EXPENSES		
Interest	73,56	3.33
Bank Charges	4.239,16	5.619.35
Factoring fee+subscription	4.046,29	0.00
Interest on Factoring	1.755,29	0.00
Difference in payments	0,00	55,36
	10.114,30	5.622,83
9) LIQUID RESOURCES		
Belfius (Usd)	4.222,57	12.958.30
Belfius (Euro)+Deposit factoring	945,18	6.022.62
State bank of India (Usd)	0.00	827.69
State bank of India(Euro)	0,00	747.94
	20.556.55	20.556.55
	0,00	93.57
	5.167,75	1.669,20

AGIVER BVBA
Accountantskantoor
Reg. No. 13320.2N.70

A. D. Javeri
Director

Antwerpen, 4th April 2018

SADHANA NITRO CHEM LIMITED

CIN: L24110MH1973PLC016698

Hira Baug, 1st Floor, Kasturba Chowk (C.P . Tank), Mumbai - 400 004

Tel. 022–23865629 Fax 022-23887235 E-Mail: sadhananitro@sncl.com, Website: www.sncl.com

Form No. MGT-11
PROXY FORM

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

Name of the member(s) :	
Registered address:	
No. of Shares held:	
Folio No / DP Id & Client Id:	
Join t Holder (s):	
E-mail Id:	

I/We, being the member (s) of ____________________________ shares of Sadhana Nitro Chem Limited, hereby appoint:

1. Name: .... Address:
....
E-mail Id: .... Signature: ....or
failing him / her
2. Name: .... Address:
....
E-mail Id: .... Signature: ....or
failing him / her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the FORTY FIFTH ANNUAL GENERAL MEETING (AGM) of the Company to be held 30th day of August 2018 at time 3.30 pm at Hira Baug, 1st Floor, Kasturba Chowk (C.P . Tank), Mumbai - 400 004

Resolution No.	For	Against
Ordinary Business:		
1. To consider and adopt the Audited Financial Statement (Including the Standalone and Consolidated Statements) of the Company for the Financial Year ended 31st March, 2018 together with the Reports of the Directors' and Auditors' thereon.		
2. To declare a final dividend of ₹ 1 /- per Equity Shares for the Financial Year 2017-18.		
3. To re-appoint Director in place of Shri Abhishek A. Javeri (DIN: 00273030) who retires by rotation and is eligible for re-appointment		
4. To ratify appointment of the statutory auditor of the company and fix their enumeration.		
Special Business:		
5. To regularize appointment of Mr. Amit M. Mehta as an Independent Director of the Company.		
6. To approve reappoint & redesignate Shri Asit D. Javeri (DIN: 00268114) as Executive Chairman of the Company for period of 3 (Three) years.		
7. To approve the reappoint Shri Abhishek Asit Javeri (DIN: 00273030) as Executive Director & Chief Financial Officer of the Company for period of 3 (Three) Years		
8. To approve the reappointment of Ms. Seema Asit Javeri (DIN: 01768936) as the Executive Director (Administration) of the Company for period of 3 (Three) Years.		

Signed this ____________________ day of ____________________ 2018

Please affix Revenue Stamp of Rs. 1/-

Signature of Shareholder

Signature of Proxy holder(s)

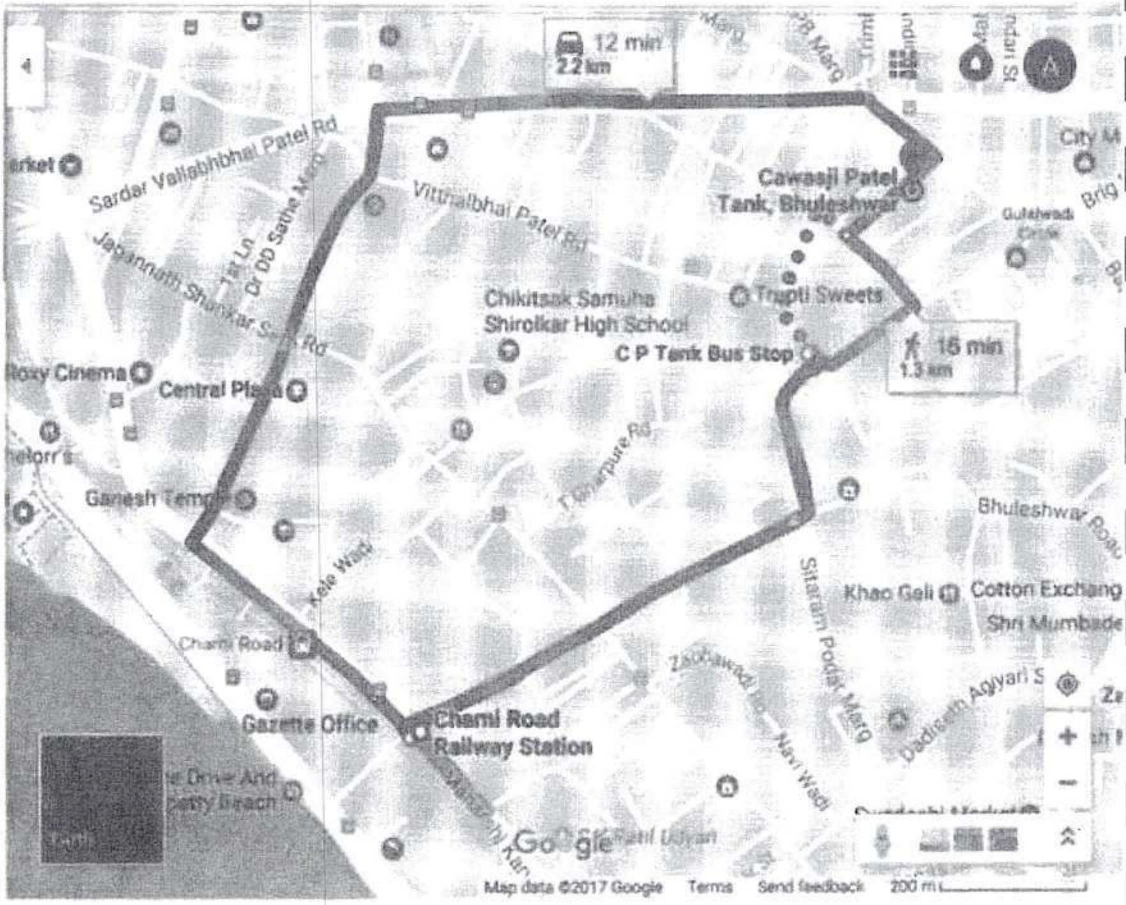
Notes:

1. A Member Entitled To Attend And Vote At The Meeting Is Entitled To Appoint A Proxy To Attend And Vote Instead Of Himself And A Proxy Need Not Be A Member Of The Company. The Proxy In Order To Be Effective Must Be Deposited At The Registered Office Of The Company Not Less Than 48 Hours Before The Commencement Of The Meeting.
2. A person can act as a proxy on behalf of member's upto and 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.
   In case the Member appointing proxy is a body corporate, the proxy form should be signed under its seal or be signed by an officer or an attorney duly authorised by it and an authenticated copy of such
3. authorisation should be attached to the proxy form shall not act as proxy for any other person or Member.
4. Appointing a proxy does not prevent a Member from attending the meeting in person if he/she so wishes.
5. In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

Route map for the venue of the Annual General Meeting

Land Mark:

Land Mark : C. P. Tank, Circle, Bhuleshwar
Route Map



SADHANA NITRO CHEM LTD
20017-18

ERRATA

Sr.No.	Page No.	Under Head	Item No.	Description	Printed in Balance Sheet	To Read As
1	20	Directors Report	Last Para	(4) Review of Operation	PY EBIDTA of Rs.913 Lakhs	PY EBIDTA of Rs.912 Lakhs
2	24	Directors Report	21 I 1(a)	Auditors & Reports Secretarial Auditors	Rs.136 crores	Rs.1.36 crores
3	32	Directors Report	Item No.1 (a) Annexure IV	Secretarial Audit Report	Rs.136 crores	Rs.1.36 crores
4	42	Corporate Governance Report	10	Directors Remuneration	Asit D Javeri- Benefits - 2390500 Total of A D Javeri Salary - 21400750 Grand Total of Director Remuneration - 35485127	Asit D Javeri- Benefits - 2401420 Total of A D Javeri Salary - 21411670 Grand Total of Director Remuneration - 35496047
5	52	Corporate Governance Report	Annexure VII form A	Disclosure of Particulars with respect to Conservatin - b - Own Generation unit	14,032	5,760
6	53	Corporate Governance Report	Annexure VII form B	Expenditure on R & D - 31.03.2017		
				(b) Recurring	3125977	3573174
				(c) Total R&D Expediture as a % of Total Turnover	0.90%	0.62%
7	63	Corporate Governance Report	VII - A	Remuneratio to Managing Director/whole Time Director/Manager		
				Shri. Abhishek A Javeri		
			1	(a) Salary	0	3000000
			1	(b) Value of Perks	0	2350000
			5	others	0	1050000
				TOTAL(A)	0	11423177
				Shri. Asit D Javeri		
			1	(a) Salary	5219494	3415000
			1	(b) Value of Perks	0	2401420
			5	others	0	1195250
			4	Guarantee Commission	0	14400000
				TOTAL(A)	5219494	21411670
				Smt. Seema A Javeri		
			1	(a) Salary	1350000	1410000
			1	(b) Value of Perks	0	757700
			5	others	0	493500
			4	Guarantee Commission		
				TOTAL(A)	1350000	2661200
8	64	Corporate Governance Report	VII - C	Remuneration to KMP other than MD/Manager/WTD Company Secretary- Nitin R Jani		
			1	Gross Salary	4982000	6054575
				Total	4982000	6054575
9	66	Corporate Governance Report	Annexure- IX A	Particulars of Employee Mr.Asit D Javeri Remuneration Received	7000750	7011670
			B	Asit D Javeri Remuneration for FY 2017-18	7000750	7011670
10	108	Note No.35 Related Party Transaction Standalone Balance sheet	III - (1)	Disclosure in respect of Material related party transaction during the year	Sale of Goods to Anuchme BVBA Beligium -P.Y. Rs.92927225/-	Sale of Goods to Anuchme BVBA Beligium -P.Y. Rs.91927225/-
11	145	Note No.35 Related Party Transaction Consolidated Balance Sheet	III- (1)	Related party transaction	Sale of Goods to Anuchem BVBA Belgium -P.Y. Rs.92927225/-	Sale of Goods to Anuchem BVBA Belgium -P.Y. Rs.91927225/-
12	185	Subsidiary Strix Wireless Systems Pvt.Ltd.	Note No.13	**Borrowing - Footnote - 1**	Rs.92509364/-	Rs.84294647/-