

CNPCL/SE/2018/10/04Date: 11th October, 2018

To,
BSE Limited
Compliance Department,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001
Ref: Security Code: 533407

To,
National Stock Exchange India Limited
The Manager,
Exchange Plaza, Plot No. C/1, G Block
Bandra-Kurla Complex, Bandra (E)
Mumbai – 400051
Ref. : Symbol: CNOVAPETRO

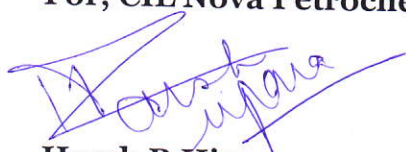
Sub: Submission of 14th Annual Report 2017-2018.

Sir/Madam,

This is in reference with the above captioned subject line and in compliance with Regulation 34 of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 herewith enclosed is copy of Annual Report of the Company for the year 2017-18 duly approved and adopted by the shareholders of the Company at their meeting held on 29th September, 2018.

Kindly take the same on your record and oblige.

Yours Sincerely,

For, CIL Nova Petrochemicals Limited

Harsh R Hirpara
Company Secretary

**Encl.: 14th Annual Report for the year 2017-2018.**

**14TH
ANNUAL REPORT
2017-2018**



Company Information

BOARD OF DIRECTORS

1. Mr. Jyotiprasad Chiripal
2. Mr. Ambalal Patel
3. Mr. Murlimanohar Goyal
4. Mr. Rajendraprasad Shah (upto 13th February 2018)
5. Ms. Chinar Jethwani
6. Mr. Pooransingh Mathuria

CHIEF EXECUTIVE OFFICER

Mr. Pradip Khandelwal

CHIEF FINANCIAL OFFICER

Mr. Satish Bhatt

COMPANY SECRETARY

Mr. Harsh Hirpara

BANKERS

1. State Bank of India
2. Bank of Baroda

REGISTERED OFFICE & PLANT

Survey No. 396(P), 395/4(P),
Moraiya Village, Sarkhej-Bavla Highway,
Tal. Sanand, Ahmedabad-382210.
Phone : +91-9825800060
Fax : +91-2717-250556,251612
Email : investorgrievances.cilnova@chiripalgroup.com
Website: www.cnpcl.com

CORPORATE IDENTIFICATION NUMBER

L17111GJ2003PLC043354

CORPORATE OFFICE

Chiripal House Shivranjani Cross Roads,
Satellite, Ahmedabad - 380015.
Tel : 91-079-26734660-2-3
Fax : 91-079-26768656

REGISTRAR & TRANSFER AGENT

Link Intime India Private Limited

5th floor, 506 to 508, Amarnath Business Centre - I (ABC - I),
Beside Gala Business Centre,
Nr. St. Xaviers College Corner Off C. G. Road,
Navarangpura, Ahmedabad - 380009
Tel No : 079-26465179
Fax No : 079-26465179
Email : ahmedabad@linkintime.co.in

COMMITTEES OF BOARD

AUDIT COMMITTEE

Mr. Ambalal Patel	Chairman
Mr. Murlimanohar Goyal	Member
Mr. Jyotiprasad Chiripal	Member
Mr. Rajendraprasad Shah	Member (upto 13th February 2018)

NOMINATION & REMUNERATION COMMITTEE

Mr. Murlimanohar Goyal	Chairman
Mr. Ambalal Patel	Member
Mr. Jyotiprasad Chiripal	Member

STAKEHOLDERS RELATIONSHIP COMMITTEE

Mr. Ambalal Patel	Chairman
Mr. Murlimanohar Goyal	Member
Mr. Jyotiprasad Chiripal	Member

CSR COMMITTEE

Mr. Rajendraprasad Shah	Chairman (upto 13th February 2018)
Mr. Ambalal Patel	Member
Mr. Jyotiprasad Chiripal	Member
Ms. Chinar Jethwani	Member

AUDITORS

M/S SAMIR M SHAH & ASSOCIATES

Chartered Accountants
B-516, Gopal Palace, Nr. Shiromani Flats,
Opp. Ocean Park, Satellite Road,
Ambawadi, Ahmedabad - 380015

SECRETARIAL AUDITOR

Jatin Kapadia
307, Abhijot Square, B/h. Divyabhaskar,
S.G. Highway, Ahmedabad - 380 051

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NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that **14th (Fourteenth) Annual General Meeting** (AGM/Meeting) of CIL Nova Petrochemicals Limited will be held on **29th September, 2018 at 11:30 A.M.** at the registered office of the Company situated at Survey No. 396 (P), 395/4 (P), Moraiya Village, Sarkhej - Bavla Highway, Tal.: Sanand, Ahmedabad - 382201, Gujarat, India to transact following business:

ORDINARY BUSINESS:

- To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2018, the Reports of the Board of Directors and Auditors thereon.
- To re-appoint Mr. Jyotiprasad Chiripal (DIN: 00155695) who is liable to retire by rotation and being eligible, offers himself for re-appointment.
- To ratify the appointment of M/s. Samir M. Shah & Associates, Chartered Accountants, Ahmedabad (Firm Reg. No. 122377W) as approved by Members at the 13th Annual General Meeting as Statutory Auditors of the Company, to hold office until the conclusion of 18th Annual General Meeting, and to fix their remuneration for the financial year ending 31st March, 2019 and to pass, with or without modification, the following resolution as an Ordinary Resolution.

"RESOLVED THAT, pursuant to provisions of section 139, 142 of the Companies Act 2013 and all other applicable provisions, if any (including any statutory modification or re-enactment thereof for the time being in force) the appointment of M/s. Samir M. Shah & Associates, Chartered Accountants, Ahmedabad (Firm Reg. No. 122377W) be and is hereby ratified to hold the office as auditors till the conclusion of 15th Annual General Meeting to conduct audit for the financial year 2018-19 with such remuneration as may be mutually decided between board of directors and auditors."

SPECIAL BUSINESS:

- To Consider and if thought fit to pass with or without modification(s) or re-enactment(s) the following resolution as an **Ordinary Resolution**.

"RESOLVED THAT, pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 if any, and the Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Consent of the Company be and is hereby accorded to the remuneration payable to M/s. A. G. Tulsian & Co., Cost Accountants (Firm Registration No. 100629) appointed by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2019 as set out in the Statement annexed to the Notice convening this Annual General Meeting."

"RESOLVED FURTHER THAT Board of Directors of the Company be and is hereby authorized as to do all such acts, deeds and things incidental thereto to give effect to the aforesaid resolution."

- 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 Section 188, all other applicable provisions of the Companies Act, 2013, read with the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and subject to such other approvals, consents, permissions and sanctions of any authorities as may be necessary, the consent of the Company be and is hereby accorded to the Company to carry out transactions with related parties and for the maximum amounts as mentioned herein below for the year 2018 – 2019.

Sr. No.	Nature of the transactions as per section 188 of the Companies Act, 2013.	Name of the Director/KMP who is related and nature of their relationship	Name of the related party	Receipts (₹ in Crore)	Payment (₹ in Crore)
1.	Purchase and Sale of Goods	Mr. Jyotiprasad Chiripal and his relative are Common Director(s) or Relatives are shareholders	Chiripal Poly Films Limited	250.00	250.00
2.	Purchase and Sale of Goods	Mr. Jyotiprasad Chiripal and his relative are Common Director (s) or Relatives are shareholders	Chiripal Industries Limited	250.00	250.00

"RESOLVED FURTHER THAT the transactions may be entered into subject to the compliance of criteria mentioned under Companies Act, 2013 and rules made there under, SEBI (LODR) Regulations, 2015 as amended from time to time and in compliance with all other applicable provisions thereto."

"RESOLVED FURTHER THAT any Director(s), be and is/are hereby, authorized to do all such acts, deeds, things incidental thereto and sign/execute such agreements, documents and papers to give effect to the above mentioned resolution."

- 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 Foreign Exchange Management Act, 1999 and the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident outside India) Regulations, 2000 and all other applicable rules, regulations, guidelines and laws (including any statutory modifications or re-enactment thereof for the time being in force) and subject to all applicable approvals, permissions and sanctions and subject to such conditions as may be prescribed by any concerned authorities while granting such approvals, permissions, sanctions which may be agreed to by the Board of Directors

of the Company (herein after referred to as the "Board", which terms shall include a duly authorised committee of Directors for the time being exercising the powers conferred by the Board of Directors), consent of the Company be and is hereby accorded to the Board of Directors of the Company to permit Foreign Institutional Investors (the "FIIs") / Foreign Portfolio Investors (the "FPIs") registered with the SEBI to acquire and hold on their own account and on behalf of each of their sub-accounts registered with SEBI, equity shares up to an aggregate limit of 49% of the paid up capital of the Company for the time being provided, however, that the equity shareholding of each FII / FPI shall not exceed such limits as are or as may be prescribed, from time to time, under applicable laws, rules and regulations".

"RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and is hereby authorised to do such acts, deeds, matters and things and execute all documents or writings as may be necessary, proper or expedient for the purpose of giving effect to this resolution including intimating the concerned authorities or such other regulatory body and for the matter connected therewith or incidental thereto including delegating all or any of the powers conferred hereinto any committee of Directors or any Director(s) or officer(s) of the Company."

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 Foreign Exchange Management Act, 1999 and the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident outside India) Regulations, 2000 and all other applicable rules, regulations, guidelines and laws (including any statutory modifications or re-enactment thereof for the time being in force) and subject to all applicable approvals, permissions and sanctions and subject to such conditions as may be prescribed by any concerned authorities while granting such approvals, permissions, sanctions which may be agreed to by the Board of Directors of the Company (herein after referred to as the "Board", which terms shall include a duly authorised committee of Directors for the time being exercising the powers conferred by the Board of Directors), consent of the Company be and is hereby accorded for acquiring the shares of the Company by Non Resident Indians (NRIs) by purchase or acquisition on the recognized stock exchange or in any other manner, subject to the conditions that the aggregate holding of the NRIs shall not exceed 24% of the paid up equity share capital of the Company or such other limit as may be stipulated by the Government of India, Foreign Investment Promotion Board and the Reserve Bank of India, from time to time.

"RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and is hereby authorised to do such acts, deeds, matters and things and execute all documents or writings as may be necessary, proper or expedient for the purpose of giving effect to this resolution including intimating the concerned authorities or such other regulatory body and for the matter connected therewith or incidental thereto including delegating all or any of the powers conferred hereinto any committee of Directors or any Director(s) or officer(s) of the Company."

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

"RESOLVED THAT pursuant to provisions of section 197, 198 read with Schedule V of the Companies Act 2013 ("the Act"), all other applicable provisions, if any, of the Act and read with rules made thereunder (including any modifications/amendments from time to time), in partial modification of the resolution passed at the 12th Annual General Meeting of the Company held on 26th September, 2016 for appointment and remuneration payable to Mr. Pooransingh Mathuria, Whole-time Director (DIN: 07430356), consent of the members of the Company be and is hereby accorded to pay remuneration to Mr. Pooransingh Mathuria, Whole time Director (DIN: 07430356) of the Company amount to Rs. 40 Lakhs p.a. including all the allowances and perquisites, in excess of the limits prescribed under Section 197 of the Companies Act, 2013 in view of the inadequate profits for financial year 2017-18.

"RESOLVED FURTHER THAT the remuneration including the monetary value thereof as specified be varied, increased, expanded, enhanced, enlarged, widened or altered in accordance with the provisions relating to the payment of remuneration under the Act and rules made thereunder or any amendments or re-enactments thereof and as may be mutually decided between the Company and Mr. Pooransingh Mathuria be suitably amended to give effect to the same in such manner as may be agreed to by and between the Board and Mr. Pooransingh Mathuria from time to time not exceeding Rs. 40 Lakhs p.a., as detailed set out in Explanatory Statement be paid to Mr. Pooransingh Mathuria."

"RESOLVED FURTHER THAT any Director(s) of the Company be and is / are hereby authorized to do all such acts, deeds and things incidental thereto to give effect to the above mentioned resolution."

By Order of the Board
For, CIL Nova Petrochemicals Limited

Place: Ahmedabad
Date: 14th August, 2018

Sd/-
Harsh R. Hirpara
Company Secretary

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER.** Pursuant to provision of Section 105 of Companies Act, 2013 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 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 proxy for any other person or shareholder. The instrument of Proxy in order to be effective should be duly completed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the Meeting.
2. Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company a certified copy of the relevant Board Resolution together with the specimen signatures of their authorized representatives to attend and vote on their behalf at the Meeting.
3. **The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, relating to Special Business setting out material facts is annexed hereto.**
4. Information as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with respect to Brief resume of Directors proposed to be appointed/re-appointed, nature of their expertise in specific functional areas, names of companies in which they hold Directorships and the Memberships of Board Committees, shareholding and relationships between directors inter-se as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are provided in the Annexure to the explanatory statement attached to this Notice.
5. Shareholders may be aware that the Companies Act, 2013, permits service of the Notice of the Annual General Meeting through electronic mode. Further, in line with circular issued by the Securities and Exchange Board of India (SEBI) and consequent changes in the Rule 11 of the Companies (Accounts) Rules, 2014 as well as SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, companies can send Annual Report in electronic mode to Members who have registered their e-mail addresses for the purpose.

In view of the above, the Company would communicate the important and relevant information, events and send the documents including the intimations, notices, annual reports, financial statements etc. in electronic form, to the email address of the respective Member. To support green initiative of the Government in full measure, Members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses in the following manner:

The shareholders who are holding shares in demat form and have not yet registered their e-mail IDs with their Depository Participant are requested to register their e-mail address at the earliest. To enable the Company to use the same for serving documents to them electronically Shareholders holding shares in physical form may provide their e-mail address by sending an e-mail at investorgrievances.cilnova@chiripalgroup.com along with their Full Name and Folio Number.

Electronic copy of the Annual Report including Notice of the 14th Annual General Meeting of the Company inter-alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participant(s) for communication purposes. However, those members who desire to have a physical copy may request for the same to Company or RTA. For members who have not registered their email IDs, physical copies of the Annual Report are being sent in the permitted mode. The Annual Report of the Company would also be made available on the Company's website <http://cnpcl.com/annual-reports/>.

6. Pursuant to the provisions of Section 91 of the Companies Act, 2013 the Register of Members and Share Transfer Books of the Company will remain close from **27th September, 2018 to 29th September, 2018 (both days inclusive)** in connection with the Meeting.
7. The Company or its Registrars and Transfer Agents, Link Intime India Private Limited ("Link Intime") cannot act on any request received directly from the Members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participants.
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 the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to Link Intime India Private Limited.
9. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company/Registrar of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
10. **MEMBERS HOLDING EQUITY SHARES IN ELECTRONIC FORM, AND PROXIES THEREOF, ARE REQUESTED TO BRING THEIR DP ID AND CLIENT ID FOR IDENTIFICATION.** Members are requested to bring their Attendance Slip along with copies of their Annual Report at the meeting.

11. Member / proxy holder shall hand over the attendance slip, duly filled in all respect, at the entrance for attending the Meeting along with a valid identity proof such as the PAN card, passport, AADHAR Card or driving license.
12. With a view to serving the Members better and for administrative convenience, an attempt would be made to consolidate multiple folios. Members who hold shares in identical names and in the same order of names in more than one folio are requested to write to the Company to consolidate their holdings in one folio.
13. Route-map to the venue of the Meeting is provided at the end of this Notice.
14. During the period beginning 24 hours before the time fixed for the commencement of 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. All documents referred to in the notice and the explanatory statement and other statutory registers shall be available for inspection by the Members at the registered office of the Company during office hours on all working days between 11.00 a.m. and 1.00 p.m., on all days except Saturdays, Sundays and public holidays, from the date hereof up to the date of the Meeting and at the venue of the Meeting for the duration of the Meeting.
15. In case of joint holders attending the meeting, only such joint holder who is higher in the order of name will be entitled to vote.
16. Members desirous for any information or queries on accounts / financial statements or relating thereto are requested to send their queries at least seven days in advance to the Company at its registered office address to enable the Company to collect the relevant information and answer them in the Meeting.
17. **Members who still hold share certificates in physical form are advised to dematerialize their shareholding to avail the benefits of dematerialization, which include easy liquidity, since trading is permitted in dematerialized form only, electronic transfer, savings in stamp duty and elimination of any possibility of loss of documents and bad deliveries.**
18. **Voting through Electronic means** In compliance with Section 108 and other applicable provisions of the Companies Act, 2013, if any, read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, and SEBI (LODR) Regulations, 2015, the Company is pleased to provide its Shareholders with the facility of "remote e-voting" (e-voting from a place other than venue of the AGM), to enable them to cast their votes at the business at the 14th AGM may be transacted through such voting. The Company has entered into an agreement with Central Depository Services (India) Ltd. (CDSL) for facilitating e-voting to enable all its Shareholders to cast their vote electronically. The facility for voting, either through electronic voting system or ballot/polling paper shall also be made available at the venue of the AGM, apart from the remote e-voting facility provided prior to the date of AGM. The members attending the meeting, who have not already cast their vote through remote e-voting shall be able to exercise their voting rights at the meeting.

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

The Company has appointed Mr. Jatin Kapadia, Practicing Company Secretaries, as the Scrutinizer for conducting the remote e-voting and the voting process at the AGM in a fair and transparent manner. The Scrutinizer shall make a consolidated Scrutinizer's report of the total votes cast in favor or against, if any, during the remote e-voting and voting at the AGM, not later than three days of conclusion of the meeting, to the Chairman or a person, authorized by him in writing. The Chairman or a person, authorized by him in writing, shall declare the results of the AGM forthwith. The results declared along with the Scrutinizer's report shall be placed on the Company's website and on the website of CDSL and shall be communicated to the Stock Exchanges.
19. In accordance with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, the Company has fixed **22nd September, 2018 as the "cut-off date"** to determine the eligibility to vote by electronic means or in the general meeting. 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 shall be entitled to avail the facility of remote e-voting as well as voting in the general meeting.

THE INSTRUCTIONS TO SHAREHOLDERS OF THE COMPANY FOR E-VOTING ARE AS FOLLOWS:

- (i) The Remote E-voting period begins on 26th September, 2018 at 9.00 a.m. and ends on 28th September, 2018 at 5.00 p.m. During this period the eligible shareholders of the Company, holding shares either in physical form or in Demat form, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
 - For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID
 - Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.

- (vi) If you are holding shares in Demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both Demat shareholders as well as physical shareholders) • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the Sequence Number in the PAN field. The Sequence Number is printed on Annual Report.
DOB	Enter the Date of Birth as recorded in your demat account or in the Company records for the said demat account or folio in DD/MM/YYYY format.
Dividend Bank Details	Enter the Dividend Bank Details (Account Number) as recorded in your demat account or in the Company records for the said demat account or folio. • Please enter the DOB in order to login. If the details are not recorded with the depository or Company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction 7.

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the Resolutions contained in this Notice.
- (xi) Click on the EVSN for "CIL Nova Petrochemicals Limited" on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolutions you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote or cast your vote again.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Members can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xix) Note for Non-Individual Shareholders and Custodians:
- Non-Individual shareholders (i.e. other than Individuals, HUF and NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporate.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) Those persons, who have acquired shares and have become Members of the Company after the dispatch of Notice of the AGM by the Company and whose names appear in the Register of Members or Register of beneficial holders as on the cut-off date i.e. 22nd September, 2018 shall view the Notice of the 14th AGM on the Company's website or on the website of CDSL. Such

Members shall exercise their voting rights through remote e-voting by following the procedure as mentioned above or by voting at the AGM.

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

	Contact Details
Company	CIL Nova Petrochemicals Limited CIN : L17111GJ2003PLC043354 Survey No. 396(P), 395/4(P) Moraiya Village, Sarkhej - Bavla Highway, Tal. Sanand, Ahmedabad – 382210. E-mail : investorgrievances.cilnova@chiripalgroup.com website : www.cncpl.com Phone : +91-9825800060, Fax : +91-250556, 251612
Registrar and Transfer Agent	Link Intime India Private Limited 5th floor, 506 to 508 Amarnath Business Centre - I (ABC - I), Beside Gala Business Centre, Nr. St. Xavier's College Corner Off C G Road, Navarangpura, Ahmedabad -380009 E-mail : ahmedabad@linkintime.co.in website : www.linkintime.co.in Phone : 079-26465179, Fax : 079-26465179
E-voting Agency	Name: Mr. Rakesh Dalvi Designation: Manager Address: 25th Floor, A Wing, Marathon Futurex, Mafatlal Mills Compound, NM Joshi Marg, Lower Parel (E), Mumbai - 400 013. Email id: helpdesk.evoting@cdslindia.com Telephone No.: 18002005533
Scrutinizer	CS Jatin Kapadia E-mail : csjatin@hotmail.com

By Order of the Board
For, CIL Nova Petrochemicals Limited
Sd/-
Harsh R. Hirpara
Company Secretary

Place: Ahmedabad
Date: 14th August, 2018

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

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

Item No. 4

The Board, on the recommendation of the Audit Committee, has approved the appointment and remuneration of M/s. A.G. Tulsian & Co., Cost Accountants as a cost auditor of the Company to conduct the audit of the cost records of the company for the financial year ending 31st March, 2019, for a remuneration of Rs. 25,000/- (Rupees Twenty Five only) plus tax at applicable rate and out-of-pocket expenses incurred by them for conducting the audit of cost accounts of the company.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the Members of the Company. Accordingly, consent of the Members is sought for passing an ordinary resolution as set out at Item No. 4 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending 31st March, 2019. The Board recommends the resolution at Item No. 4 for your ratification.

None of the Directors or any key managerial personnel of the Company or any of their relatives is concerned or interested, financially or otherwise, in the resolution at out at Item No. 4.

Item No. 5

As per the provisions of Section 188 of the Companies Act, 2013 read with Companies (Meeting of Board and its Powers) Rules, 2014, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (hereinafter "Listing Regulations") except with the approval of the Shareholders by way of resolution, a company shall not enter into any transactions with any Related Party for availing or rendering of any service exceeding 10% of the consolidated turnover of the company or Rs. 100.00 Crores, whichever is lower.

The Companies Act, 2013 aims to ensure transparency in the transactions and dealings between the related parties of the Company. The provisions of section 188(1) of the Companies Act, 2013 that govern the Related Party Transactions, the and Listing

Regulations, requires that for entering into any contract or arrangement with the related party, the Company must obtain the prior approval of the Audit Committee and the Board of Directors and, if required, prior approval of the shareholders by way of an Ordinary Resolution must be obtained for material transactions.

There is no exemption thereunder even if such transaction is in the ordinary course of business of the entity and on arm's length basis. A transaction with a related party shall be considered material if the transaction/ transactions in a contract to be entered into individually or taken together with previous transactions during a financial year, exceed(s) ten percent of the annual consolidated turnover of the company as per the last audited financial statements of the company.

In the light of the provisions of the Companies Act, 2013, the Board of Directors of your Company has approved the proposed transactions along with annual limit that your Company may enter into with the related parties (as defined under section 2(76) of the Companies Act, 2013) the name of the related parties, name of the Director or Key Managerial Personnel who is related, if any and nature of relationship is mentioned in the resolution. The amount involved in the related party transactions entered into by the Company are within the limits prescribed and the condition specified by the Act and the Listing Regulations in addition to being in the ordinary course of business and at arms' length, but as a good corporate governance practice, the Company desires to pass an Special Resolution for the same. Therefore, approval for the below mentioned transactions is being taken:

1. Sale, purchase or supply of any goods or materials or stock-in-trade;
2. Selling or otherwise disposing of or buying, property of any kind or any capital asset;
3. Giving on rent or leasing of property of any kind;
4. Availing or rendering of any services including job work.

The support and services extended by the Company to its Group Companies in relation to business enhancement and for building up robust practices and processes are towards the benefit of all the Companies. The respective transactions have been carried out on arm's length basis and all factors relevant to the respective transactions have been considered by the Board.

Item No. 6

Considering the continuous increase in the holding of FIIs / FPIs, it is anticipated that FIIs / FPIs may further buy the shares of the Company which may result into exceeding the general limit of 24% provided under the FDI policy. FIIs / FPIs play a crucial role to unfold the Company's value to further levels by attracting new investments into the Company. In view of this and considering various advantages in attracting institutional investors which would be beneficial to the Company in the long run it is proposed to increase the aggregate limit for holding shares by the FIIs / FPIs to 49% from 24%.

As per the FDI policy, the Company shall obtain the approval of its shareholders by way of special resolution to increase the said limits with a prior intimation to Reserve Bank of India. The members are, therefore, requested to accord their approval, for the purpose of increasing the aggregate limits as set out in the resolution.

None of the Directors and Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the said resolution, save and except as shareholder and to the extent of their shareholding, if any, in the Company.

Item No. 7

Considering the continuous increase in the holding of Non Resident Indian ("the NRI"), it is anticipated that NRI may further buy the shares of the Company which may result into exceeding the general limit of 10% provided under the FDI policy. NRI play a crucial role to unfold the Company's value to further levels by attracting new investments into the Company. In view of this and considering various advantages in attracting institutional investors which would be beneficial to the Company in the long run it is proposed to increase the aggregate limit for holding shares by the NRI to 24% from 10%.

As per the FDI policy, the Company shall obtain the approval of its shareholders by way of special resolution to increase the said limits with a prior intimation to Reserve Bank of India. The members are, therefore, requested to accord their approval, for the purpose of increasing the aggregate limits as set out in the resolution.

None of the Directors and Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the said resolution, save and except as shareholder and to the extent of their shareholding, if any, in the Company.

Item No. 8

The details of the proposed remuneration payable to Mr. Pooransingh Mahilalsingh Mathuria, as Whole Time Director and as contained in the resolution, are set out below:

- a) **Salary:** Basic Salary of 1.57 Lacs per month with suitable increment on 1st June each year at the discretion of the Board of Directors but within the limit of Schedule V and other applicable provisions of the Companies Act, 2013 So, long as he functions as such, he shall not be paid any sitting fees for attending meeting of the Board of Directors or committees thereof.
- b) **Perquisites:** NIL

The terms and conditions of the said appointment may be altered and varied from time to time by the Board as it may, in its discretion, deem fit, within the maximum amount payable to Whole Time Directors in accordance with Schedule V to the Act or any amendments made hereafter in this regard. In the event of loss or inadequacy of profits in any financial year during the

aforesaid period, the Company may pay to Mr. Pooransingh Mahilalsingh Mathuria remuneration by way of Salary, allowances as per section II of part II of Schedule V of the Companies Act, 2013.

I	GENERAL INFORMATION																
	1	Nature of Industry	Manufacturing of Textile.														
	2	Date or expected date of commencement commercial production.	Existing Company and hence not applicable.														
	3	In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.	Existing Company and hence not applicable.														
	4	Financial Performance based on given indicators(As at 31st March 2018)	<table><tr><td>Particulars</td><td>Rs. In Lacs</td></tr><tr><td>Turnover (Net Sales)</td><td>25053.24</td></tr><tr><td>Gross Profit</td><td>1400.42</td></tr><tr><td>Net profit before tax</td><td>163.68</td></tr><tr><td>Debt Equity Ratio</td><td>0.21</td></tr><tr><td>Current Ratio</td><td>0.96</td></tr><tr><td>Net Worth</td><td>4319.56</td></tr></table>	Particulars	Rs. In Lacs	Turnover (Net Sales)	25053.24	Gross Profit	1400.42	Net profit before tax	163.68	Debt Equity Ratio	0.21	Current Ratio	0.96	Net Worth	4319.56
Particulars	Rs. In Lacs																
Turnover (Net Sales)	25053.24																
Gross Profit	1400.42																
Net profit before tax	163.68																
Debt Equity Ratio	0.21																
Current Ratio	0.96																
Net Worth	4319.56																
	5	Export Performance	The Company has achieved export Turnover FOB value of 45.55 Lacs for the financial year ended on 31st March, 2018														
	6	Foreign Investments or collaborators, if any.	None														
II	INFORMATION ABOUT THE APPOINTEE:																
	1	Background Details	Mr. Pooransingh Mahilalsingh Mathuria has done BSC in Physics, Chemistry and Mathematics and Diploma in Industrial Electronics & Electrical Engineering. He has experience of 28 years in the field of steering plant engineering, erection and commissioning, operation and maintenance of Plant.														
	2	Past Remuneration	Remuneration paid for the financial year 2016-17 is Rs. 13.27 Lacs														
	3	Recognition or Awards	None														
	4	Job Profile and his suitability	Mr. Pooransingh Mahilalsingh Mathuria is handling proper functioning of Plant and mobilizing and managing of machine.														
	5	Remuneration Proposed	As mentioned in the abstract of remuneration given in the preceding paras.														
	6	Comparative remuneration profile with respect to industry size of the company, profile of the position and person	The proposed remuneration is commensurate with level skills, experience of the appointee. Mr. Pooransingh Mahilalsingh Mathuria has been appointed Whole Time Director having superintendence and control of the Board of Directors of the Company to carry out such duties on day to day basis as entrusted to him. The remuneration proposed is in line with and prevailing in similar industry and having regard to the size of the Company.														
	7	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	Not related to any managerial personnel.														

III	OTHER INFORMATION:	
	1 Reasons of loss or inadequate profits.	Due to increase in competition in the Textile industry the profit margin were low in order to survive in the market. So, profit for the financial year ended on 31st March, 2018 was inadequate to for payment of such remuneration.
	2 Steps taken or proposed to be taken for improvement	Efforts are made for cost cutting for improving margins. Further other administrative and other expenses will be controlled
	3 Expected increase in productivity and profits in measurable terms	Strict steps will be taken to control fixed costs and inventory costs, which will enable Company to improve its turnover and profits in years to come with normative numbers calculated with reference to good returns from the Textile Industry.
IV	DISCLOSURES:	
	1 The remuneration package of Mr. Pooransingh Mahilalsingh Mathuria has been enumerated above. Resolution for the same include all the details.	
	2 The required disclosure to the shareholders of the Company about remuneration package of the managerial person and all elements of remuneration package such as salary, benefits, bonuses, stock options, pensions etc., of all the directors; details of fixed component and performance linked incentives along with the performance criteria; Service contract, notice period, severance fees; Stock option details, if any and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable has been made in the Annual Report of the Company for the Financial Year 2017-18, wherever applicable	

By Order of the Board
For, CIL Nova Petrochemicals Limited
Sd/-
Harsh R. Hirpara
Company Secretary

Place: Ahmedabad
Date: 14th August, 2018

ANNEXURE TO THE EXPLANATORY STATEMENT

Information pursuant to Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of Directors seeking appointment / re-appointment at the forthcoming Annual General Meeting

1. Mr. Jyotiprasad Chiripal (DIN: 00155695) – Director

He has been associated with Chiripal Group of Companies since 1972. He has completed Bachelor of Commerce from Gujarat University and has more than 40 years of experience in the textiles and yarn business and marketing of knitted apparels. He holds Directorship in various companies of Chiripal Group. As the Chairman and Executive Director of the Company, he is responsible for the overall growth and development of the Company. He joined the Board on December 17, 2003 as the first director of the Company.

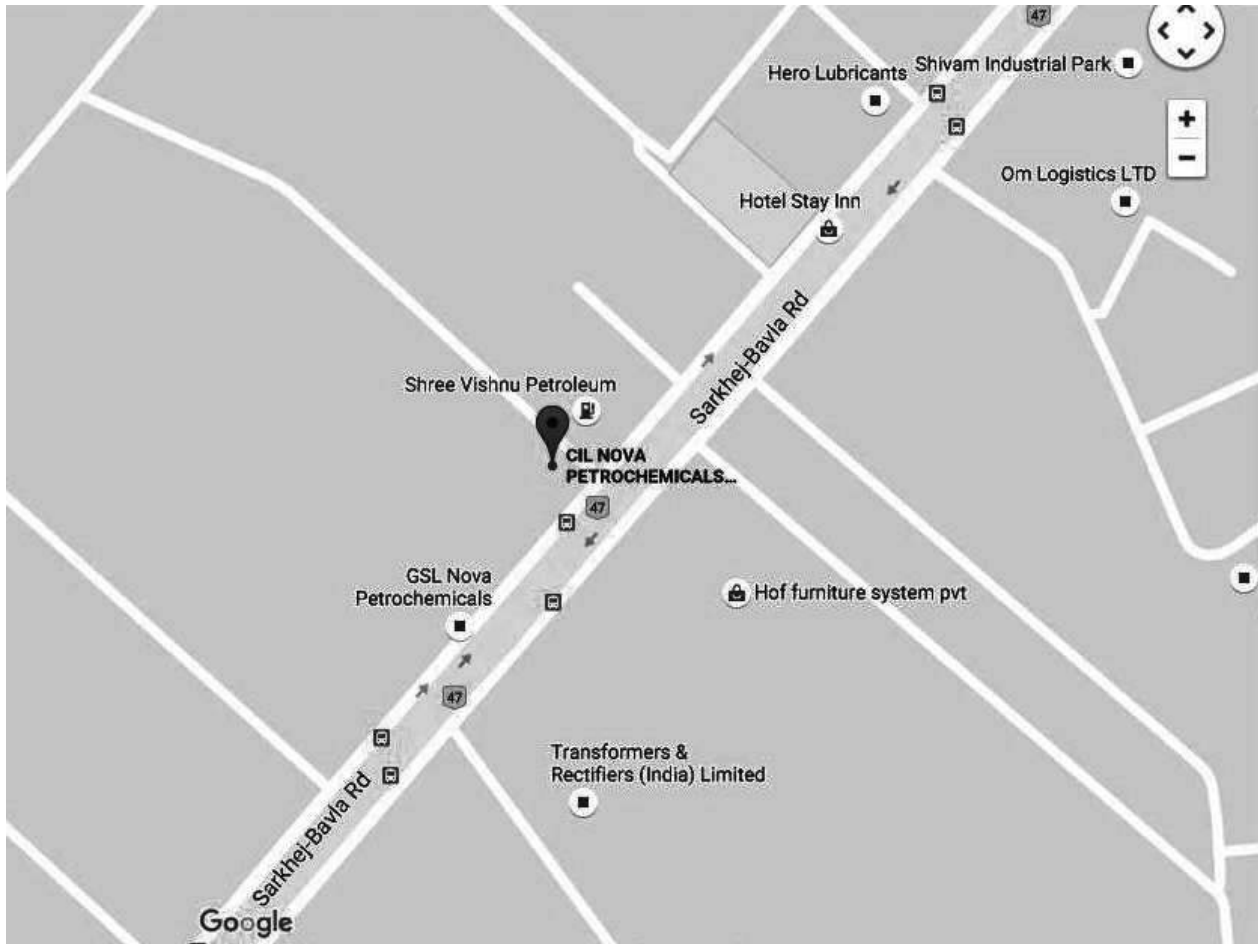
Below mentioned is the List of Other Listed Companies in which Mr. Jyotiprasad Chiripal is Director and Chairman/Member in Board Committees of Other Limited Companies;

Sr. No.	Name of Listed Company	Chairmanship / Membership of Committees of the Board of other Companies
1	Nandan Denims Limited	Managing Director
2	CIL Nova Petrochemicals Limited	Executive Director
		Audit Committee - Member
		Stakeholders Relationship Committee - Member

Shareholding – 7,39,969 equity shares

None of Directors of the Company is related to Mr. Jyotiprasad Chiripal

ROUTE MAP OF ANNUAL GENERAL MEETING



LANDMARK: SARKHEJ - BAVLA ROAD, VISHNU PETOLPUMP AND OPP. HOF FURNITURE SYSTEM

DIRECTORS REPORT

To,
The Members,

Your Directors take pleasure in presenting the **14TH (Fourteenth) Annual Report** on the business and operations of your Company along with Audited Financial Statements for the Financial Year ended 31st March, 2018.

1. FINANCIAL SUMMARY/HIGHLIGHTS OF PERFORMANCE OF THE COMPANY:

Financial Results

₹ in Lakhs

Particulars	Year ended 31 st March, 2018	Year ended 31 st March, 2017
Sales/Income from operations	25053.23	24775.84
Other Income	213.17	135.19
Total Income	25284.40	24912.03
Total Expense	24605.25	23679.80
Depreciation	515.46	538.66
Profit Before Tax	163.68	693.56
Tax	35.91	195.46
Profit After Tax	127.76	498.10

Previous year figure has been restated as per IND-AS, reconciliation of the same is provided in the notes to the Financial Statements note no. 46

2. PERFORMANCE HIGHLIGHTS:

The total revenue during the year under review was Rs. 25284.40 Lakhs as against Rs. 24912.03 Lakhs in the previous year showing an increase of 1.49%. However productivity was increased in comparison to previous year production, However Profit before tax (PBT) was Rs. 163.68 Lakhs as against Rs. 693.56 Lakhs, showing a decrease of 76.4% and profit after tax (PAT) stood at Rs. 127.76 Lakhs as against Rs. 498.10 Lakhs in the previous year showing a decrease of 74.35% due to market situation profit margins were reduced.

3. DIVIDEND:

Your directors have not recommend Dividend for this Financial Year as Ploughing back of profits will be good strategy for future growth and development of your Company.

4. RESERVES:

Your Company does not propose to transfer any amount from the current year's profits to the General Reserve. (Previous year Nil)

5. SHARE CAPITAL:

During the year under review, the Company had Authorized Capital of Rs. 32,50,00,000 comprising of 2,75,00,000 Equity Shares of Rs. 10/- Each and 5,00,000 Preference Shares of Rs. 100/- Each. Paid-Up Equity Share Capital of the Company as on date of this report stands at Rs. 27,10,00,000 comprising of 2,71,00,000 Equity Shares of Rs. 10/- Each.

During the year under review, the Company has not issued shares with differential voting rights nor granted stock options nor sweat equity.

6. DEPOSITS:

Your Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

7. FUTURE OUTLOOK:

Polyester filament Yarn Market scenario

In India consumption is increasing year on year basis. Consumption of Polyester fiber is gaining momentum due to factors like fluctuation of Cotton prices, increased presence & sourcing by global brands where polyester fiber dominates, growth of women's wear segment, growth of value retail etc.

Outlook for polyester as calculated by experts shows that consumption of polyester yarn will be double to that of cotton by 2020-22. The Untapped opportunity remains in Man Made Fiber (MMF) based product categories, which can give an exponential growth to India's export of textile and apparel. Consumption of MMF based products will increase in domestic Market in following

Segment:

- Women's western wear & lingerie-Increasing women participation in work force;
- Active wear-India's large young population base with increasing awareness towards fitness;

- c. Mobiltech products-India's emergences as global automobile manufacturing hub;
- d. Work wear/Uniform-Increasing no. of school going children & consciousness of corporate towards their image;
- e. Hygiene products-Awareness of Indian women for hygiene will cause increasing uses of hygiene products

To reap maximum benefits of the future scenario, India needs focus on manufacturing of MMF based products. A drastic change is expected in the consumption of polyester yarn, share of which is projected to grow to 53% by 2020-22.

Future course of action:

Looking the scenario of polyester yarn we need to upgrade by innovation, increase the volume, integration, R&D and branding. Future demand is very promising.

8. PARTICULARS OF ENERGY CONSERVATION, TECHNOLOGY ABSORPTION, EXPENDITURE ON RESEARCH AND DEVELOPMENT, FOREIGN EXCHANGE INFLOW/OUTFLOW, ETC.:

In accordance with the provisions of Section 134 (3) (m) the Companies Act, 2013 read with Rule 8 (3) Companies (Accounts) Rules, 2014, the relevant information pertaining to conservation of energy, technology absorption, foreign exchange earnings and outgo is given in **ANNEXURE – I** and forms part of this report.

9. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY:

There were no such material changes occurred subsequent to the close of the financial year of the Company to which the balance sheet relates and the date of the report which can affect the financial position of the Company.

10. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

As required under Regulation 34 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Management Discussion and Analysis Report of the Company for the year under review is presented in a separate section forming part of the Annual Report.

11. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS:

No such Orders have been passed by the Regulators/Court or Tribunals which can impact the going concern status and Company's operation in future.

12. DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES:

The Company had no Subsidiary or Joint Ventures or Associate Companies as on 31st March, 2018.

13. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENT BY THE COMPANY:

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

14. EXTRACTS OF ANNUAL RETURN:

In accordance with Section 134 (3) (a) of the Companies Act, 2013, an extract of the Annual Return in the prescribed format is appended to this Report as **ANNEXURE-II**.

15. RELATED PARTY TRANSACTIONS:

All transactions entered into with the Related Parties in terms of Section 2(76) and Section 188 of the Companies Act, 2013 read with Regulation 2(zc) and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 during the financial year were in the ordinary course of business and on arm's length basis and do not attract the provisions of Section 188 of the Companies Act, 2013. There were no Material Related Party Transactions during the year. Thus, disclosure in Form AOC-2 is not required.

The Board has formulated Policy on Related Party Transactions, detailed policy is also available at <http://cnpcl.com/corporate-policies/>

16. KEY MANAGERIAL PERSONNEL:

As required under Section 203 of the Companies Act, 2013, the Company has noted that Mr. Pooransingh Mathuria, Whole-time Director, Mr. Pradip Khandelwal, Chief Executive Officer, Mr. Satish Bhatt, Chief Financial Officer and Mr. Harsh Hirpara, Company Secretary were the Key Managerial Personnel of the Company for the year ended 31st March, 2018.

17. DIRECTORS:

In accordance with the provisions of Section 152 of the Companies Act, 2013 and Articles of Association of the Company, Mr. Jyotiprasad Chiripal (DIN: 00155695) retires by rotation at the ensuing Annual General Meeting and being eligible in terms of Section 164 of the Act offers himself for re-appointment.

During the year under the review Mr. Rajendraprasad Shah (DIN: 01982424) had tendered his resignation on 13th February, 2018.

None of the Directors is disqualified for appointment/reappointment under Section 164 of the Companies Act, 2013, as required by law this position is also reflected in the Auditors' Report.

All the Independent Directors on the Board have given a declaration of their independence to the Company as required under Section 149(6) of the Companies Act, 2013.

The composition of the Board, meetings of the Board held during the year and the attendance of the Directors thereat have been mentioned in the Report on Corporate Governance in the Annual Report.

18. EVALUATION OF BOARD, COMMITTEES AND DIRECTORS:

The evaluation of Chairman, all the Directors and the Board and Committees thereof as a whole was conducted based on the criteria and frame work adopted by the Board. The evaluation process has been explained in the Report on Corporate Governance in this Annual Report. The Board noted the evaluation results that were collated and presented to the Board.

19. POLICY ON APPOINTMENT AND REMUNERATION OF DIRECTORS:

The Board has on the recommendation of the Nomination & Remuneration Committee, formulated criteria for determining Qualifications, Positive Attributes and Independence of a Director and also a Policy for remuneration of Directors, Key managerial Personnel and senior management. The details of criteria laid down and the Remuneration Policy are given in the Corporate Governance Report. Further the said policy is also available at <http://cnpcl.com/corporate-policies/>

20. PARTICULARS REGARDING EMPLOYEES REMUNERATION:

The statement containing particulars of employees as required under Section 197 (12) of the Companies Act, 2013 read with Rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of this Report as **Annexure - III**.

21. COMMITTEES OF THE BOARD:

In accordance with the Companies Act, 2013 and Listing Regulations, the Company has following Committees in place:

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholders Relationship Committee
- Corporate Social Responsibility Committee

Details of the said Committees along with their charters, composition and meetings held during the financial year, are provided in the "Report on Corporate Governance", as a part of this Annual Report. Details of committee is also available at <http://cnpcl.com/>

22. CORPORATE SOCIAL RESPONSIBILITY POLICY AND INITIATIVES:

The Company has implemented Corporate Social Responsibility Policy and initiatives as the provisions of Section 135 of the Act and Rules made thereunder governing Corporate Social Responsibility and the same is available at <http://cnpcl.com/> and details are also available in Corporate Governance Report forming part of the Annual Report.

The disclosures as per Rule 9 of Companies (Corporate Social Responsibility Policy) Rules, 2014 are made and the same is enclosed as **Annexure- IV**.

23. STATUTORY AUDITORS:

M/s. Samir M. Shah & Associates, Chartered Accountants (FRN 122377W) were appointed as Statutory Auditors of your Company at the Previous Annual General Meeting held on 23rd September, 2017 till the conclusion of ensuing Annual General Meeting.

The Report given by the Auditors on the financial statements of the Company is part of the Annual Report. The notes to the accounts referred to in the Auditors' Report are self-explanatory and therefore do not call for any further comments.

There has been no qualification, reservation, adverse remark or disclaimer given by the Auditors in their Report.

24. SECRETARIAL AUDITOR:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and Rules made thereunder, the Company had appointed Mr. Jatin Kapadia, Practicing Company Secretaries as Secretarial Auditor of the Company to undertake the Secretarial Audit for the financial year 2017-18.

The Secretarial Audit Report for financial year 2017-18 issued by Mr. Jatin Kapadia, Practicing Company Secretaries has been appended as Annexure - V to this report. There were no qualifications or adverse remarks in their Report.

25. COST AUDITORS:

As per the provisions of Section 148 of the Companies Act, 2013 read with Companies (Cost Records and Audit) Rules, 2014 as amended from time to time the Board of Directors of the Company on recommendation of Audit Committee has appointed M/s. A.G. Tulsian &., Cost Accountants, as Cost Auditor of the Company to conduct audit of Cost Accounts of the Company for the Financial Year 2017-18. There has been no qualification, reservation, adverse remark or disclaimer given by the Auditors in their Report.

26. SEXUAL HARRASMENT POLICY:

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee has been set up to redress complaints received regarding sexual harassment. All employees are covered under this policy. During the year 2017-18, no sexual harassment complaints has been registered with the Company

27. RISK MANAGEMENT AND INTERNAL CONTROL SYSTEM:

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

periodically reviews this risk management framework to keep updated and address emerging challenges. Major risks identified for the Company by the management are Compliances of various applicable Laws, Regulatory changes, Manufacturing & Supply, Litigation, Technological Changes and new capital investments return. The management is however, of the view that none of the above risks may threaten the existence of the Company as robust Risk mitigation mechanism is put in place to ensure that there is nil or minimum impact on the Company in case any of these risks materialize. Further, Company had formulated Risk Management Committee also, however later on it was dissolved as separate Committee for the same was not required considering the size of your Company So, Audit Committee looks for the Risk Management after dissolution of Risk Management Committee.

The Company has an Internal Control System, commensurate with size, scale and complexity of its operations. The internal financial controls are adequate and are operating effectively so as to ensure orderly and efficient conduct of business operations. The Company has appointed M/s. Jhaveri Shah and Co., Chartered Accountants as an Internal Auditors of the Company. The Audit Committee in consultation with the internal auditors formulates the scope, functioning, periodicity and methodology for conducting the internal audit. The internal auditors carry out audit, covering inter alia, monitoring and evaluating the efficiency & adequacy of internal control systems in the Company, its compliance with operating systems, accounting procedures and policies at all locations and submit their periodical internal audit reports to the Audit Committee. Based on the internal audit report and review by the Audit committee, process owners undertake necessary actions in their respective areas. The internal auditors have expressed that the internal control system in the Company is robust and effective. The Board has also put in place requisite legal compliance framework to ensure compliance of all the applicable laws and that such systems are adequate and operating effectively.

28. VIGIL MECHANISM/ WHISTLE BLOWER POLICY:

The Company has a Whistle Blower Policy to report genuine concerns and grievances. Details Whistle Blower Policy has been mentioned in the Report of Corporate Governance, the same is available at <http://cnpcl.com/corporate-policies/>

29. DIRECTORS' RESPONSIBILITY STATEMENT:

In accordance with the provisions of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013 and to the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors state that-

- i. in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- ii. the Directors have 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 profit of the Company for that period;
- iii. the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 2013 and Rules made thereunder for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- iv. the directors had prepared the annual accounts on a going concern basis;
- v. the directors, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively and
- vi. 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.

30. CORPORATE GOVERNANCE:

As required by Schedule V(C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a detailed report on Corporate Governance is given as a part of the Annual Report. The Company is in full compliance with the requirements and disclosures that have to be made in this regard. The Secretarial Auditors' Certificate of the compliance with Corporate Governance requirements by the Company is attached to the Report on Corporate Governance.

31. GENERAL SHAREHOLDER INFORMATION:

General Shareholder Information is given in Report on Corporate Governance forming part of the Annual Report.

32. ACKNOWLEDGEMENTS:

Your Directors wish to express their grateful appreciation for the co-operation and support received from Government, Customers, Shareholders, Financial institutions, Banks, and the Society at large. Deep appreciation is also recorded for the dedicated efforts and contribution of the employees at all levels, as without their focus, commitment and hard work, the Company's consistent growth would not have been possible, despite the challenging environment.

For and on behalf of the Board

Sd/-

Pooransingh Mathuria

Whole Time Director

DIN: 07430356

Place: Ahmedabad

Date: 14th August, 2018

ANNEXURE – I TO THE DIRECTORS REPORT

CONSERVATION OF ENERGY/ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

A. CONSERVATION OF ENERGY:

- i. **The Steps taken or impact on conservation of energy:** Company has started using fuel efficient Coal instead of Lignite and Local Coal and this will in-turn reduce the fuel and maintenance cost of the Company.
- ii. **The Steps taken by the Company for utilizing alternate sources of energy:**
 - Company is now using fuel efficient Coal instead of Lignite and local fuel by which fuel as well as power consumption of the company is reduced.
- iii. **The Capital investment on energy conservation equipment:** Separate Shed has been established for storing the fuel efficient Coal by this Coal will remain dry during the rain and will be protected from moist and so, efficiency of the Plant and Machinery will be maintained.

B. TECHNOLOGY ABSORPTION:

- i. **The efforts made towards technology absorption:**

Company has started to use fuel efficient Coal, this will directly have positive effect on durability of Boiler and Coal Plant so, deterioration of the same will be reduced.

Further, Company has done capital expenditure in Machinery and Company is planning for standby equipment in utility and power generation.
- ii. **Benefits derived like Product Improvement, Cost Reduction, Product Development or import Substitution:**
 - As company is using fuel efficient Coal so, overall Cost of Production will be reduced.
 - Company during the year established Paper Tube Plant for captive use of the same and for selling it to the outside parties and this will lead to;
 - a) Consistency in Quality of Packing Material;
 - b) Revenue will be increased and
 - c) Cost of Production will be decreased and this will lead to increase in profit margins of the Company.
- iii. **In case of Imported Technology (imported during the last 3 years reckoned from the beginning of the financial year) – Not Applicable**
- iv. **The expenditure incurred in Research and Development:** Company has done expenditure in testing equipment in order to have check in quality of the product and maintain the same.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO:

Details of foreign exchange earnings and outgo are given in the notes to the Financial Statements.

Annexure – II to the Directors Report
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 Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:

1.	CIN	L17111GJ2003PLC043354
2.	Registration Date	17 th December, 2003
3.	Name of the Company	CIL Nova Petrochemicals Limited
4.	Category/Sub-category of the Company	Company limited by shares and Indian Non-Government Company
5.	Address of the Registered office & contact details	Survey No. 396(P), 395/4(P), Moraiya Village, Sarkhej- Bavla Highway, Tal. Sanand, Ahmedabad 382210. Tel :- 91-9825800060 Fax:- 91-2717-250556,251612 Email: investorgrievances.cilnova@chiripalgroup.com
6.	Whether listed company	Yes
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Link Intime India Private Limited 5 th floor, 506 to 508 Amarnath Business Centre - I (ABC - I), Beside Gala Business Centre, Nr. St. Xaviers College Corner Off C. G. Road, Navarangpura, Ahmedabad - 380009 Tel No :- 079-26465179 Fax No :- 079-26465179

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY :

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

Sr. No.	Name and Description of main products	NIC Code of the Product/service	Percentage to total turnover of the company
1	Preparation and Spinning of Man-made fiber including blended man-made fibers and others	13114	93.52

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

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

Sr. No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the company
		NA	

IV. SHARE HOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS PERCENTAGE OF TOTAL EQUITY):

A) CATEGORY-WISE SHARE HOLDING

Category of Shareholders	No. of Shares held at the beginning of the year as on 1st April, 2017				No. of Shares held at the end of the year as on 31st March, 2018				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
1. Indian									
a. Individual/ HUF	62,03,587	--	62,03,587	22.89	54,76,418	--	54,76,418	20.21	-2.68
b. Central Government	--	--	--	--	--	--	--	--	--
c. State Government	--	--	--	--	--	--	--	--	--
d. Bodies Corporate	1,19,08,405	--	1,19,08,405	43.94	1,27,08,405	--	1,27,08,405	46.89	+2.95
e. Banks / FI	--	--	--	--	--	--	--	--	--
f. Any other Foreign Individual	--	--	--	--	9,27,469	--	9,27,469	3.42	+3.42
Total shareholding of Promoter (A)	1,81,11,992	--	1,81,11,992	66.83	1,91,12,292	--	1,91,12,292	70.53	+3.70
B. Public Shareholding									
1. Institutions									
a. Mutual Funds	--	--	--	--	--	--	--	--	--
b. Banks / FI	300	--	300	0.00	300	--	300	0.00	--
c. Central Government	--	--	--	--	--	--	--	--	--
d. State Government	--	--	--	--	--	--	--	--	--
e. Venture Capital Funds	--	--	--	--	--	--	--	--	--
f. Insurance Companies	--	--	--	--	--	--	--	--	--
g. FIs/FPI	1,42,650	--	1,42,650	0.53	6,07,750	--	6,07,750	2.24	+1.71
h. Foreign Venture Capital Funds	--	--	--	--	--	--	--	--	--
i. Others (specify)	--	--	--	--	--	--	--	--	--
Sub-total (B)(1):-	1,42,950	--	1,42,950	0.53	6,08,050	--	6,08,050	2.24	+1.71
2. Non-Institutions									
a) Bodies Corporate									
i. Indian	46,08,024	65,817	46,73,841	17.25	34,47,348	65,817	35,13,165	12.96	-4.29
b) Individuals									
i. Individual shareholders holding nominal share capital upto ₹ 2 lakh	13,31,761	2,74,816	16,06,577	5.93	12,09,894	2,69,216	14,79,110	5.46	-0.47
ii. Individual shareholders holding nominal share capital in excess of ₹ 2 lakh	15,18,392	--	15,18,392	5.60	14,07,120	2,200	14,09,320	5.20	-0.4
c) Others (specify)									
i. Trust	1,000	--	1,000	0.00	--	--	--	--	--
ii. Hindu Undivided Family	4,10,838	--	4,10,838	1.52	3,93,047	--	3,93,047	1.45	-0.07
iii. Non Resident Indians	3,71,229	2,00,100	5,713,29	2.81	3,18,126	2,00,100	5,18,226	1.91	-0.9
iv. Overseas Corporate Bodies	2,500	--	2,500	0.01	2,500	--	2,500	0.01	-
v. Foreign Nationals	--	--	--	--	--	--	--	--	--
vi. Clearing Members	60,581	0.00		0.22	64,290	--	64,290	0.24	+0.02
Sub-total (B)(2):-	83,04,325	5,40,733	88,45,058	32.64	68,42,325	5,37,333	73,79,658	27.23	-5.41
Total Public Shareholding (B)=(B)(1)+ (B)(2)	84,47,275	5,40,733	89,88,008	33.17	74,50,375	5,37,333	79,87,708	29.47	-3.70
C. Shares held by Custodian for GDRs & ADRs	--	--	--	--	--	--	--	--	--
Grand Total (A+B+C)	2,65,59,267	5,40,733	2,71,00,000	100.00	2,65,62,667	5,37,333	2,71,00,000	100.00	--

D. SHAREHOLDING OF PROMOTER AND PROMOTER GROUP

Sr. No.	Shareholders Name	No. of Shares held at the beginning of the year as on 1st April, 2017			No. of Shares held at the end of the year as on 31st March, 2018			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1.	Chiripal Exim LLP	55,00,000	20.30	19.93	55,00,000	20.30	49.09	0.00
2.	Devkinandan Corporation LLP	45,57,747	16.82	10.07	53,57,747	19.77	25.48	+2.95
3.	Chiripal Industries Ltd	15,14,000	5.59	0.00	15,14,000	5.59	0.00	0.00
4.	Vedprakash Chiripal	7,27,469	2.68	0.00	9,27,469	3.42	0.00	+0.74
5.	Brijmohan Chiripal	12,29,120	4.54	0.00	12,29,120	4.54	0.00	0.00
6.	Manjudevi J. Agarwal	10,00,400	3.69	0.00	10,00,400	3.69	0.00	0.00
7.	Savitridevi V Chiripal	5,00,200	1.85	0.00	5,00,200	1.85	0.00	0.00
8.	Vishal V Chiripal	5,00,200	1.85	0.00	5,00,200	1.85	0.00	0.00
9.	Urmiladevi J Agarwal	10,00,600	3.69	0.00	10,00,600	3.69	0.00	0.00
10.	Shanti Exports Private Limited	2,24,808	0.83	0.00	2,24,808	0.83	0.00	0.00
11.	Nandan Denim Limited	64,000	0.24	0.00	64,000	0.24	0.00	0.00
12.	Shanti Educational Initiatives Limited	47,850	0.18	0.13	47,850	0.18	36.47	0.00
13.	Jayprakash D Chiripal	4,77,580	1.76	0.00	4,77,580	1.76	0.00	0.00
14.	Jyotiprasad D Chiripal	7,39,969	2.73	0.00	7,39,969	2.73	0.00	0.00
15.	Aayushi J Agarwal	200	0.00	0.00	200	0.00	0.00	0.00
16.	Brijmohan D Chiripal - HUF	400	0.00	0.00	400	0.00	0.00	0.00
17.	Deepak J Agarwal	400	0.00	0.00	400	0.00	0.00	0.00
18.	Pritidevi B Chiripal	400	0.00	0.00	400	0.00	0.00	0.00
19.	Ronak B Agarwal	25,949	0.10	0.00	25,949	0.10	0.00	0.00
20.	Ruchi B Agarwal	200	0.00	0.00	200	0.00	0.00	0.00
21.	Vansh J Chiripal	200	0.00	0.00	200	0.00	0.00	0.00
22.	Vedprakash D Chiripal - HUF	200	0.00	0.00	200	0.00	0.00	0.00
23.	Nishi Agarwal	100	0.00	0.00	100	0.00	0.00	0.00
	Total	1,81,11,992	66.83	30.13	1,91,12,292	70.53	21.36	+3.69

E. SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS AS ON 31ST MARCH, 2018: (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND DRs)

Sr. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding During the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Gupta Silk Mills Private Limited				
	At the beginning of the year	6,63,700	2.44	6,63,700	2.44
	Transaction Sale/Purchase	N.A.	N.A.	N.A.	N.A.
	At the end of the year	6,63,700	2.44	6,63,700	2.44
2	New Leaina Investments Limited				
	At the beginning of the year	1,42,650	0.53	1,42,650	0.53
	Transaction Sale/Purchase	4,65,100			
	Purchase		1.71	6,07,750	2.24
3	Tripoli Management Private Limited				
	At the beginning of the year	15,14,000	5.59	15,14,000	5.59
	Transaction Sale/Purchase	10,00,000			
	Sale		3.69	5,14,000	1.90
4	Gupta Synthetics Ltd				
	At the beginning of the year	3,50,500	1.23	3,50,500	1.29
	Transaction Sale/Purchase	N.A.	N.A.	N.A.	N.A.
	At the end of the year	3,50,500	1.29	3,50,500	1.29
5	Rameswar Retailers Pvt Ltd				
	At the beginning of the year	3,11,089	1.48	3,11,089	1.48
	Transaction Sale/Purchase	N.A.	N.A.	N.A.	N.A.
	At the end of the year	3,11,089	1.48	3,11,089	1.48
6	Rushp Trading LLP				
	At the beginning of the year	3,11,089	1.48	3,11,089	1.48
	Transaction Sale/Purchase	N.A.	N.A.	N.A.	N.A.
	At the end of the year	3,11,089	1.48	3,11,089	1.48
7	Rikin Bharatbhushan Agarwal				
	At the beginning of the year	2,79,465	1.00	2,79,465	1.00
	Transaction Sale/Purchase	6,462			
	Sale		0.00	2,73,003	1.00
8	Manuj Chiripal				
	At the beginning of the year	3,05,418	1.13	3,05,418	1.13
	Transaction Sale/Purchase	73,176			
	Sale		0.27	2,32,242	0.86
9	Satrama Trading LLP				
	At the beginning of the year	2,15,000	0.79	2,15,000	0.79
	Transaction Sale/Purchase	N.A.	N.A.	N.A.	N.A.
	At the end of the year	2,15,000	0.79	2,15,000	0.79
10	Bharatbhushan Omprakash Agarwal				
	At the beginning of the year	1,82,289	0.67	1,82,289	0.67
	Transaction Sale/Purchase	4,215	0.02	1,78,074	0.65
	At the end of the year	1,78,074	0.65	1,78,074	0.65

E. SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL*:

Sr. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding During the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Mr Jyotiprasad Chiripal				
	At the beginning of the year	7,39,969	7.23	7,39,969	7.23
	Transaction Sale/Purchase	N.A.	N.A.	N.A.	N.A.
	At the end of the year	7,39,969	7.23	7,39,969	7.23
2	Mr. Ambalal C Patel				
	At the beginning of the year	2,000	0.00	2,000	0.00
	Transaction Sale/Purchase	N.A.	N.A.	N.A.	N.A.
	At the end of the year	2,000	0.00	2,000	0.00

*Other than this Directors /KMP were not holding any shares

V. INDEBTEDNESS

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

(₹ in Lakhs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	34.60	--	--	34.60
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	0.27	--	--	0.27
Total (i+ii+iii)	34.87	--	--	34.87
Change in Indebtedness during the financial year				
* Addition	11.30	--	--	11.30
* Reduction	25.74	--	--	--
Net Change	-14.44	--	--	--
Indebtedness at the end of the financial year				
i) Principal Amount	20.32	--	--	20.32
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	0.11	--	--	0.11
Total (i+ii+iii)	20.43	--	--	20.43

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

A. REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTORS AND/OR MANAGER:

Sr. No.	Particulars of Remuneration	Name of Whole-time Director		Total Remuneration
		Jyotiprasad Chiripal Chairman	Pooransingh Mathuria WTD	
1	Gross salary			
	a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	--	15.82	15.82
	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 1. PF Contribution 2. Gratuity Accrued for the year (Payable at Retirement/resignation)	--	--	--
	Total (A)	--	15.82	15.82
	Ceiling as per the Companies Act, 2013 (as per Schedule V)			

B. REMUNERATION TO OTHER DIRECTORS

(₹ in Lakhs)

Sr. No.	Particulars of Remuneration	Fees for attending board / committee meetings	Commission	Others, please specify	Total Amount
1	Independent Directors				
	Mr. Ambalal Patel	1.15	--	--	
	Mr. Rajendraprasad Shah	1.13	--	--	
	Mr. Murlimanohar Goyal	--	--	--	--
	Ms. Chinar Jethwani	0.72	--	--	--
	Total A		--	--	
2	Other Non-Executive Directors				
		--	--	--	--
	Total B	--	--	--	--
	Total Managerial Remuneration (A)+(B)	3	--	--	3
	Ceiling as per the Act (@ 1% of profits calculated under Section 198 of the Companies Act, 2013)	--		--	

SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL*:

Sr. No.	Particulars	Key Managerial Personnel				
		CEO	CFO	CS#	CS*	Total
		Mr. Pradipkumar Khandelwal	Mr. Satish Bhatt	Mr. Harsh Hirpara	Mr. Chintan Amlani	
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	30.78 -- --	9.50 -- --	2.21 -- --	2.45 -- --	44.94 -- --
2	Stock Option	--	--	--	--	--
3	Sweat Equity	--	--	--	--	--
4	Commission - as % of profit others, specify	--	--	--	--	--
5	Others, please specify	--	--	--	--	--
	Total	30.78	9.50	2.21	2.45	44.94

* Mr. Chintan Amlani has resigned as Company Secretary w.e.f. 27th September, 2017

Mr. Harsh Hirpara appointed as Company Secretary w.e.f. 11th December, 2017

C. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

(₹ in Lakhs)

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	NONE				
Punishment					
Compounding					
B. DIRECTORS					
Penalty	NONE				
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty	NONE				
Punishment					
Compounding					

For and on behalf of the Board

Sd/-

Pooransingh Mathuria

Whole Time Director

DIN: 07430356

Place: Ahmedabad

Date: 14th August, 2018

Annexure III to the Directors Report

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

- The ratio of the remuneration of each Director to the Median Remuneration of the Employees of the Company for the Financial Year 2017-18 and
- The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the Financial Year

(₹ In Lakhs)

Sr. No.	*Name of Director/KMP and its Designation	Remuneration to the Director/KMP for the Financial Year 2017-2018	Remuneration to the Director/KMP for the Financial Year 2016-2017	Percentage increase/decrease in remuneration in the Financial Year 2017-2018	Ratio of Remuneration of each Director to the Median Remuneration of Employees
1.	Mr. Jyotiprasad Chiripal Director and Chairman	--	--	--	--
2.	Mr. Pooran Singh Mathuria Whole-time Director	15.82	13.27	2.55	8.22
3.	Mr. Pradip Khandelwal Chief Executive Officer	30.78	29.72	1.03	15.99
4.	Mr. Satish Bhatt Chief Financial Officer	9.50	9.10	0.40	4.95
5.	Mr. Chintan Amlani Company Secretary#	2.63	4.39	N.A.	1.27
6.	Mr. Harsh Hirpara Company Secretary*	2.20	N.A.	N.A.	1.14

* Only Sitting Fees is paid to Independent Directors.

Mr. Chintan Amlani resigned as Company Secretary w.e.f. 27th September, 2017

* Mr. Harsh Hirpara appointed as Company Secretary w.e.f. 11th December, 2017

- The Median Remuneration of Employees (MRE) of the Company is Rs. 1,92,466 for the Financial Year 2017-2018. The MRE for the year decreased by Rs. 16,288 as compared to Rs. 2,08,754 during the previous financial year.
- The number of permanent employees on the rolls of the Company is 352 for the year ended 31st March, 2018.
- Average percentage increase made in the salaries of employees other than the managerial personnel in the last Financial Year was approx. 9.40%. Managerial Remuneration was not increased during the year under consideration, the increase in remuneration is determined based on the performance by the employees of the Company.
- It is hereby affirmed that the remuneration paid is as per the Remuneration Policy of the Company. The ratio of the remuneration of the highest paid director and other details of the employees who are not directors but received remuneration in excess of the highest paid director during the year is as below;

Employees covered under rule 5(2) of the Companies (Appointment and Remuneration) Rules, 2014 mentioned as below;

Name	Designation	Remuneration received (₹ In Lakhs)	Nature of Employment	Date of Commencement	Age	Qualification	Last employment held by such employee before joining the company	Relation with Director
Pradip Khandelwal	CEO	30.78	Permanent	18/02/2011	56	ICWA	Suzlon Energy Ltd.	NA
S. P. Paranjapee	Asst. Vice President Marketing & Sales	20.95	Permanent	04/08/1999	54	B. Tech	Nova Petrochemicals Ltd.	NA
Akhil Saraf	Asst. Vice President Production	15.41	Permanent	01/02/2011	49	B. Tech	Raj Reyons Industries Ltd.	NA
Harshad Patel	DGM	12.81	Permanent	04/04/2008	36	BE BOE	Euro Garies Ltd.	NA
Parimal Khanna	DGM	10.70	Permanent	01/02/2008	41	MBA	NRC Ltd.	NA
Ranjan Bhanja	DGM	9.86	Permanent	01/06/2016	46	B.COM	Radha Madhav Industries Ltd.	NA
Satish Bhatt	CFO	9.50	Permanent	01/06/2016	53	B.Com	Nova Petrochemicals Ltd.	NA
Rajendra Dikhit	Sr. Manager	9.11	Permanent	14/04/2011	57	BBA	Raj Reyons Industries Ltd.	NA
Nitin Patel	DGM	8.63	Permanent	14/02/1996	59	LLB	Nova Petrochemicals Ltd.	NA
Vivekanand Shukla	IT-EDP	8.21	Permanent	01/06/2007	48	B.COM and IT	Welspun Syntex Ltd.	NA

For and on behalf of the Board
Sd/-

Pooransingh Mathuria
Whole Time Director
DIN: 07430356

Place: Ahmedabad
Date: 14th August, 2018
Annual Report 2017-2018

Annexure – IV to Directors Report
ANNUAL REPORT ON CSR ACTIVITIES CARRIED OUT BY THE COMPANY

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

CSR policy is stated herein below:

The Mission and philosophy of the CSR function of the Company is "To contribute positively to the development of the society, by acting as a good neighbor, considerate of others, playing the role of a good corporate citizen with passion and compassion." Hence the CSR activities undertaken by the organization essentially focus on **four core areas of Environment, Health, Education and Community Development**.

The focus of the Company is to contribute to various institutions and initiatives around the manufacturing locations to provide social services to the needy. The CSR vision of the Company is to strive to be a responsible corporate by proactively partnering in the Environmental, Social and Economic development of the communities through the use of innovative technologies, products as well as through activities beyond normal business.

The Company endeavors to make a positive and significant contribution to the society by targeting social and cultural issues, maintaining a humanitarian approach and focusing on areas in and around its plants and where its establishments are located. In particular, the Company will undertake CSR activities as specified in Schedule VII to the Companies Act, 2013 (including any amendments to Schedule VII and any other activities specified by the Government through its notifications and circulars) but will not be limited to the following:

1. Promoting education, including special education and employment enhancing vocational skills especially among children, women, elderly and the differently able and livelihood enhancement projects;
2. Eradicating hunger, poverty and malnutrition, promoting preventive health care and sanitation, including contribution to the Swatch Bharat Kosh set up by the Central Government for the promotion of sanitation and making available safe drinking water;
3. Promoting gender equality, empowering women, setting up homes and hostels for women and orphans, setting up old age homes, day care centers and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups;
4. Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agro forestry, conservation of natural resources and maintaining quality of soil, air and water including contribution to the Clean Ganga Fund set up by the Central Government for rejuvenation of river Ganga;
5. Protection of national heritage, art and culture including restoration of buildings and sites of historical importance and works of art; setting up public libraries; promotion and development of traditional art and handicrafts;
6. Contribution to the Prime Minister's National Relief Fund or any other fund set up by the Central Government for socio-economic development and relief and welfare of the scheduled castes, the scheduled tribes, other backward classes, minorities and women;
7. Slum area development.

Disclosure: CSR activities will be undertaken either by the Company itself or through a Trust/Section 8 Company to be established by the Company or through any other Trust engaged in similar projects and activities.

- 2 **Composition of CSR committee:**

Name of the Member	Designation
Mr. Murlimanohar Goyal	Chairperson
Ms. Chinar Jethwani	Member
Mr. Ambalal Patel	Member

- 3 **Average net profit of the company for last three financial years: ₹ 6,93,24,557**

- 4 **Prescribed CSR Expenditure (two per cent of the amount as in item 3 above): ₹ 13,86,491**

- 5 **Details of CSR spend for the financial year:**

- a) Total amount spent for the financial year: ₹ 13,86,491
- b) Amount unspent if any: Nil
- c) Manner in which the amount spent during the financial year is detailed as below:

Sr. No.	CSR Project or activity	Sector	Location	Amount outlay (Budget)	Amount spent on the project or Programme	Cumulative Expenditure up to reporting period	Amount spent directly/or throughout implementing agency
1.	Milestone Educom Trust	Education	Ahmedabad	14,00,000	₹14,00,000	₹14,00,000	Directly
Total				₹14,00,000	₹14,00,000	₹14,00,000	--

- 6 **CSR Policy and Committee has been formulated**

For, CIL Nova Petrochemicals Limited
 Pooransingh Mathuria
 SD/-
 Whole Time Director
 DIN: 07430356

For, CIL Nova Petrochemicals Limited
 Murlimanohar Goyal
 SD/-
 Chairman
 CSR Committee
 DIN: 02329431

Date: 14th August, 2018
 Place: Ahmedabad

Annexure – V to the Directors Report
FORM No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2018
(Pursuant to Section 204 (1) of the Companies Act, 2013
and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014)

To,
The Members,
CIL NOVA PETROCHEMICALS LTD

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **CIL NOVA PETROCHEMICALS LTD** (for brevity purpose, 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 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 and as per the explanations given to us and the representations made by the Management, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2018 generally 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 made available to me and maintained by the Company for the financial year ended on 31st March, 2018 according to the applicable provisions of:

- a) The Companies Act, 2013 ('the Act') and the rules made there under, as applicable;
- b) The Securities Contract (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- c) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- d) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- e) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 1. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 2. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992, Presently (Prohibition of Insider Trading) Regulations 2015;
 3. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- f) Other laws specifically applicable to the Company namely–
 - i) Additional Duties of Excise (Textiles and Textile Articles) Act, 1978;
 - ii) Textiles Committee Act, 1963;
 - iii) Textiles (Development and Regulation) Order, 2001;
 - iv) Textiles (Consumer Protection) Regulations, 1988;
 - v) Water (Prevention and Control of Pollution) Act, 1974;
 - vi) Environment (Protection) Act, 1986;
 - vii) Employees' Provident Funds & Misc. Provisions Act, 1952;
 - viii) Employees' State Insurance Act, 1948;
 - ix) Factories Act, 1948;
 - x) Minimum Wages Act, 1948;
 - xi) Payment of Gratuity Act, 1972;
 - xii) Labour Laws and other incidental laws;
 - xiii) Negotiable Instruments Act, 1881
- I have also examined compliance with the applicable clauses of the following:
 - a. Secretarial Standards of The Institute of Company Secretaries of India with respect to board and general meetings.
 - b. The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015.

During the period under review and as per the explanations and clarifications given to us and the representations made by the Management, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, etc. mentioned above.

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

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

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

We further report that as per the explanations given to us and the representations made by the Management and relied upon by us 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.

Sd/-

(Jatin Kapadia)

Company Secretary

COP: 12043

Place:-Ahmedabad

Date:-13th August, 2018

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

Annexure A

To,

CIL NOVA PETROCHEMICALS LIMITED

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

- (a) 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 my audit;
- (b) We have followed the audit practices and process 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 process and practices, We followed provide a reasonable basis for my opinion;
- (c) We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company and Where ever required, We have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.
- (d) 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 procedure on test basis;
- (e) 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.

Sd/-

(Jatin Kapadia)

Company Secretary

COP: 12043

Place:-Ahmedabad

Date:-13th August, 2018

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

(Management Discussion and Analysis is part of Directors Report for the Year Ended 31st March, 2018.)

❖ INDUSTRIAL STRUCTURE , DEVELOPMENT AND OVERVIEW :

The Company is in business of manufacturing of Partially Oriented Yarn (POY), Micro-Filament Yarn, Draw Twisted Yarn (DTY), Texturised Yarns and Fully Drawn Yarns (FDY). However Competition in the industry is continuously increasing but overall Performance of the Company is satisfactory.

The Indian economy is trending as bright spot amidst a flat global economy. The economic growth accelerated to 6.75 to 7.50 percent in 2017-18, as compared to 7.1 percent in 2016-17 as per Economy Survey 2016-17 (Finance Ministry). The fundamental strength of Indian Textile Industry flows from its strong production base of wide range of yarns. Indian textile industry is likely to continue its strong growth, buoyed by strong domestic consumption. The industry is the second largest employer after agriculture, providing employment to over 45 million people directly and 60 million people indirectly. The Indian Textile Industry contributes approximately 2 percent to India's gross domestic product (GDP) and 27 percent to overall Index of Industrial Production (IIP). India accounts for 66 percent of global market share of textiles and garments. India accounts for about 16 percent of world's production of textile fibres and yarns Government has been overall supportive in encouraging textile industry in India. Textile industry has been included in list of 25 sectors of 'Make in India' initiative of the Government of India. With the right Government policies, we believe that the Indian Textile Industry is well poised to benefit from the large opportunity offered in the domestic and export market.

❖ FINANCIAL PERFORMANCE:

The total revenue during the year under review was Rs. 25284.40 Lakhs as against Rs. 24912.03 Lakhs in the previous year showing an increase of 1.49%. However productivity was increased in comparison to previous year production, However Profit before tax (PBT) was Rs. 163.68 Lakhs as against Rs. 693.56 Lakhs, showing a decrease of 76.4% and profit after tax (PAT) stood at Rs. 127.76 Lakhs as against Rs. 498.10 Lakhs in the previous year showing a decrease of 74.35% due to market situation profit margins were reduced.

❖ OPPORTUNITY:

Initiative of "Make in India" has received overwhelming support from Government and as textile sector is in the loop of Make in India concept overall there will be increase in consumptions of your company's products and there may be increase in demand of the same and which will lead to growth of the company.

❖ THREATS:

There is continuous increase in Competition in Textile Sector, many companies are entering in textile segment due to high demand and so, in order to survive in the market company have not increased its profit margins as estimated by the management however company has managed to survive the same by taking appropriate actions.

❖ OUTLOOK:

Your Company's future growth is built on domestic consumption of textiles & clothing. The company is expected to grow in line with textile industry. It is expected that Textile Business shall continue to grow at 7%-8%. Your company continues to build on to the Technical Textiles Business On the whole the outlook for the company continues to remain positive. The profit margins in the industry are under pressure. However, the Company has taken remedial measures. The Company is confident to meet the challenges with its strength in marketing network, its strategic planning, productivity improvement and cost reduction exercise.

❖ RISK AND CONCERN:

The risk management function is integral to the company and its objectives includes ensuring that critical risk are identified continuously, monitored and managed effectively in order to protect the company's business.

However, the changes in the tax laws, Government policies and regulatory requirement might affect the company's business. Uncontrolled variation in price of input materials could impact the company's profitability to the extent that the same are not absorbed by the market through price increase and / or could have a negative impact on the demand in the market.

The management has already taken initiatives in advance for mitigating the above mentioned risk and concerns/challenges. The company has taken major initiatives like focus on cost reduction through inventory management techniques, manufacturing process without compromising quality of products and retains talented employees etc.

❖ INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

With an aim to monitor and control day-to-day operations at CNPCL, the Company has set up internal control systems for regular tracking and reporting for that the Company has appointed an independent firm of Chartered Accountant for the same with such powers and responsibilities that are required to ensure the adequacy of the internal Control System. These systems also monitor compliance to various rules and regulations, and adherence to policy requirements and submit their report to Audit Committee and Board on Quarterly and Yearly Basis.

❖ **INITIATIVES BY THE COMPANY:**

The Company has taken the following initiatives:

- Concentration on reduction of costs by undertaking specific exercise in different fields and started to have in house paper tube plant.
- Focusing on modernization of manufacturing process to improvise quality and reduction of costs.
- The Company is quite confident that the overall productivity, profitability would improve in a sustainable manner, as a result of this strategy.

❖ **HUMAN RESOURCE:**

Your Company firmly believes that employees are the most valuable assets and key players of business success and sustained growth. Various employee benefits, recreational and team building efforts are made to enhance employee skills, motivation as also to foster team spirit. Industrial relations were cordial throughout the year. The Company has 352 employees as on year ended 31st March, 2018.

❖ **CAUTIONARY STATEMENT**

Statements in Management Discussions and Analysis Report describing the Company's objectives, estimates and expectations may be "forward looking statements" within the meaning of applicable laws and regulations. Actual results might differ materially from those either expressed or implied.

Place: Ahmedabad
Date: 14th August, 2018

For and on behalf of the Board
Sd/-
Pooransingh Mathuria
Whole Time Director
DIN: 07430356

REPORT ON CORPORATE GOVERNANCE

(The Report on Corporate Governance forms part of the Directors Report for the year Ended on 31st March, 2018)

Pursuant to Schedule V(C) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a report on Corporate Governance is given below:

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

The Company believes in abiding by the Code of Governance so as to be a responsible corporate citizen and to serve the best interests of all the stakeholders, viz., the employees, shareholders, customers, vendors and the society at large. The Company seeks to achieve this goal by being transparent in its business dealings, by disclosure of all relevant information in an easily understood manner, and by being fair to all stakeholders, by ensuring that the Company's activities are managed by a professionally competent and independent Board of Directors.

2. BOARD OF DIRECTORS AND ITS COMPOSITION:

The Board of Directors of the Company has an optimum combination of Executive and Non-Executive Independent Directors with excellent knowledge and experience in various fields relating to the business activities of the company.

The Strength as on 31st March, 2018 the Board of Directors of the Company consisted of 5 (Five) Directors out of which 3 (Three) were Independent Directors of which 1 (one) was Woman Independent Director, 1 (One) is Whole-time Director and 1 (One) is Executive Director. The number of Independent Directors on the Board is in conformity with the requirement of Regulation 17 (1) (a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Three Independent Directors are Mr. Ambalal Patel, Ms. Chinar Jethani and Mr. Murlimanohar Goyal.

Certificates have also been obtained from the Independent Directors confirming their position as Independent Directors on the Board of the Company in accordance with Section 149 of the Companies Act, 2013 read with Regulation 16 (1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In terms of Schedule V (C) (2) (e) and Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, none of the Directors are related to each other.

During the financial year 2017-18, 4 (Four) Meetings of the Board of Directors were held on following days: 30th May, 2017; 12th August, 2018; 11th December, 2017 and 13th February, 2018.

The details of the number of Board and General Meeting(s) attended by each Director during the year ended 31st March, 2018 and Directorship and/ or Membership/ Chairmanship of the Committees of Board (except Private Companies, Non-Profit Companies and Foreign Companies) held by each of them as on 31st March, 2018 are given below:

Name of Director	Category	Attendance Particulars			No. of other Director-ships (Including this Listed Company)	No. of Committee Positions held (including this Company)*	
		No. of Board Meetings held	No. of Board Meetings Attended	Attended Last AGM		Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr. Jyotiprasad Chiripal	Promoter/ Chairman/ Executive Director	4	4	Yes	2	2	0
Mr. Pooransingh Mathuria	Whole-time Director	4	4	Yes	1	0	0
Mr. Ambalal Patel	Independent Director	4	4	Yes	6	9	3
Mr. Rajendraprasad Shah*	Independent Director	4	4	Yes	3	3	1
Mr. Murlimahohar Goyal	Independent Director	4	4	No	1	2	0
Ms. Chinar Jethwani	Independent Director	4	4	Yes	2	2	0

* Mr. Rajendraprasad Shah Resigned from the Board of the Company from 13th February, 2018

@ As per Regulation 26(1) (b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, The number of directorships and the positions held on Board Committees by the directors are in conformity with the limits on the number of Directorships and Board Committee positions as laid down in the Companies Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations as on 31st March, 2018.

Disclosure of Shareholding of Non-Executive Directors:

Name of the Director	Shares held as on 31 st March, 2018 (Own or held by/for other persons on a beneficial basis)
Mr. Ambalal Patel	2000
Mr. Rajendraprasad Shah	Nil
Mr. Murlimanohar Goyal	Nil
Ms. Chinar Jethwani	Nil

3. BOARD COMMITTEES:

Under the sponsorship of the Board of Directors, several committees have been constituted which have been delegated powers for different functional areas. The Audit Committee, Stakeholders Relationship Committee, Nomination and Remuneration Committee and CSR Committee have been constituted pursuant to and in accordance with the provisions of SEBI Listing Regulations and Companies Act, 2013.

The details of Committees of Board of Director are given below:

A. AUDIT COMMITTEE:

TERMS OF REFERENCE:

The Audit Committee acts in accordance with the provisions of Companies Act, 2013 and Listing Regulations as amended from time to time.

Further as per provisions of Section 177 of Companies Act, 2013 and Listing Regulations committee recommends appointment, remuneration and terms of appointment of auditors of the Company, review and monitor the auditor's independence and performance and effectiveness of the audit process, examination of the financial statements and the auditor's report thereon, approval or any subsequent modification of transactions of the Company with related parties, scrutiny of inter-corporate loans and investments, valuation of undertakings or assets of the Company wherever it is necessary, evaluation of internal financial controls and risk management systems, monitoring the end use of funds raised through public offers and related matters and such other as may be prescribed in Companies Act, 2013 and Listing Regulations.

COMPOSITION COMMITTEE:

The Audit Committee Comprises of the following 4 (Four) Members;

Name of Director	Designation	Category
Mr. Ambalal Patel	Chairman	Independent Director
Mr. Jyotiprasad Chiripal	Member	Promoter Executive Director
Mr. Rajendraprasad Shah*	Member	Independent Director
Mr. Murlimanohar Goyal	Member	Independent Director

*** Mr. Rajendraprasad Shah Resigned from the Board of the Company from 13th February, 2018**

Mr. Harsh Hirpara, Company Secretary and Compliance Officer acted as Secretary of the Committee.

The quorum for the Meeting of the Audit Committee is as per applicable laws. During the year under review, the Committee met four times, i.e. 30th May, 2017; 12th August, 2017;

11th December, 2017 and 13th February, 2018 The details of the attendance of Directors at Audit Committee meetings during the financial year are as under:

Name of Director	Number of Meeting Attended
Mr. Ambalal Patel	04
Mr. Jyotiprasad Chiripal	04
Mr. Rajendraprasad Shah*	04
Mr. Murlimanohar Goyal	04

*** Mr. Rajendraprasad Shah Resigned from the Board of the Company from 13th February, 2018**

B. NOMINATION AND REMUNERATION COMMITTEE:

TERM OF REFERENCE:

The terms of reference of the Nomination and Remuneration Committee are in compliance with the provisions of Companies Act, 2013 and Listing Regulations as amended from time to time, and it broadly includes the following:

- Identifying and selection of candidates for appointment as Directors/ Independent Director based on certain laid down criteria;

- Performing all such functions as are required to be performed by the Committee with regard to ESPPs/ ESOPs under the Regulations issued by Securities and Exchange Board of India from time to time; and
- Such other matters as specified under Listing Regulations and requirements of Section 178 of the Companies Act, 2013 and Reserve Bank of India or as may be delegated by the Board of Directors of the Company.

COMPOSITION AND ATTENDANCE AT MEETINGS:

The Nomination and Remuneration Committee comprises of following Three Members out of which Two Members are Independent Directors:

Name of Director	Designation	Category
Mr. Murlimanohar Goyal	Chairman	Independent Director
Mr. Jyotiprasad Chiripal	Member	Promoter Executive Director
Mr. Ambalal Patel	Member	Independent Director

Mr. Harsh Hirpara, Company Secretary and Compliance Officer acted as Secretary of the Committee.

During the year under review, the Committee met three times, i.e. on 11th December, 2017. The details of the attendance of Directors at meeting(s) of the Committee held during the financial year are as under:

Name of Director	No. of Meeting Attended
Mr. Murlimanohar Goyal	1
Mr. Jyotiprasad Chiripal	1
Mr. Ambalal Patel	1

A process of evaluation was followed by the Board of Directors for its own performance and that of its Committees and individual Directors and also the necessary evaluation was carried out by Nomination and Remuneration Committee and Independent Director at their respective meetings held for the purpose.

C. STAKEHOLDERS' RELATIONSHIP COMMITTEE:

TERM OF REFERENCE:

The terms of reference of the Stakeholders Relationship Committee are in compliance with the provisions of Companies Act, 2013 and Listing Regulations as amended from time to time, which inter alia includes carrying out such functions for redressal of grievances of shareholders including but not limited to, transfer of shares, non-receipt of annual report, non-receipt of dividend and any other grievance that a shareholder or investor of the Company may have against the Company.

The Committee also oversees and approves Transfer / Transmission / Dematerialisation of shares, issue of Duplicate / Consolidated / Split Share Certificate(s) etc. The Company has appointed M/s. Link Intime India Private Limited as its Registrar and Share Transfer Agent (RTA). The Stakeholders Relationship Committee recommends measures for overall improvement in the quality of investor services.

Name of Director	Designation	Category
Mr. Ambalal Patel	Chairman	Independent Director
Mr. Murlimanohar Goyal	Member	Independent Director
Mr. Jyotiprasad Chiripal	Member	Promoter Executive Director

Mr. Harsh Hirpara, Company Secretary, acts as a Secretary to the Committee and is also the Compliance Officer of the Company under Listing Regulations. As the Compliance Officer he is responsible for overseeing the redressal of the investors' grievances.

During the year under review, the Committee met four times, i.e. on 30th May, 2017, 12th August, 2017, 11th December, 2017 and 13th February, 2018. The details of the attendance of Directors at meeting(s) of the Committee held during the financial year are as under:

Name of Director	No. of Meeting Attended
Mr. Ambalal Patel	04
Mr. Murlimanohar Goyal	04
Mr. Jyotiprasad Chiripal	04

The equity shares of the Company are listed on the BSE Limited (BSE) and the National Stock Exchange of India Limited (NSE). As on 31st March, 2018 the Company had 6334 shareholders.

At the beginning of the year, there were no complaints / correspondences which were pending. During the year under review, the Company and M/s. Link Intime India Private Limited, the Registrar and Share Transfer Agent, received no complaints/ correspondence/ grievances and there were no pending complaints as at 31st March, 2018.

D. OTHER COMMITTEES:

In addition to the above referred committees, the Board has also constituted committees of Directors to look into various business matters. These Committees includes Corporate Social Responsibility Committee.

The Corporate Social Responsibility Committee report is attached as Annexure-IV to the Board's report

4. INDEPENDENT DIRECTORS' MEETING:

Pursuant to the provisions of Section 149 of the Companies Act, 2013, the Independent Directors of the Company have been appointed for a period of 5 years. Pursuant to Schedule IV to the Companies Act, every Independent Director has been issued a letter of appointment containing the terms and conditions of his/her appointment. The terms and conditions of appointment have been posted on the website of the Company at www.cnpcl.com.

As stipulated by the Code of Independent Directors under the Companies Act, 2013 and the Listing Regulations, a separate Meeting of Independent Directors was held on 12th March, 2018 during the year to do following business;

- a) To review the performance of Non-Independent Directors and the Board as whole.
- b) To review the performance of the Chairperson of the Company taking into account the view of Executive Directors and Non-Executive Directors.
- c) To assess quality, content and timeliness of the flow of information between the Management and the Board and it's Committees which is necessary to effectively and reasonably perform and discharge their duties.

The meeting was attended by Mr. Ambalal Patel, Mr. Murlimanohar Goyal, and Ms. Chinar Jethwani, Mr. Ambalal Patel was Chairman of the Independent Directors.

5. INDEPENDENT DIRECTORS' FAMILIARISATION PROGRAMME:

The Company has familiarized its Independent Directors with the Company, their roles, rights, responsibilities in the Company nature of the industry in which the Company operates business model of the Company, etc. The details of the said familiarization programme are provided on the website of the Company and the web link is <http://cnpcl.com/familiarization-programme>.

6. REMUNERATION OF DIRECTORS:

The Company has adopted a Remuneration Policy for its Directors, Key Managerial Personnel and other employees. The Remuneration Policy has laid down the criteria for determining qualifications, positive attributes, independence of Director and Board diversity. The Policy lays down the factors for determining remuneration of Whole-time Directors, Executive and Non-Executive Directors, Key Managerial Personnel and other employees. The policy also lays down the evaluation criteria of the Independent Directors and the Board. The Nomination and Remuneration Committee decides the remuneration for the Whole-time Directors.

Remuneration Policy:

A. Remuneration to Whole-time Director:

The remuneration paid to Whole-time Directors is subject to the limits laid down under Section 197 and Schedule V to the Companies Act, 2013, and in accordance with the terms of appointment approved by the Shareholders of the Company. The remuneration of the Whole-time Director is determined by the Nomination & Remuneration Committee based on track record of the Whole-time Director.

The remuneration consists of Salary, House Rent Allowance (HRA), Conveyance Allowance and other perquisites and allowances in accordance with the rules of the Company, applicable from time to time. The Whole-time Director are not paid any sitting fees for attending the meetings of the Board of Directors or Committees thereof.

The appointment of Whole-time Director is for a period not exceeding five years at a time subject to ratification by members of the Company at the ensuing Annual General Meeting.

Even if there is no breach of the Companies Code by the Whole-time Director, but the Company exercises the discretion to terminate his services during the term of appointment, without assigning any reason therefore, then and in that event, the Whole-time Director shall be paid a compensation of a sum which shall not exceed the remuneration which he would have earned if he had been in office for the unexpired residue of his term or for three years, whichever is shorter, calculated on the basis of the average remuneration actually earned by him during a period of three years immediately preceding the date on which he ceased to hold the office or where he held the office for a lesser period than three years, during such period.

Presently, the Company does not have a scheme for grant of stock options either to the Whole-time Directors or employees.

The details of remuneration (including perquisites and allowances) paid during the year ended 31st March, 2018 are as follows:

(Amount in Lakhs)

Break-up of Remuneration#	Mr. Pooransingh Mathuria# (Whole-time Director)
Fixed Component	
Basic Salary	1.88
House Rental Allowance	2.47
Conveyance Allowance	3.81
Other allowances	7.72
Total	15.88

there is only fixed portion in remuneration of Mr. Pooransingh Mathuria there is no variable component in remuneration of Mr. Pooransingh Mathuria.

B. Remuneration to Non-Executive Directors

The Non-Executive Directors are paid sitting fees for attending the meetings of the Board or Committee thereof within the limits prescribed under the Companies Act, 2013. Apart from the sitting fees paid by the Company, the Non-Executive Directors, in their individual capacity, did not have any pecuniary relationship or transactions with the Company during the financial year 2017-18.

The details of payments made to Non-Executive Directors during the year ended 31st March, 2018 are as under:

(Amount in Lakhs)

Name of the Director	Sitting Fees
Mr. Ambalal Patel	1.15
Mr. Rajendra Shah *	1.13
Mr. Murlimanohar Goyal	Nil
Ms. Chinar Rajkumar Jethwani	0.72

* Mr. Rajendraprasad Shah resigned from the Board of the Company from 13th February, 2018

C. Remuneration to Key Managerial Personnel and other employees

The objective of the policy is to have a compensation framework that will reward and retain talent. The remuneration will be such as to ensure that the correlation of remuneration to performance is clear and meets appropriate performance benchmarks. Remuneration to Key Managerial Personnel, Senior Management and other employees will involve a balance between fixed and variable pay reflecting short and long term performance objectives of the employees in line with the working of the Company and its goals. For Directors, the Performance Pay will be linked to achievement of Business Plan. For Heads of Department, the Performance Pay will be linked to achievement of functional plan which is derived from the business plan. The functional plan includes both, short-term and long-term objectives. The above will take into consideration industry performance, customer performance and overall economic environment. For other management personnel, the Performance Pay will be linked to achievement of individual set objectives and part of this will also be linked to overall company performance.

Remuneration Policy is also available at <http://cnpcl.com/corporate-policies>.

7. CODE OF CONDUCT FOR BOARD OF DIRECTORS AND SENIOR MANAGEMENT

The Company has adopted a Code of Conduct for Board of Directors and Senior Management (the Code). The Code has been communicated to the Directors and the members of Senior Management. The Code has also been posted on the Company's website at www.cnpcl.com. All Board members and senior management have confirmed compliance with the Code for the year ended 31st March, 2018. Code of Conduct is available at <http://cnpcl.com/code-of-conduct>. The Annual Report contains a declaration to this effect signed by the Director.

a) ANNUAL GENERAL MEETING:

During last three years, Eleventh, Twelfth and Thirteenth Annual General Meetings of the equity shareholders of the Company were held. The details of the said Meetings and the Special Resolutions passed thereat are as follows:

General Meeting	Date, Day and Time	Venue	Special Resolution Passed
Thirteenth Annual General Meeting	23 rd September, 2017, Saturday at 3:00 PM	Survey No. 396(P), 395/4(P), Moraiya Village, Sarkhej - Bavla Highway, Tal. Sanand, Ahmedabad - 382201	----
Twelfth Annual General Meeting	26 th September, 2016, Monday at 3:00 PM	Survey No. 396(P), 395/4(P), Moraiya Village, Sarkhej - Bavla Highway, Tal. Sanand, Ahmedabad - 382201	----
Eleventh Annual General Meeting	26 th September, 2015, Saturday 11:30 A.M.	Survey No. 396(P), 395/4(P), Moraiya Village, Sarkhej - Bavla Highway, Tal. Sanand, Ahmedabad - 382201	----

b). POSTAL BALLOT:

There was no postal ballot held during the Financial Year 2017-18, none of the resolution is proposed for the ensuing Annual General Meeting need to be passed through Postal Ballot.

8. MEANS OF COMMUNICATION:

Quarterly/ annual audited financial results are regularly submitted to the Stock Exchanges where the shares of the Company are listed in accordance with the Listing Regulations and are widely published in a prominent English newspaper "The Financial Express or Indian Express" and in a regional language newspaper, "The Financial Express Gujarati". The quarterly/annual results are also displayed on the Company's website www.cnpcil.com soon after their declaration.

A. GENERAL INFORMATION TO SHAREHOLDERS

a) Annual General Meeting:

Date, Day and Time: Saturday, 29th September, 2018 at 11:30 A.M.

Venue: Survey No. 396 (P), 395/4 (P), Moraiya Village, Sarkhej - Bavla Highway, Tal. Sanand, Ahmedabad – 382201 Gujarat.

b) Financial Year: The Financial Year of the Company is from 1st April to 31st March

c) Tentative Results:

First Quarter : Second Week of August, 2018

Second Quarter : Second Week of November, 2018

Third Quarter : Second Week of February, 2019

Fourth Quarter : Fourth Week of May, 2019

d) Date of Book Closure: Thursday, 27th September, 2018 to Saturday, 29th September, 2018 (Both days inclusive)

e) Listing on Stock Exchanges:

BSE Limited (BSE)

Phiroze Jeejeebhoy Towers,

Dalal Street, Fort, Mumbai - 40000

National Stock Exchange of India Limited (NSE)

Exchange Plaza, 5th Floor, Plot No. C/1, G-Block,

Bandra-Kurla Complex, Bandra (East), Mumbai - 400051

f) Listing Fees:

Listing fees of both the Stock Exchanges for the year 2018-19 have been paid.

g) Stock Code:

BSE: 533407, NSE: CNOVAPETRO, ISIN: INE672K01025

h) Market price data-high, low during each month in last financial year

Month	BSE		NSE	
	High	Low	High	Low
April, 2017	33.90	22.00	32.50	21.90
May, 2017	29.50	23.00	31.00	21.25
June, 2017	29.45	22.40	30.70	22.10
July, 2017	34.50	23.40	34.75	24.10
August, 2017	32.75	23.55	35.60	23.20
September, 2017	53.30	28.10	53.90	27.50
October, 2017	46.70	39.00	48.50	38.15
November, 2017	56.40	38.05	55.35	39.60
December, 2017	51.00	39.00	46.05	39.60
January, 2018	44.00	35.10	45.80	35.00
February, 2018	41.75	30.75	41.90	30.20
March, 2018	42.85	27.60	41.10	27.70

i) **Performance of Share Price in Comparison with BSE SENSEX AND NSE NIFTY**

Month	SENSEX	Share Price (Closing Price)	NIFTY	Share Price (Closing Price)
April, 2017	29918.40	23.7	8214.30	28.65
May, 2017	31145.80	23.8	8350.95	23.50
June, 2017	30921.61	22.85	8331.60	25.60
July, 2017	32514.94	27.95	8793.30	28.50
August, 2017	31730.49	23.5	8694.95	28.45
September, 2017	31283.72	25.5	8600.00	41.20
October, 2017	33213.13	28.6	9153.60	40.10
November, 2017	33149.35	28.65	9154.50	45.55
December, 2017	34056.83	40.1	9490.65	41.65
January, 2018	35965.02	40.65	9697.90	36.00
February, 2018	34184.04	47	9261.90	36.85
March, 2018	32968.68	41.25	8912.10	31.95

j). **Distribution of Shareholding as at 31st March, 2018**

Sr. No.	Shareholding Of Shares	Shareholder	Percentage of Total	Total Shares	Percentage of Total Shares
1	1 - 500	5792	90.13	712184	2.6280
2	501 - 1,000	293	4.55	246142	0.9083
3	1,001 - 2,000	145	2.25	211762	0.7814
4	2,001 - 3,000	52	0.80	131105	0.4838
5	3,001 - 4,000	12	0.18	43234	0.1595
6	4,001 - 5,000	23	0.35	107536	0.3968
7	5,001 - 10,000	32	0.49	240684	0.8881
8	10,001 and Above	77	1.19	25407353	93.7541
Total		6261	100.00	2,71,00,000	100.00

k) **Dematerialization of Shares and Liquidity**

Equity shares of the promoters and promoter group are 100% in dematerialized form. As on 31st March, 2018, 2,65,62,667 a total of equity shares aggregating to 98.02% of the total issued, subscribed and paid-up equity share capital of the Company, are in dematerialised form.

l) **Outstanding GDRs / ADRs / Warrants or any Convertible instruments: NIL**

m) **Category wise Shareholding as at 31st March, 2018**

Category	Total Shares	Total Percent
Corporate Bodies (Promoter Co.)	12708405	46.89
Clearing Members	64290	0.24
Other Bodies Corporate	3513165	12.96
Hindu Undivided Family	393047	1.45
Non Nationalised Banks	300	0.00
Non Resident Indians	508224	1.88
Non Resident (Non Repatriable)	10002	0.04
Overseas Corporate Bodies	2500	0.01
Public	2888430	10.66
Promoters	5476218	20.21
Foreign Promoters	927669	3.42
Foreign Portfolio Investors (Corporate)	607750	2.24
TOTAL :	2,71,00,000	100.00

- n) **Plant Location:**
Survey No. 396 (P), 395/4 (P), Moraiya Village, Sarkhej - Bavla Highway, Tal. Sanand, Ahmedabad – 382201 Gujarat.
- o) **Address of Correspondence:**
The Company Secretary
CIL Nova Petrochemicals Limited
Survey No. 396 (P), 395/4 (P),
Moraiya Village,
Sarkhej - Bavla Highway,
Tal. Sanand,
Ahmedabad – 382201 Gujarat.
Email: investorgrievances.cilnova@chiripalgroup.com
Fax No.: +91-2717-251612
Tel. No.: +91-2717-250556-7-8, +91-9825800060
- Registrar and Share Transfer Agent**
Link Intime India Private Limited
5th floor, 506 to 508 Amarnath Business Centre - I
(ABC - I), Beside Gala Business Centre,
Nr. St. Xavier's College Corner,
Off C. G. Road, Navarangpura,
Ahmedabad - 380009
Email: ahmedabad@linkintime.co.in
Fax No.: 079-26465179
Tel No. 079-26465177
- p) **Share Transfer System:**
Shares in physical form sent for registering transfer, to the Registrar and Shares Transfer Agents, M/s. Link Intime India Private Limited are registered and returned within a period of 15 days from the date of receipt, if the documents are in order in all respects. The Share Transfer Committee of the Company meets as often as required.
9. **DISCLOSURES:**
- a) **Related Party Transactions**
The Company has no material significant related party transactions as per Companies Act 2013, which may have a potential conflict with the interest of the Company. The details of transactions between the Company and the related parties are given under Notes to the Financial Statement for the year ended 31st March, 2018. The Board has approved a policy for related party transactions which has been uploaded on the Company's website and the web link is <http://cnpcl.com/corporate-policies>.
- b) **No Penalty or Strictures**
Non-compliance by the Company, penalties, and strictures imposed on the Company by Stock Exchanges, or SEBI or any statutory authority, on any matter related to capital markets, during the last three years: Nil.
- c) The Company has complied with all the mandatory requirements of Corporate Governance as on 31st March, 2018 and are in compliance with the requirements of Corporate Governance under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- d) The Company has established vigil mechanism policy and is available at <http://cnpcl.com/corporate-policies> further no personnel has been denied access to the audit committee for the said purpose however there has been no case in vigil mechanism;
- e) Details of compliance with mandatory requirements and adoption of the non-mandatory requirements of this clause. Details of any non-compliance of any requirement of corporate governance report:
All the mandatory requirements have been complied with as stated in this report on Corporate Governance. There is no non-compliance with any requirement of corporate governance report of sub-paras (2) to (10) of the Corporate Governance report as given in Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The disclosures of the compliance with Corporate Governance requirements specified in Regulation 17 to 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Regulations), have been made in this Corporate Governance report. Details required under clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the said Regulations are displayed on the website of the Company at www.cnpcl.com.
The non-mandatory requirements as stipulated in Part E of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations have been adopted to the extent and in the manner as stated under the appropriate headings in the Report on Corporate Governance
- f) **CEO/CFO Certification:**
A certification from the CEO and CFO as specified in Part B of Schedule II in terms of Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations was placed before the Board Meeting held on 30th May, 2018 to approve the Audited Annual Accounts for the year ended 31st March, 2018.
- g) **Material Subsidiaries:**
The Company does not have a material subsidiary as defined under Regulation 16 (1) (c) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, at <http://cnpcl.com/corporate-policies> the Policy for determining material subsidiaries is on the website of the Company.

For and on behalf of the Board

Sd/-

Pooransingh Mathuria

Whole Time Director

DIN: 07430356

Place: Ahmedabad

Date: 14th August, 2018

CFO Certification

- I, Satish Bhatt, Chief Financial Officer certify that;
- A. I have reviewed the financial statements and cash flow statement for the year ended on 31st March, 2018 and that to the best of our knowledge and belief;
- i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii. these statements together present a true and fair view of the listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. To the best of our knowledge and belief, no transactions entered into by the Company during the year ended on 31st March, 2018 are fraudulent, illegal or violate of the Company's code of conduct.
- C. I accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps have been taken to rectify these deficiencies.
- D. I further certify that we have indicated to the auditors and the Audit Committee that;
- i. There has not been any significant changes in internal control over financial reporting during the year under reference;
 - ii. There has not been any significant change in accounting policies during the year requiring disclosure in the notes to the financial statements; and
 - iii. We are not aware of any instance during the year of significant fraud with involvement therein of the management or any employee having a significant role in the Company's internal control system over financial reporting.

Place: Ahmedabad
Date: 30 May, 2018

For, CIL Nova Petrochemicals Limited

Sd/-
Satish Bhatt
Chief Financial Officer

CODE OF CONDUCT - DECLARATION

As required under Schedule V (D) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board Members and the Senior Management Personnel have confirmed compliance with the Code of Conduct for the Board of Directors and the Senior Management for the year ended 31st March, 2018.

For and on behalf of the Board

Place: Ahmedabad
Date: 14th August, 2018

Sd/-
Pooransingh Mathuria
Whole Time Director
DIN: 07430356

**Certificate of Compliance with the Corporate Governance requirements under
SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

TO
THE MEMBERS OF
CIL NOVA PETROCHEMICALS LTD

I have examined the compliance of conditions of Corporate Governance by CIL Nova Petrochemicals Limited ('the Company'), for the year ended March 31, 2018, as stipulated in relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') as referred to in Regulation 15(2) of the Listing Regulations for the period 1st April, 2017 to 31st March, 2018.

The compliance of conditions of Corporate Governance is the responsibility of the Management. My examination was limited to a review of the procedures and implementation thereof, adopted by the Company for ensuring the Compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

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

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

Place:-Ahmedabad
Date:-13th August, 2018

Sd/-
(Jatin Kapadia)
Company Secretary
COP: 12043

INDEPENDENT AUDITORS' REPORT

To,
The Members of
CIL NOVA PETROCHEMICALS LIMITED
Ahmedabad

1. Report on the Standalone Ind AS Financial Statements

We have audited the accompanying standalone Ind AS financial statements of CIL NOVA PETROCHEMICALS 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 Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.

2. Management's Responsibility for the Standalone Ind AS 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 the standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows 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.

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.

3. Auditors' 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 thereunder.

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 are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the standalone Ind AS financial statements.

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

4. Opinion

In our opinion and to the best of our information and according to the explanations given to us, the afore said 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 financial position of the Company as at 31st March, 2018, and its financial performance including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

5. 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 Ind AS financial statements, are based on the previously issued statutory financial statements prepared in accordance with the Companies (Accounting Standards) Rules, 2006 audited by other auditor, whose report for the year ended 31st March 2017 and 31st March 2016 dated 30th May, 2017 and 23rd May, 2016 respectively expressed an 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 other auditor.

6. 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.
- 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".
- 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 pending litigations which would have impact its financial position in its standalone Ind AS financial statements – Refer Note 37 to the financial statements;
 - ii. The Company does not have 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 during the year ended 31st March, 2018.

For, Samir M Shah & Associates

Chartered Accountants,

[Firm Regd. No. 122377W]

Sd/-

(Samir M Shah)

Partner

[M. No. 111052]

Place: Ahmedabad

Date: 30/05/2018

ANNEXURE "A" TO INDEPENDENT AUDITORS' REPORT

Referred to in paragraph 6(1) of our Report of even date to the Members of CIL NOVA PETROCHEMICALS LIMITED for the year ended **31st March, 2018.**

1. In respect of Fixed Assets :

- (a) The Company has maintained proper records showing full particulars including quantitative details and situation of Fixed Assets on the basis of available information.
- (b) As per the information and explanations given to us, the management at reasonable intervals during the year in accordance with a programme of physical verification physically verified the fixed assets and no material discrepancies were noticed on such verification as compared to the available records.
- (c) As explained to us, the title deeds of all the immovable properties are held in the name of the company.

2. In respect of Inventories :

As per the information and explanations given to us, inventories were physically verified during the year by the management at reasonable intervals. No material discrepancies were noticed on such physical verification.

3. In respect of Loans and Advances granted during the year:

As regards the loans , the company has not granted any loans , secured or unsecured during the year under audit, to the companies firms and other parties covered in the register maintained under section 189 of the companies Act , 2013 and therefore, the clauses (iii) (a) to (c) of the companies (Auditor's Report) Order, 2016 are not applicable.

4. Loans, Investments and guarantees:

According to the information and explanation given to us, the company had neither given any loan, guarantee or security, nor made any investments during the year. Hence the provisions of section 185 and 186 are not applicable. Therefore clauses (iv) of companies (Auditor's Report) Order, 2016 is not applicable.

5. During the year, the company has not accepted any deposits and hence the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act and the rules framed there under are not applicable to the company. Therefore clauses (v) of companies (Auditor's Report) Order, 2016 is not applicable.

6. We have broadly reviewed the books of account maintained by the company pursuant to the companies (Cost Accounting Records) Rule, 2011 prescribed by the Central Government under sub section (1) of section 148 of the Companies Act, 2013. However, we have not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

7. In respect of Statutory Dues :

- (a) According to the records of the Company, the Company is by and large regular in depositing with appropriate authorities

undisputed statutory dues including provident fund, employees' state insurance, income tax, service tax, duty of customs, duty of excise, value added tax, cess and other statutory dues with the appropriate authorities applicable to it except in few cases in respect of Tax Deducted at Source. According to the information and explanations given to us, no undisputed amounts payable in respect statutory dues were outstanding as at 31st March, 2018 for a period of more than six months from the date they became payable.

- (b) According to the records of the company, the dues of income tax, central sales Tax, service tax, duty of customs, duty of excise, value added tax or cess which have not been deposited on account of disputes and the forum where the dispute is pending are as under:

Name of the Statute	Nature of the Dues	Year	Amount (₹)	Forum where dispute is pending
Income Tax Act, 1961	Income Tax Demand & Interest	2010-11	1,141,960	Income Tax Appellate Tribunal
	Income Tax Demand & Interest	2011-12	11,693,740	Income Tax Appellate Tribunal
	Income Tax Demand & Interest	2012-13	4,340	Income Tax Appellate Tribunal
	Income Tax Demand & Interest	2013-14	13,540,900	Commissioner of Income Tax (Appeals)
	Income Tax Penalty	2008-09	385,618	Commissioner of Income Tax (Appeals)
	Income Tax Penalty	2010-11	765,401	Commissioner of Income Tax (Appeals)
	Income Tax Penalty	2011-12	12,94,840	Commissioner of Income Tax (Appeals)
The Central Excise and Customs Act	Excise Duty & Penalty	2003-04	3,230,730	Custom Excise and Service Tax Appellate Tribunal
The Finance Act, 1994	Service Tax & Penalty	2004-05	3,398,641	Custom Excise and Service Tax Appellate Tribunal
	Service Tax & Penalty	2005-06	146,479	Assistant Commissioner of Central Excise
The Textile Committee Amendment Act, 1973	Textile Cess	1995 to 2005	5,090,119	Textiles Committee, Government of India, Ministry of Textiles
Gujarat Pollution Control Act	Compensation	2004 to 2010	5,164,620	High Court of Gujarat

8. Based on our audit procedure and according to the information and explanation given to us, we are of the opinion that the Company has not defaulted in repayment of dues to Financial Institutions, Banks or debenture holders.
9. According to the information and explanations given to us, the company had not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. According to the information and explanations given to us, and on an overall examination of the balance sheet of the company, in our opinion, the term loans taken during the year were applied for the purpose for which they were obtained.
10. Based upon the audit procedures performed and information and explanations given by the management, we report that no fraud by the Company or any fraud on the company by its officer or employees has been noticed or reported during the course of our audit.
11. In our opinion and according to the information and explanations given to us, the company had paid managerial remuneration which is in accordance with the requisite approvals mandated by the provisions of section 197 read with schedule V of The Companies Act, 2013.
12. In our opinion and according to the information and explanations given to us, the provisions of special statute applicable to chit funds and nidhi / mutual benefit funds / societies are not applicable to the company. Hence, clause (xii) of the Company's (Auditor's Report) Order, 2016 is not applicable.
13. In our opinion and according to the information and explanations given to us, the transactions entered by the company with related parties are in compliance with the provisions of section 177 and 188 of The Companies Act, 2013 and details thereof are properly disclosed in the financial statements.
14. The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review hence provisions of sections of 42 of the Companies Act, 2013 are not applicable.
15. The company had not entered in to any non-cash transactions with the directors or persons connected with him during the year, hence section 192 of the Companies' Act, 2013 is not applicable hence clause (xvi) of Company's (Auditor's Report) Order, 2016 is not applicable.
16. In our opinion and according to the information and explanation given to us the company is not required to be registered under section 45-IA of Reserve Bank of India Act, 1934.

For, Samir M Shah & Associates

Chartered Accountants,
[Firm Regd. No. 122377W]

Sd/-

(Samir M Shah)

Partner

[M. No. 111052]

Place: Ahmedabad

Date: 30/05/2018

ANNEXURE "B" TO INDEPENDENT AUDITORS' REPORT

Referred to in paragraph 6(2)(f) of our Report of even date to the Members **CIL NOVA PETROCHEMICALS LIMITED** 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 **CIL NOVA PETROCHEMICALS LIMITED** as of 31st March 2018, in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the 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 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.

Place: Ahmedabad
Date: 30/05/2018

For, Samir M Shah & Associates
Chartered Accountants,
[Firm Regd. No. 122377W]
Sd/-
(Samir M Shah)
Partner
[M. No. 111052]

BALANCE SHEET AS AT MARCH 31, 2018

Particulars	Note No.	As at 31/03/2018 ₹	As at 31/03/2017 ₹	As at 01/04/2016 ₹
ASSETS				
1 Non-Current Assets				
(a) Property, Plant and Equipment	3A	86,28,52,930	89,53,21,016	90,12,26,921
(b) Capital Work-In-Progress	3B	8,73,77,144	4,81,60,593	4,81,60,593
(c) Intangible Assets	4	Nil	Nil	Nil
(d) Financial Assets				
(i) Investments	5	16,691	22,978	11,480
(e) Deferred Tax Assets (net)	6	Nil	Nil	Nil
(f) Other Non-Current Assets	7	1,83,57,072	1,96,45,085	1,21,49,470
Total Non - Current Assets		96,86,03,837	96,31,49,672	96,15,48,464
2 Current assets				
(a) Inventories	8	20,50,92,258	16,44,72,958	16,55,35,268
(b) Financial Assets				
(i) Trade Receivables	9	36,98,87,832	43,51,00,110	35,66,23,135
(ii) Cash and Cash Equivalents	10	35,39,164	15,22,947	14,73,842
(iii) Other Bank Balances	11	1,66,28,400	1,55,47,463	1,07,54,197
(iv) Other Financial Assets	12	1,58,308	1,58,308	2,07,083
(c) Current Tax Assets (Net)	13	17,62,541	4,82,091	Nil
(d) Other Current Assets	14	4,41,87,274	3,09,71,789	1,85,23,806
Total Current Assets		64,12,55,777	64,82,55,666	55,31,17,331
Total Assets (1+2)		1,60,98,59,614	1,61,14,05,338	1,51,46,65,795
B EQUITY AND LIABILITIES				
1 Equity				
(a) Equity Share Capital	15	27,10,00,000	27,10,00,000	13,55,00,000
(b) Other Equity	16	57,18,49,714	55,84,06,243	44,76,90,416
Total Equity		84,28,49,714	82,94,06,243	58,31,90,416
LIABILITIES				
2 Non-Current liabilities				
(a) Financial Liabilities				
(i) Borrowings	17	5,88,486	10,75,873	20,49,59,672
(ii) Other Financial Liabilities	18	9,95,00,729	10,16,97,079	10,36,58,107
Total Non - Current Liabilities		10,00,89,215	10,27,72,952	30,86,17,779
3 Current Liabilities				
(a) Financial Liabilities				
(i) Borrowings	19	19,15,28,790	24,26,07,024	16,54,41,755
(ii) Trade Payables	20	37,50,65,252	33,25,96,818	24,43,71,455
(iii) Other Financial Liabilities	21	9,14,00,603	8,56,17,500	19,77,22,723
(b) Other Current Liabilities	22	24,82,783	1,27,32,443	67,59,820
(c) Provisions	23	64,43,257	56,72,358	52,24,426
(d) Current Tax Liabilities (Net)	24	Nil	Nil	33,37,421
Total Current Liabilities		66,69,20,685	67,92,26,143	62,28,57,600
Total Equity and Liabilities (1+2+3)		1,60,98,59,614	1,61,14,05,338	1,51,46,65,795
Summary of Significant Accounting Policies	2			

As per our report of even date attached herewith.

For, Samir M Shah & Associates

Chartered Accountants

(Firm Regd. No.122377W)

Sd/-

(Samir M Shah)

Partner

(M.No.111052)

Place : Ahmedabad

Date : 30.05.2018

Annual Report 2017-2018

For, CIL NOVA PETROCHEMICALS LIMITED

Sd/-

(Jyotiprasad Chiripal)

Chairman

DIN: 00155695

Sd/-

(Satish Bhatt)

C.F.O

Place : Ahmedabad

Date : 30.05.2018

Sd/-

(Pooran Singh Mathuria)

Whole Time Director

DIN: 07430356

Sd/-

(Harsh Hirpara)

Company Secretary

Statement of Profit and Loss for the year ended March 31, 2018

Particulars	Note No.	Year Ended 31/03/2018 ₹	Year Ended 31/03/2017 ₹
Continuing Operations			
I Revenue From Operations	25	2,50,53,23,861	2,47,75,84,300
II Other Income	26	2,31,16,741	1,36,19,169
III Total Income (I + II)		2,52,84,40,602	2,49,12,03,469
IV EXPENSE			
(a) Cost of Materials Consumed	27	1,85,13,32,365	1,51,78,57,119
(b) Purchases of Stock-in-Trade	28	6,47,46,665	15,66,07,988
(c) Changes in inventories of Finished Goods, Stock-in-trade and Work-in-progress	29	(2,63,05,790)	(5,25,54,179)
(d) Excise Duty		6,86,85,422	26,08,06,830
(e) Employee Benefit Expense	30	10,53,89,878	8,28,42,434
(f) Finance Costs	31	3,92,22,700	3,25,91,061
(g) Depreciation and Amortisation Expense	32	5,15,46,964	5,38,66,482
(h) Other Expenses	33	35,74,53,828	36,98,29,210
Total Expenses		2,51,20,72,032	2,42,18,46,945
V Profit/(loss) Before Tax (III- IV)		1,63,68,570	6,93,56,524
VI Tax Expense			
(a) Current Tax	34	33,94,500	1,41,87,050
(b) Deferred Tax	34	Nil	Nil
(c) Short/ (Excess) Provision of Income Tax	34	1,97,408	53,58,895
Total Tax Expense		35,91,908	1,95,45,945
VII Profit/(loss) After Tax From Continuing Operations (V - VI)		1,27,76,662	4,98,10,579
VIII Profit/(loss) for the year (VII)		1,27,76,662	4,98,10,579
IX Other Comprehensive Income			
A (i) Items that will not be reclassified to profit or loss			
(a) Remeasurements of the defined benefit plans"	35	6,66,809	(69,752)
(ii) Income tax relating to items that will not be reclassified to profit or loss	35	Nil	Nil
B (i) Items that may be reclassified to profit or loss		Nil	Nil
(ii) Income tax on items that may be reclassified to profit or loss		Nil	Nil
X Total Other Comprehensive Income (IX A + IX B)		6,66,809	(69,752)
XI Total Comprehensive Income for the year (VIII+X)		1,34,43,471	4,97,40,827
XII Basic & diluted earnings per share of face value of Rs.10 each Fully Paid up			
(a) Basic	36	0.47	2.30
(b) Diluted	36	0.47	2.30

As per our report of even date attached herewith.

For, Samir M Shah & Associates

Chartered Accountants

(Firm Regd. No.122377W)

Sd/-

(Samir M Shah)

Partner

(M.No.111052)

Place : Ahmedabad

Date : 30.05.2018

For, CIL NOVA PETROCHEMICALS LIMITED

Sd/-

(Jyotiprasad Chiripal)

Chairman

DIN: 00155695

Sd/-

(Satish Bhatt)

C.F.O

Place : Ahmedabad

Date : 30.05.2018

Sd/-

(Pooran Singh Mathuria)

Whole Time Director

DIN: 07430356

Sd/-

(Harsh Hirpara)

Company Secretary

Cash Flow Statement for the year ended March 31, 2018

Particulars	Year 2017-18		Year 2016-17	
	₹	₹	₹	₹
A: Cash from Operating Activities :				
Net Profit before Taxation		1,63,68,570		6,93,56,524
Adjustment For :				
Depreciation	5,15,46,964		5,38,66,482	
Finance costs	3,92,22,700		3,25,91,061	
Allowance for Bad & Doubtful Debts written back	(3,83,993)		(13,908)	
Loss /(Profit) on Sale of Property, Plant and Equipment	(5,332)		1,033	
Net gain on investments designated at fair value through profit or loss	6,287		(11,498)	
Interest income on EIR accounting	(91,51,460)		(81,70,947)	
Interest Income	(1,28,21,104)		(43,76,564)	
		6,84,14,061		7,38,85,659
Operating Profit Before Working Capital Changes:		8,47,82,631		14,32,42,183
Adjustment For :				
Decrease/(increase) in Other Non Current Assets	21,10,100		(21,88,615)	
Decrease/(increase) in inventories	(4,06,19,300)		10,62,310	
Decrease/(increase) in Trade Receivable	6,55,96,270		(7,84,63,067)	
Decrease/(increase) in Other Current Assets	(1,32,15,483)		(1,24,47,983)	
Increase/(decrease) in Trade Payable	4,24,68,434		8,82,25,363	
Increase/(decrease) in Other Current Financial Liability	22,12,398		33,48,884	
Increase/(decrease) in Other Current Liabilities	(1,02,49,660)		59,72,624	
Increase/(decrease) in Non Current Financial Liability	(21,96,350)		(19,61,028)	
Increase/(decrease) in Current Provision	14,37,708		3,78,180	
		4,75,44,117		39,26,668
Cash Generated From Operations		13,23,26,749		14,71,68,851
Income Tax Paid	(55,30,996)		(1,81,63,088)	
		(55,30,996)		(1,81,63,088)
Net Cash From Operating Activities (A)		12,67,95,753		12,90,05,763
B: Cash Flow From Investment Activities :				
Purchase of Property, Plant and Equipment including Capital Advances & Capital Work in Progress	(5,40,00,262)		(17,40,80,140)	
Sale of Property, Plant & Equipment	72,000		15,000	
Margin Deposit	(10,80,937)		(47,93,266)	
Interest Income	1,28,21,104		44,25,339	
Net Cash from Investment Activities (B)		(4,21,88,095)		(17,44,33,068)
C: Cash Flow From Financing Activities :				
Proceeds from Non-Current Borrowings	9,56,396		Nil	
Repayment of Non-Current Borrowings	(23,83,801)		(20,37,27,874)	
Proceeds/(repayment) from Current Borrowings (Net)	(5,10,78,234)		7,71,65,269	
Right Issue Proceed including share premium	Nil		19,64,75,000	
Finance Costs Paid	(3,00,85,802)		(2,44,35,986)	
Net Cash from Financing Activities (C)		(8,25,91,441)		4,54,76,409
Net Increase in Cash & Cash Equivalents		20,16,217		49,104
Cash & Cash Equivalents at the Beginning		15,22,947		14,73,842
Cash & Cash Equivalents at the End		35,39,164		15,22,947

Notes: The above Cash Flow Statement has been prepared under the "Indirect Method" set out in Indian Accounting Standard - 7 "Statement of Cash Flows".

As per our report of even date attached herewith.

For, Samir M Shah & Associates

Chartered Accountants

(Firm Regd. No.122377W)

Sd/-

(Samir M Shah)

Partner

(M.No.111052)

Place : Ahmedabad

Date : 30.05.2018

For, CIL NOVA PETROCHEMICALS LIMITED

Sd/-

(Jyotiprasad Chiripal)

Chairman

DIN: 00155695

Sd/-

(Satish Bhatt)

C.F.O

Place : Ahmedabad

Date : 30.05.2018

Sd/-

(Pooran Singh Mathuria)

Whole Time Director

DIN: 07430356

Sd/-

(Harsh Hirpara)

Company Secretary

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

Equity Share Capital

Particulars	Amount Rs.
Balance as on 1st April, 2016	13,55,00,000
Changes during the year	13,55,00,000
Balance as on 31st March, 2017	27,10,00,000
Changes during the year	Nil
Balance as on 31st March, 2018	27,10,00,000

Other Equity

Amount Rs.

Particulars	Reserves and Surplus					Total
	Revaluation Reserve	Capital Redemption Reserve	Securities Premium	General Reserve	Retained Earnings	
Balance as at 1st April, 2016	41,08,93,433	5,00,00,000	11,89,70,013	2,11,77,975	(15,33,51,005)	44,76,90,416
Profit for the year	Nil	Nil	Nil	Nil	4,98,10,579	4,98,10,579
Other comprehensive income for the year (net of tax)	Nil	Nil	Nil	Nil	(69,752)	(69,752)
Total Comprehensive Income for the year	Nil	Nil	Nil	Nil	4,97,40,827	4,97,40,827
Share premium received during the year	Nil	Nil	6,09,75,000	Nil	Nil	6,09,75,000
Balance as at 31st March, 2017	41,08,93,433	5,00,00,000	11,89,70,013	2,11,77,975	(10,36,10,178)	55,84,06,243
Profit for the year		Nil	Nil	Nil	1,27,76,662	1,27,76,662
Other comprehensive income for the year (net of tax)	Nil	Nil	Nil	Nil	6,66,809	6,66,809
Total Comprehensive Income for the year	Nil	Nil	Nil	Nil	1,34,43,471	1,34,43,471
Balance as at 31st March, 2018	41,08,93,433	5,00,00,000	11,89,70,013	2,11,77,975	(9,01,66,707)	57,18,49,714

As per our report of even date attached herewith.

For, Samir M Shah & Associates

Chartered Accountants

(Firm Regd. No.122377W)

Sd/-

(Samir M Shah)

Partner

(M.No.111052)

Place : Ahmedabad

Date : 30.05.2018

For, CIL NOVA PETROCHEMICALS LIMITED

Sd/-

(Jyotiprasad Chiripal)

Chairman

DIN: 00155695

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(Satish Bhatt)

C.F.O

Place : Ahmedabad

Date : 30.05.2018

Sd/-

(Pooran Singh Mathuria)

Whole Time Director

DIN: 07430356

Sd/-

(Harsh Hirpara)

Company Secretary

1. Corporate Information

CIL Nova Petrochemicals Limited (referred to as 'the company') is a leading in manufacturing POY, FDY, DT, D.TEX. The company has its registered office at 396(P)-395/4(P), Sarkhej Bavla Highway, Moraiya Village, Taluka-Sanand, Ahmedabad.-382210.

2. SIGNIFICANT ACCOUNTING POLICIES

(i) Basis of Accounting:

a) Statement of Compliance:

The financial statements have been prepared with all material aspect with Indian Accounting Standards (Ind As) notified under section 133 of the Companies Act, 2013 (the Act) read with the Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act.

The Financial Statements upto the year ended 31st March, 2017 were prepared in accordance with the Accounting Standards notified under Companies (Accounting Standard) Rules, 2006 (as amended) and other relevant provision of the Act.

These Financial Statements are the first Financial Statements of the Company under Ind As 101 – "First Time adoption of Indian Accounting Standards". The date of transition to Ind As is 1st April, 2016. Please refer Note No. 46 for an explanation of the transition from previous GAAP to Ind As has affected the Company's Financial Positions, Financial Performance and Cash Flow.

b) Basis of Preparation:

The financial statements have been prepared on accrual basis of accounting under historical cost convention in accordance with generally accepted accounting principles in India and the relevant provisions of the Companies Act, 2013 including Indian Accounting Standards notified there under, except for the following where the fair valuation have been carried out in accordance with the requirements of respective Ind As:

1. Investment in equity instruments;
2. Employee defined benefit plans – plan assets;

The Operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle. Accordingly, all assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in Ind AS 1- 'Presentation of Financial Statements' and Schedule III to the Companies Act, 2013.

(ii) Use of Estimates:

The preparation and presentation of financial statements are in conformity with the Ind As which required management to make estimates and assumptions that affect the reported amounts of assets and liabilities (including contingent liabilities) on the date of the financial statements and the reported amount of revenues and expenses during the reporting year.

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

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment within the next financial year are included in the following notes:

Note 6- Current / Deferred tax liabilities

Note 30- Measurement of defined benefit obligations

Note 9- Expected credit loss for receivables

Note 5- Fair valuation of investments

(iii) Property, Plant and Equipment & Depreciation:

a) Property Plant and Equipment:

Freehold land is carried at carrying value as on the date of transition which has been previously revalued based on the report issued by the registered valuer (refer Note no. 3A). All other items of property, plant and equipment are stated at historical cost (net of recoverable taxes) less accumulated depreciation and impairment losses, if any. Historical cost includes expenditure that is directly attributable to getting the asset ready for intended use. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

The gain or loss arising on the disposal or retirement of an property, plant and equipment is determined as the difference between net disposal proceeds and the carrying amount of the asset and is recognised as income or expenses in the Statement of Profit and Loss in the year or disposal.

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

b) Capital work in progress:

Capital work in progress is stated at cost, comprising direct cost, related incidental expenses, attributable borrowing cost and net of accumulated impairment losses, if any. All the direct expenditure related to implementation including incidental expenditure incurred during the period of implementation of a project, till it is commissioned, is accounted as Capital work in progress (CWIP) and after commissioning the same is transferred / allocated to the respective item of property, plant and equipment. Pre-operating costs, being indirect in nature, are expensed to the statement of profit and loss as and when incurred.

c) Transition to Ind As:

On transition to Ind AS, the company has elected to continue with the carrying value of all of its property, plant and equipment recognised as at 1 April 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment. Please refer to Note no. 3A for details of the same.

d) Depreciation methods, estimated useful life and residual value:

Depreciation is provided for property, plant and equipment so as to expense the cost over their estimated useful lives based on evaluation. The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Depreciation on Assets other than Electrical Installation and Plant and Machinery has been provided on "Straight Line Method" based on the useful life specified in Schedule II of the Companies Act, 2013. Depreciation on Electrical Installation has been provided on "Straight Line Method" by taking the total life of assets at 28 years based on internal technical evaluation. Depreciation on Plant and Machinery has been provided on "Written down Value Method" by taking the total life of assets at 28 years based on internal technical evaluation. However, land is not depreciated.

The estimated useful lives are mentioned below:

Asset Class	Useful life (years)
Plant Buildings	30
Other Buildings- RCC Structure	60
Furniture and Fixtures	10
Electric Installation	28
Computer	3
Plant & Machinery	28
Equipments	5
Vehicles	8

Depreciation is calculated on pro rata basis with reference to the date of addition/disposal. The residual values are not more than 5% of the original cost of asset.

(iv) Intangible Assets and Amortisation :

a) Intangible Assets:

Intangible assets are measured on initial recognition at cost (net of recoverable taxes, if any). Subsequently, intangible assets are carried out at cost less any accumulated amortization and accumulated impairment losses, if any.

The gain or loss arising on the disposal or retirement of an intangible asset is determined as the difference between net disposal proceeds and the carrying amount of the asset and is recognised as income or expenses in the Statement of Profit and Loss in the year or disposal.

b) Transition to Ind As:

On transition to Ind As, the company has elected to continue with the carrying value of all of its property, plant and equipment recognised as at 1 April 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment. Please refer to Note no. 4 for details of the same.

c) Amortisation methods, estimated useful life and residual value:

Intangible assets are amortised on a straight line basis over their estimated useful lives based on underlying contracts where applicable. The useful lives of intangible assets are assessed as either finite or indefinite. The amortisation

period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. A rebuttable presumption that the useful life of an intangible asset will not exceed ten years from the date when the asset is available for use is considered by the management.

(v) Impairment of non – financial assets

The Company reviews the carrying amount of its Property, Plant and Equipment, including Capital Work in progress of a “Cash Generating Unit” (CGU) at the end of each reporting period to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the Cash Generating Unit to which the asset belongs.

Recoverable Amount is determined:

- i) In case of individual asset, at higher of the fair value less cost to sell and value in use; and
- ii) In case of cash generating unit (a company of assets that generates identified, independent cash flows), at the higher of the cash generating unit’s fair value less cost to sell and the value in use.

If the recoverable amount of an asset (or cash generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognized immediately in the Statement of Profit and Loss.

(vi) Financial Instruments :

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

1. Financial Assets:

i. Initial recognition and measurement:

At initial recognition, the Company measures a financial asset (which are not measured at fair value through profit or loss) at its fair value plus or minus transaction costs that are directly attributable to the acquisition or issue of the financial asset.

ii. Subsequent measurement:

For purposes of subsequent measurement, financial assets are classified in following categories:

- i) Financial assets measured at amortised cost;
- ii) Financial assets at fair value through profit or loss (FVTPL) and
- iii) Financial assets at fair value through other comprehensive income (FVOCI)

The Company classifies its financial assets in the above mentioned categories based on:

- a) The Company’s business model for managing the financial assets, and
- b) The contractual cash flows characteristics of the financial asset.

i) Financial assets measured at amortised cost :

A financial asset is measured at amortised cost if both of the following conditions are met:

- a) A financial asset is measured at amortised cost if the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and the Contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.
- b) Financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss.

ii) Financial assets at fair value through profit or loss (FVTPL):

Financial assets are measured at fair value through profit and 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 recognized in profit or loss.

iii) Financial assets at fair value through other comprehensive income (FVOCI):

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

In addition, The Company may elect to designate a financial asset, which otherwise meets amortised cost or FVOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as ‘accounting mismatch’)

iii. **Equity Instruments:**

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS 103 applies are classified as at FVTPL. For all other equity instruments, the company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the company may transfer the cumulative gain or loss within equity. Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the Profit & Loss.

The company has elected to measure its equity instruments through FVPTL.

iv. **Derecognition:**

The Company derecognizes a financial asset when contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

On derecognition of a financial asset in its entirety, the difference between the assets's carrying amount and the sum of the consideration received and receivable is recognized in the Statement of Profit and Loss.

v. **Impairment of financial assets:**

The company assesses at each date of statement of financial position whether a financial assets or group of financial assets is impaired. In accordance of Ind AS 109, the company applies expected credit loss (ECL) model for measurement and recognition of impairment loss.

In case of trade receivables, the Company follows a simplified approach wherein an amount equal to lifetime ECL is measured and recognised as loss allowance. As a practical expedient, the company uses a provision matrix to determine impairment loss on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of trade receivables. ECL impairment loss allowances (or reversal) recognized during the period is recognized as an expense / income respectively in the statement of profit and loss. Provision for ECL is presented as deduction from carrying amount of trade receivables.

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

Subsequently, if the credit quality of the financial asset improves such that there is no longer a significant increase in credit risk since initial recognition, the Company reverts to recognizing impairment loss allowance based on 12 month ECL.

2. **Financial Liabilities:**

i. **Initial recognition and measurement:**

All financial liabilities are recognised initially at fair value and subsequently all financial liabilities carried at amortised cost or fair value through profit or loss.

ii. **Subsequent measurement:**

The measurement of financial liabilities depends on their classification, as described below:

- i) Financial liabilities measured at amortised cost.
- ii) Financial liabilities at fair value through profit or loss.

i) **Financial liabilities measured at amortised cost :**

Subsequently, all financial liabilities are measured at amortised cost. Any discount or premium on redemption/settlement is recognised in the Statement of Profit and Loss as finance cost over the life of the liability using the effective interest method and adjusted to the liability figure disclosed in the Balance Sheet.

ii) **Financial assets at fair value through profit or loss (FVTPL):**

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ loss are not subsequently transferred to P&L. However, the company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit and loss.

iii. **Derecognition:**

Financial liabilities are derecognised when the liability is extinguished, that is, when the contractual obligation is discharged or cancelled or expiry. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

(vii) Off-setting of financial instruments:

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

(viii) Fair value measurement:

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date under current market conditions.

The Company categorizes assets and liabilities measured at fair value into one of three levels depending on the ability to observe inputs employed in their measurement which are described as follows:

- (a) Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.
- (b) Level 2 inputs are inputs that are observable, either directly or indirectly, other than quoted prices included within level 1 for the asset or liability.
- (c) Level 3 inputs are unobservable inputs for the asset or liability reflecting significant modifications to observable related market data or Company's assumptions about pricing by market participants.

(ix) Inventories:

Inventories are valued at lower of cost and net realizable value. Cost in respect of raw materials, stores, spares, fuel and packing material are determined on FIFO basis. Costs in respect of finished goods and work-in-progress are also computed on FIFO basis. Net realizable value is the estimated selling price in the ordinary course of business less estimated cost necessary to make sale.

Finished goods and process stock include cost of conversion and other costs incurred in acquiring the inventory and bringing them to their present location and condition.

Spares (not meeting the definition of property, plant and equipment) are accounted as inventory and expensed to the statement of profit and loss when issued for consumption.

(x) Borrowing Cost :

Borrowing costs include interest and amortisation of ancillary costs incurred to the extent they are regarded as an adjustment to the interest cost. Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the Statement of Profit and Loss over the tenure of the loan. Borrowing costs, allocated to and utilised for qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset upto the date of capitalisation of such asset is added to the cost of the assets. Capitalisation of borrowing costs is suspended and charged to the Statement of Profit and Loss during extended periods when active development activity on the qualifying assets is interrupted.

(xi) Cash and cash equivalents:

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the company's cash management.

(xii) Statement of Cash flows:

Cash flows are reported using the indirect method, whereby profit / (loss) before tax is adjusted for the effects of transactions of non cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

(xiii) Revenue recognition :

Sales are accounted on transfer of significant risks and rewards of ownership to the buyer which generally coincides with dispatch of products to customers in case of domestic sales and on the basis of bill of lading in the case of export sales. Sales are accounted inclusive of excise duty but net of VAT/GST, Discounts and Returns as applicable.

Exports Incentives are treated as income in the year of Exports based on eligibility and when there is reasonable certainty regarding the receiving the same.

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

Interest income from financial asset is recognized when it is probable that the economic benefit 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 flows through the expected life of the financial asset to that asset's gross carrying amount on initial recognition.

(xiv) Dividend:

The Company recognises a liability for dividends to equity holders of the Company when the dividend is approved by the shareholders. A corresponding amount is recognized directly in equity.

(xv) Foreign Currency Transactions:

The functional currency of the Company is Indian Rupees which represents the currency of the primary economic environment in which it operates.

Transactions in currencies other than the Company's functional currency (foreign currencies) are recognized at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are translated using mean exchange rate prevailing on the last day of the reporting period.

Exchange differences on monetary items are recognised in the Statement of Profit and Loss in the period in which they arise.

(xvi) Excise Duty/Service Tax/ VAT & GST:

CENVAT /Service Tax/ VAT/GST credit on materials purchased for production / service availed for production / input service are taken into account at the time of purchase and CENVAT /Service Tax/ VAT/GST credit on purchase of capital items wherever applicable are taken into account as and when the assets are acquired.

The CENVAT/GST credits so taken are utilized for payment of excise duty/GST on goods manufactured. The unutilized CENVAT/GST credit is carried forward in the books. The VAT/GST credits so taken are utilized for payment of tax on goods sold. The unutilized VAT/GST credit is carried forward in the books.

(xvii) Employee Benefits:

i. Short term employee benefits:

Short Term benefits are recognised as an expense at the undiscounted amounts in the Statement of Profit and Loss of the year in which the related service is rendered.

ii. Post employment benefits:

a) Defined contribution plan:

The Employee and Company make monthly fixed Contribution to Government of India Employee's Provident Fund equal to a specified percentage of the Cover employee's salary, Provision for the same is made in the year in which service are render by employee.

b) Defined benefit plans:

The Liability for Gratuity to employees, which is a defined benefit plan, as at Balance Sheet date determined on the basis of actuarial Valuation based on Projected Unit Credit method is funded to a Gratuity fund administered by the trustees and managed by Life Insurance Corporation of India and the contribution thereof paid/payable is absorbed in the accounts.

The present value of the defined benefit obligations is determined by discounting the estimated future cash flows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expenses in the statement of profit and loss.

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

iii. Other long term employee benefits:

Other long term employee benefits comprises of leave encashment towards un-availed leave and compensated absences, these are recognized based on the present value of defined obligation which is computed using the project unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. These are accounted either as current employee cost or included in cost of assets as permitted.

Remeasurement of leave encashment towards un-availed leave and compensated absences are recognized in the statement of profit and loss except those included in cost of assets as permitted in the period which they occur.

(xviii) Earnings per Share

Basic earnings per share is calculated by dividing net profit after tax for the year attributable to Equity Shareholders of the company by the weighted average number of Equity Shares issued during the year. Diluted earnings per share is calculated by dividing net profit attributable to equity Shareholders (after adjustment for diluted earnings) by average number of weighted equity shares outstanding during the year.

(xix) Provisions, Contingent Liabilities and Contingent Assets :

Provisions are recognised when the Company has a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Contingent liability is disclosed for (i) Possible obligation which will be confirmed only by future events not wholly within the control of the Company or (ii) Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made. Contingent assets are not recognised in the financial statements.

(xx) Taxes on Income :

a) Current tax:

Current Tax is determined on income for the year chargeable to tax in accordance on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

b) Deferred tax:

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the Financial Statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the deferred tax asset to be utilized.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets include Minimum Alternative 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 asset will be realised.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

(xxi) Segment reporting:

The Chief Operational Decision Maker (CODM) monitors the operating results of its business Segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the financial statements. Operating segments are reported in a manner consistent with the internal reporting to the CODM.

Accordingly, the Board of Directors of the Company is CODM for the purpose of segment reporting. Refer note 38 for segment information presented.

(xxii) Leases :

a) Finance leases:

Assets acquired under lease where the Company has substantially all the risk and rewards of ownership are classified as finance leases. Such assets are capitalised at inception of lease at the lower of fair value or present value of minimum lease payments and a liability is created for an equivalent amount. Each lease rental paid is allocated between the liability and the interest cost so as to obtain a constant periodic rate of interest on the outstanding liability for each period.

b) Operating leases:

Assets acquired on leases where a significant portion of the risk and rewards of ownership are retained by the lessor are classified as operating leases. Lease rentals are charged to the statement of profit and loss on accrual basis.

Note 3A: Property, Plant and Equipment

Amount Rs.



Particulars	Free Hold Land	Buildings	Furniture & Fixtures	Electrical Installation	Computer	Plant & Machinery	Equipments	Vehicles	Total
Gross Carrying Value as on 01-04-2016	42,54,42,222	16,10,27,575	43,33,669	10,30,65,487	3,44,736	19,76,12,371	6,71,671	87,29,189	90,12,26,921
Addition during the year	Nil	52,19,912	7,01,194	70,28,575	2,51,255	3,30,35,975	16,79,268	60,431	4,79,76,610
Deduction during the year	Nil	Nil	Nil	Nil	Nil	Nil	Nil	(16,485)	(16,485)
Gross Carrying Value as on 31-03-2017	42,54,42,222	16,62,47,487	50,34,863	11,00,94,062	5,95,991	23,06,48,346	23,50,939	87,73,135	94,91,87,046
Addition during the year	Nil	7,35,592	1,33,970	38,30,121	1,23,033	1,37,84,216	5,38,614	Nil	1,91,45,547
Deduction during the year	Nil	Nil	Nil	Nil	Nil	(75,911)	Nil	Nil	(75,911)
Gross Carrying Value as on 31-03-2018	42,54,42,222	16,69,83,080	51,68,833	11,39,24,184	7,19,024	24,43,56,652	28,89,553	87,73,135	96,82,56,682
Accumulated depreciation as on 01-04-2016	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Addition during the year	Nil	93,71,437	7,60,487	75,60,190	2,17,853	3,41,67,495	2,73,701	15,15,318	5,38,66,482
Deduction during the year	Nil	Nil	Nil	Nil	Nil	Nil	Nil	(452)	(452)
Accumulated depreciation as on 31-03-2017	Nil	93,71,437	7,60,487	75,60,190	2,17,853	3,41,67,495	2,73,701	15,14,866	5,38,66,030
Addition during the year	Nil	94,57,658	7,84,783	77,90,547	2,22,290	3,11,52,906	6,23,492	15,15,288	5,15,46,964
Deduction during the year	Nil	Nil	Nil	Nil	Nil	(9,243)	Nil	Nil	(9,243)
Accumulated depreciation as on 31-03-2018	Nil	1,88,29,096	15,45,270	1,53,50,737	4,40,143	6,53,11,159	8,97,193	30,30,154	10,54,03,751
Net Carrying Value as on 01-04-2016	42,54,42,222	16,10,27,575	43,33,669	10,30,65,487	3,44,736	19,76,12,371	6,71,671	87,29,189	90,12,26,921
Net Carrying Value as on 31-03-2017	42,54,42,222	15,68,76,050	42,74,376	10,25,33,872	3,78,138	19,64,80,851	20,77,238	72,58,269	89,53,21,016
Net Carrying Value as on 31-03-2018	42,54,42,222	14,81,53,984	36,23,563	9,85,73,446	2,78,881	17,90,45,493	19,92,360	57,42,981	86,28,52,930

Note: 1: Company has revalued its Free Hold Land at Rs.42,23,86,556/- as against its original cost of Rs.1,14,93,123/- based on the Report issued by the Registered Valuer. Refer significant accounting policy Sr. No iii (a)

2: Based on the internal technical evaluation the management has reassessed the total useful life of assets primary consist of Plant & Machinery and Electrical Installation at 28 years as against 15 years provided by the Schedule II of the Companies Act-2013 and based on that remaining life of the assets has been determined and depreciation is calculated for the remaining years. Refer significant accounting policy Sr. No iii (d)

In accordance with Ind-AS transitional provisions, the company opted to consider previous GAAP carrying value of property, plant and equipment as deemed cost on transition date owing to exemption given in Para D7AA of Ind AS 101 - First time adoption of Indian Accounting Standards. Refer significant accounting policy Sr. No iii (c)

Property, Plant & Equipment - Breakup of Net Carrying amount as on 1st April, 2016 as per previous GAAP

Particulars	Gross block as at 01-04-2016	Accumulated Depreciation as at 01-04-2016	Written down value as at 01-04-2016
Free Hold Land	42,54,42,222	Nil	42,54,42,222
Buildings	28,15,64,283	12,05,36,708	16,10,27,575
Furniture & Fixtures	64,54,927	21,21,258	43,33,669
Electrical Installation	26,15,59,094	15,84,93,606	10,30,65,487
Computer	40,20,247	36,75,511	3,44,736
Plant & Machinery	1,62,06,90,756	1,42,30,78,385	19,76,12,371
Equipments	1,55,14,921	1,48,43,250	6,71,671
Vehicles	1,56,06,784	68,77,595	87,29,189
Total	2,63,08,53,234	1,72,96,26,313	90,12,26,921

Note 3B : Capital Work in Progress

(Amount in Rs.)

Capital Work in Progress Movement	
Balance at April 1, 2016	4,81,60,593
Addition during the year	4,79,76,610
Capitalised during the year	4,79,76,610
Balance at March 31, 2017	4,81,60,593
Addition during the year	5,83,62,098
Capitalised during the year	1,91,45,547
Balance at March 31, 2018	8,73,77,144

(a) Assets pledged as Security

Refer Note no. 17 and Note no. 19 for assets pledged as security by the Company.

(b) Capitalisation of Expenses

Refer Note no. 43 for capitalisation of expenses.

(c) Contractual Obligations

Refer Note no. 37 for disclosure of Contractual Commitments for the acquisition of property, Plant & Equipment.

Note 4 : Intangible Assets

(Amount in Rs.)

Particulars	Computer Software	Total
Gross Carrying Value as on 01-04-2016	Nil	Nil
Addition during the year	Nil	Nil
Deduction during the year	Nil	Nil
Gross Carrying Value as on 31-03-2017	Nil	Nil
Addition during the year	Nil	Nil
Deduction during the year	Nil	Nil
Gross Carrying Value as on 31-03-2018	Nil	Nil
Accumulated depreciation as on 01-04-2016	Nil	Nil
Addition during the year	Nil	Nil
Deduction during the year	Nil	Nil
Accumulated depreciation as on 31-03-2017	Nil	Nil
Addition during the year	Nil	Nil
Deduction during the year	Nil	Nil
Accumulated depreciation as on 31-03-2018	Nil	Nil
Net Carrying Value as on 01-04-2016	Nil	Nil
Net Carrying Value as on 31-03-2017	Nil	Nil
Net Carrying Value as on 31-03-2018	Nil	Nil

In accordance with Ind-AS transitional provisions, the company opted to consider previous GAAP carrying value of intangible assets as deemed cost on transition date owing to exemption given in Para D7AA of Ind AS 101 -First time adoption of Indian Accounting Standards. Refer significant accounting policy Sr. No iv (b)

Intangible assets - Breakup of Net Carrying amount as on 1st April,2016 as per previous GAAP

(Amount in Rs.)

Particulars	Gross block as at 01-04-2016	Accumulated Depreciation as at 01-04-2016	Written down value as at 01-04-2016
Computer Software	4,48,141	4,48,141	Nil
Total	4,48,141	4,48,141	Nil

5 : Investments (Non-Current)

	As at 31/03/2018 ₹	As at 31/03/2017 ₹	As at 01/04/2016 ₹
Investment in equity shares at fair value through profit and loss			
Non Trade - Quoted			
Equity Shares Of Century Enka Ltd, Of Rs.10/- Each Fully Paid-Up (50 shares as on 31-03-2018, 50 shares as on 31-03-2017 and 50 shares as on 01-04-2016)	15,068	21,370	10,195
Equity Shares Of Garden Silk Mills Ltd, Of Rs.10/- Each Fully Paid-Up (50 shares as on 31-03-2018, 50 shares as on 31-03-2017 and 50 shares as on 01-04-2016)	1,623	1,608	1,285
Total	16,691	22,978	11,480
Aggregate amount of quoted investments	2218	2218	2,218
Aggregate market value of quoted investments	16,691	22,978	11,480
Aggregate amount of unquoted investments	Nil	Nil	Nil
Aggregate amount of impairment in value of investments	Nil	Nil	Nil

6 : Deferred Tax Assets (Net)

	As at 31/03/2018 ₹	As at 31/03/2017 ₹	As at 01/04/2016 ₹
Deferred Tax Liabilities			
Difference in respect of depreciation on as per Income Tax Act & Companies Act on Property, Plant & Equipment (PPE) & intangible Assets	5,89,97,223	6,07,79,740	6,43,50,927
	5,89,97,223	6,07,79,740	6,43,50,927
Deferred Tax Assets			
Carried forward of unabsorbed depreciation	67,68,585	1,55,26,989	4,44,75,486
Carried forward of unused Tax Credits	4,82,84,528	4,14,90,541	1,64,22,057
Unpaid liability allowable on payment basis u/s.43B of the Income tax Act	26,26,136	23,29,950	20,16,525
Provision for doubtful debts	13,17,974	14,32,260	14,36,859
	5,89,97,223	6,07,79,740	6,43,50,927
Net Deferred Tax Assets	Nil	Nil	Nil

(Amount in Rs.)

Movements in Deferred Tax (Liabilities) / Asset	Difference in respect of depreciation on as per Income Tax Act & Companies Act on PPE & intangibleAssets	Carried forward Unabsorbed depreciation	Carried forward of unused Tax Credits	Unpaid liability allowable on payment basis u/s. 43B of the Income tax Act	Provision for doubtful debts
At April 01, 2016	(6,43,50,927)	4,44,75,486	1,64,22,057	20,16,525	14,36,859
(Charged)/credited:					
- to profit or loss	35,71,187	(2,89,48,497)	2,50,68,485	3,13,424	(4,599)
- to other comprehensive income	Nil	Nil	Nil	Nil	Nil
At 31st March, 2017	(6,07,79,740)	1,55,26,989	4,14,90,541	23,29,950	14,32,260
Charged/(credited):					
- to profit or loss	17,82,517	(87,58,403)	67,93,987	2,96,187	(1,14,287)
- to other comprehensive income	Nil	Nil	Nil	Nil	Nil
At 31st March, 2018	(5,89,97,223)	67,68,585	4,82,84,528	26,26,136	13,17,974

Due to uncertainty about taxable income in foreseeable future, deferred tax assets had been restricted to the extent of deferred tax liabilities. Based on improvements in the performance of the company and increasing profitability as a whole, in the opinion of the Management, deferred tax asset shall be recognised for the carryforward of unused tax losses and unused tax credits to the extent that it is probable that future taxable profit will be available against which the unused tax losses and unused tax credits can be utilised.

7 : Other Non-Current Assets

	As at 31/03/2018 ₹	As at 31/03/2017 ₹	As at 01/04/2016 ₹
Advances recoverable in Cash or Kind	1,06,100	2,51,200	27,586
Advances For Property, Plant & Equipment			
- Unsecured, considered good	1,56,72,818	1,55,09,368	50,00,000
- Unsecured, considered doubtful	24,45,207	24,45,207	24,45,207
	1,81,18,025	1,79,54,575	74,45,207
Less: Provision for doubtful Advances	(24,45,207)	(24,45,207)	(24,45,207)
	1,56,72,818	1,55,09,368	50,00,000
Advances to Suppliers			
- Unsecured, considered doubtful	27,41,971	27,41,971	27,41,971
Less: Provision for doubtful Advances	(27,41,971)	(27,41,971)	(27,41,971)
	Nil	Nil	Nil
Security Deposits			
- Unsecured, considered good	15,96,969	35,61,969	15,96,968
Advance Income Tax (Net) (Unsecured, considered good)			
Advance Payment Of Income Tax	1,51,68,235	1,66,08,347	3,23,25,588
Less : Provision for Income Tax	1,41,87,050	1,62,85,800	2,68,00,672
	9,81,185	3,22,547	55,24,916
Total	1,83,57,072	1,96,45,085	1,21,49,470

Movement Allowance for Doubtful Advances during the year	As at 31/03/2018 ₹	As at 31/03/2017 ₹	As at 01/04/2016 ₹
Advances For Property, Plant & Equipment			
Opening Balance	24,45,207	24,45,207	24,45,207
Add: Provision during the year	Nil	Nil	Nil
Less: Reversal during the year	Nil	Nil	Nil
Closing Balance	24,45,207	24,45,207	24,45,207
Advances to Suppliers			
Opening Balance	27,41,971	27,41,971	27,41,971
Add: Provision during the year	Nil	Nil	Nil
Less: Reversal during the year	Nil	Nil	Nil
Closing Balance	27,41,971	27,41,971	27,41,971

8 : Inventories

	As at 31/03/2018 ₹	As at 31/03/2017 ₹	As at 01/04/2016 ₹
Raw materials	4,68,67,688	3,57,33,127	9,42,46,115
Work-in-Process	4,38,81,937	3,46,31,503	1,47,82,154
Finished Goods	7,74,37,465	6,03,82,109	2,76,77,279
Stores & Spare parts	3,44,56,343	3,15,03,133	2,37,27,141
Power & Fuel	46,125	73,706	28,05,372
Packing Material	24,02,700	21,49,380	22,97,207
Total	20,50,92,258	16,44,72,958	16,55,35,268

- (a) Inventory of Raw Material includes goods in transit- as on 31-03-2018 of Rs. 1,30,25,250/- (as on 31-03-2017 Rs. 7,76,112/- and as on 01-04-2016 Rs. 39,43,950/-).
- (b) Inventory of Finished Goods Includes goods in transit- as on 31-03-2018 Rs. Nil (as on 31-03-2017 Rs. Nil and as on 01-04-2016 Rs. Nil).
- (c) Inventory of Stores & Spare parts Includes goods in transit- as on 31-03-2018 Rs. 1,31,253/- (as on 31-03-2017 Rs. 3,23,120/- and as on 01-04-2016 Rs. 7,61,632/-).
- (d) Inventory of Power & Fuel Includes goods in transit- as on 31-03-2018 Rs. Nil (as on 31-03-2017 Rs. 27,581/- and as on 01-04-2016 Rs. 23,46,222/-).

- (e) Inventory of Packing Material Includes goods in transit- as on 31-03-2018 Rs. 4,54,226/- (as on 31-03-2017 Rs. 1,18,795/- and as on 01-04-2016 Rs. 2,34,711/-).
- (f) The cost of inventories recognised as an expenses includes Rs. Nil (during 2016-17 Rs.Nil) in respect of write-down of inventory to net realisable value, and has been reduced by Rs. Nil (during 2016-17 : Rs. Nil) in respect of the reversal of such write-down.

9 : Trade receivables

	As at 31/03/2018 ₹	As at 31/03/2017 ₹	As at 01/04/2016 ₹
Trade Receivables (Unsecured)			
Considered Good	36,98,87,832	43,51,00,110	35,66,23,135
Considered Doubtful	39,47,920	43,31,913	43,45,821
	37,38,35,752	43,94,32,023	36,09,68,956
Less: Allowance for Bad & Doubtful Debts	39,47,920	43,31,913	43,45,821
Total	36,98,87,832	43,51,00,110	35,66,23,135

Note: Trade Receivables are secured to the extent of Rs.12,00,63,000/- (as on 31-03-2017 Rs. 12,08,20,000/- and as on 01-04-2016 Rs. 12,10,33,778/-)

10 : Cash & Cash Equivalents

	As at 31/03/2018 ₹	As at 31/03/2017 ₹	As at 01/04/2016 ₹
Cash on hand	1,42,578	2,38,201	1,20,590
In Current Account with banks	33,96,586	12,84,746	13,53,252
Total	35,39,164	15,22,947	14,73,842

The Current Account balance includes Rs. Nil/- (as on 31-03-2017 Rs. Nil/- and as on 01-04-2016 Rs. Nil/-) towards unclaimed dividend which have been kept in separate earmarked accounts and no transactions except for the state purpose are done through such account.

11 : Other Bank Balances

	As at 31/03/2018 ₹	As at 31/03/2017 ₹	As at 01/04/2016 ₹
Earmarked Balances	1,57,192	15,383	45,611
Margin Money Deposit	1,64,71,208	1,55,32,080	1,07,08,586
Total	1,66,28,400	1,55,47,463	1,07,54,197

12 : Other Financial Assets (Current)

	As at 31/03/2018 ₹	As at 31/03/2017 ₹	As at 01/04/2016 ₹
Interest Receivable	1,58,308	1,58,308	2,07,083
Total	1,58,308	1,58,308	2,07,083

13 : Current Tax Assets (Net)

	As at 31/03/2018 ₹	As at 31/03/2017 ₹	As at 01/04/2016 ₹
Advance Income Tax	51,57,041	1,46,69,141	Nil
Less: Provision of Income Tax	33,94,500	1,41,87,050	Nil
Total	17,62,541	4,82,091	Nil

14 : Other Current Assets

	As at 31/03/2018 ₹	As at 31/03/2017 ₹	As at 01/04/2016 ₹
Advances to Suppliers	93,09,254	1,83,55,180	91,37,933
Advances recoverable in Cash or Kind	2,49,498	2,40,173	2,99,588
Prepaid Expenses	30,50,491	43,17,991	34,32,339
Loans and Advances to Employees	20,750	43,600	Nil
Balances with Statutory Authorities	3,15,57,281	80,14,845	56,53,946
Total	4,41,87,274	3,09,71,789	1,85,23,806

15 : Equity Share Capital

	As at 31/03/2018 ₹	As at 31/03/2017 ₹	As at 01/04/2016 ₹
[i] Authorised :			
2,75,00,000 Equity shares of Rs.10 each (as at March 31, 2017 : 2,75,00,000 equity shares & as at April 01, 2016 : 2,75,00,000 equity shares of Rs. 10 each)	27,50,00,000	27,50,00,000	27,50,00,000
5,00,000 8% Non Cumulative Redeemable Preference Shares of Rs. 100 each (as at March 31, 2017 : 5,00,000 preference shares & as at April 01, 2016 : 5,00,000 preference shares of Rs. 100 each)	5,00,00,000	5,00,00,000	5,00,00,000
Total	32,50,00,000	32,50,00,000	32,50,00,000
[ii] Issued, Subscribed & Paid-up Capital :			
2,71,00,000 Equity shares of Rs.10 each (as at March 31, 2017 : 2,71,00,000 equity shares & as at April 01, 2016 : 1,35,50,000 equity shares of Rs. 10 each)	27,10,00,000	27,10,00,000	13,55,00,000
Total	27,10,00,000	27,10,00,000	13,55,00,000

- (a) Each Equity Shareholder is entitle to vote at the meeting shall unless a poll is demanded be decided on a show of hand and upon show of hands every member entitle to vote and present in person shall one vote, and upon a poll every member entitle to vote and persent in person or by proxy shall have one vote, for every share held by him. The Preference share holders shall not carry any right to vote on any matter except their rights are affected as provided under the provisions of Article of Association and Companies Act,2013.
- (b) In the event of liquidation of the Company, the Preference Share holders will be entitled to receive any of the remaining assets of the company prior to equity share holders, after the distribution of all other preferential amounts. The holders of equity shares will be entitled to receive any of the remaining assets of the company, after distribution of all preferential amounts and preference share capital in proportion to the number of equity shares held by the shareholders.
- (c) Under the scheme of demerger of Nova Petrochemicals Ltd, the company issued and allotted 2,70,00,000 equity shares amounting to Rs.13,50,00,000/- to the share holders of Nova Petrochemicals Ltd. in the ratio of one equity share of face value of Rs.5 each fully paid up in the company for every one equity share of Rs.10 each fully paid up held by the shareholders of Nova Petrochemicals Ltd in the year 2009-10.
- (d) Reconciliation of the number of shares outstanding and the amount of share capital as at 31/03/2018, 31/03/2017 & 01/04/2016 is set out below:-

Particulars	As at 31/03/2018		As at 31/03/2017		As at 01/04/2016	
	No. of Shares	Amount (Rs.)	No. of Shares	Amount (Rs.)	No. of Shares	Amount (Rs.)
Shares at the beginning	2,71,00,000	27,10,00,000	1,35,50,000	13,55,00,000	1,35,50,000	13,55,00,000
Addition: Shares issued upon Right issue	Nil	Nil	1,35,50,000	13,55,00,000	Nil	Nil
Deletion	Nil	Nil	Nil	Nil	Nil	Nil
Shares at the end	2,71,00,000	27,10,00,000	2,71,00,000	27,10,00,000	1,35,50,000	13,55,00,000

(e) The details of shareholders holding more than 5% shares is set out below.

Particulars	As at 31/03/2018		As at 31/03/2017		As at 01/04/2016	
	No. of Shares	% held	No. of Shares	% held	No. of Shares	% held
Chiripal Exim LLP	55,00,000	20.30%	55,00,000	20.30%	27,50,000	20.30%
Devkinandan Corporation LLP	53,57,747	19.77%	45,57,747	16.82%	16,48,181	12.16%
Chiripal Industries Ltd.	15,14,000	5.59%	15,14,000	5.59%	15,04,000	11.10%
Vedprakash D Chiripal	9,27,469	3.42%	7,27,469	2.68%	7,27,469	5.37%
Tripoli Management Pvt. Ltd.	6,34,000	2.34%	15,14,000	5.59%	Nil	Nil

16 : Other Equity

	As at 31/03/2018 ₹	As at 31/03/2017 ₹	As at 01/04/2016 ₹
(a) Revaluation Reserve			
Balance as per last financial Statement	41,08,93,433	41,08,93,433	41,08,93,433
Closing Balance	41,08,93,433	41,08,93,433	41,08,93,433
Revaluation reserve: The revaluation reserve is created on revaluation of property, plant & equipment and it is a non-distributable reserve.			
(b) Capital Redemption Reserve			
Balance as per last financial Statement	5,00,00,000	5,00,00,000	5,00,00,000
Closing Balance	5,00,00,000	5,00,00,000	5,00,00,000
Capital Redemption Reserve: The Capital Redemption Reserve is created on redemption of preference share capital and it is non-distributable reserve.			
(c) Securities Premium Reserve			
Balance as per last financial Statement	17,99,45,013	11,89,70,013	11,89,70,013
Add: Share premium received during the year	Nil	6,09,75,000	Nil
Closing Balance	17,99,45,013	17,99,45,013	11,89,70,013
Security Premium Reserve: The amount received in excess of face value of the equity shares is recognised in equity security premium. These reserve shall be utilised in accordance with the provisions of the Companies Act, 2013.			
(d) General Reserve			
Balance as per last financial Statement	2,11,77,975	2,11,77,975	2,11,77,975
Closing Balance	2,11,77,975	2,11,77,975	2,11,77,975
General Reserve : The general reserve is created by transfer of profits from retained earnings time to time for appropriation purposes. General reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, and the items included in the general reserve will not be reclassified subsequently to profit or loss and it is a distributable reserve.			
(e) Retained Earnings			
Balance as per last financial Statement	(10,36,10,178)	(15,33,51,005)	(15,33,51,005)
Add : Profit for the year	1,27,76,662	4,98,10,579	Nil
Add : Other Comprehensive income	6,66,809	(69,752)	Nil
Net Surplus in the statement of profit and loss	(9,01,66,707)	(10,36,10,178)	(15,33,51,005)
Retained earnings: The amount of retained earning includes the component of Other Comprehensive Income, which cannot be distributed by the Company as dividend to its equity shareholders. Balance amount is available for distribution to equity share holders.			
Total	57,18,49,714	55,84,06,243	44,76,90,416

17 : Borrowings (Non-Current)

	As at 31/03/2018 ₹	As at 31/03/2017 ₹	As at 01/04/2016 ₹
Secured Borrowing			
Vehicle Loan	20,32,269	34,59,674	56,87,548
Less : Current maturities of long-term debt (Note: 21)	14,43,783	23,83,801	22,27,876
	5,88,486	10,75,873	34,59,672
Unsecured Borrowing			
Inter Corporate Loans	Nil	Nil	20,15,00,000
Total	5,88,486	10,75,873	20,49,59,672

Security :

Vehicle Loans are secured by Hypothecation of Vehicles.

Interest:

Interest on Vehicle Loans are ranging between 9.57% to 10.81% payable on monthly basis.

Repayment:

Vehicle Loans are repayable in following schedule in monthly instalments as follows:-

(Amount in Rs.)

	< 1 year	1-2 year	3-5 years	More than 5 years
Vehicle Loan Repayments	14,43,783	4,05,998	1,82,489	Nil

18 : Other Financial Liabilities (Non-Current)

	As at 31/03/2018 ₹	As at 31/03/2017 ₹	As at 01/04/2016 ₹
Deposit from Dealers (Refer Note 46)	7,51,63,994	6,71,10,709	5,99,20,276
Deferred Income on Deposit from Dealers (Refer Note 46)	2,43,36,735	3,45,86,370	4,37,37,831
Total	9,95,00,729	10,16,97,079	10,36,58,107

19 : Borrowings (Current)

	As at 31/03/2018 ₹	As at 31/03/2017 ₹	As at 01/04/2016 ₹
Secured Borrowing			
Cash Credit from Bank (Repayable on Demand) #	19,15,28,790	24,26,07,024	16,54,41,755
	19,15,28,790	24,26,07,024	16,54,41,755

Security :

#Working Capital loans are secured by first charge on Book Debt and Stocks, and further secured by personal guarantee of the Promoter Directors and corporate guarantee of the Promoter's Group Companies and also further secured by second charge on property, plant and equipment.

20 : Trade payables

	As at 31/03/2018 ₹	As at 31/03/2017 ₹	As at 01/04/2016 ₹
Payable to Micro and Small Enterprise	Nil	Nil	Nil
Payable to others			
- Acceptance	Nil	Nil	Nil
- Other than Acceptances	37,50,65,252	33,25,96,818	24,43,71,455
	37,50,65,252	33,25,96,818	24,43,71,455

There were no overdue amounts/interest payable to Micro, Small and Medium Enterprises Development Act, 2006 as at the Balance Sheet date or any time during the year.

Dues to Micro and Small enterprises have been determined to the extent such parties have been identified on the basis of the information collected by the Management. This has been relied upon by the Auditors.

**21 : Other Financial Liabilities
(Current)**

	As at 31/03/2018 ₹	As at 31/03/2017 ₹	As at 01/04/2016 ₹
Secured			
Current Maturity of long term borrowings	14,43,783	23,83,801	22,27,876
Interest accrued but not due on borrowings	11,970	26,533	42,404
Unsecured			
Creditors for Property, Plant & Equipment	5,98,32,847	5,53,07,562	17,09,01,724
Employee Benefits Payable	90,34,184	81,98,683	66,75,826
Deposit from Dealers (Refer Note 46)	1,08,28,183	1,05,49,460	97,03,947
Deferred Income on Deposit from Dealers (Refer Note 46)	1,02,49,636	91,51,460	81,70,947
Total	9,14,00,603	8,56,17,500	19,77,22,723

22 : Other Current Liabilities

	As at 31/03/2018 ₹	As at 31/03/2017 ₹	As at 01/04/2016 ₹
Advance received from customers	10,26,927	16,66,552	14,95,936
Other Statutory dues	14,55,856	1,10,65,891	52,63,884
Total	24,82,783	1,27,32,443	67,59,820

**23 : Provisions
(Current)**

	As at 31/03/2018 ₹	As at 31/03/2017 ₹	As at 01/04/2016 ₹
Provisions for employee benefits (Refer Note 30)			
For unavailed leave	59,23,368	54,37,532	48,08,426
For Gratuity	5,19,889	2,34,826	4,16,000
Total	64,43,257	56,72,358	52,24,426

24 : Current Tax Liabilities (Net)

	As at 31/03/2018 ₹	As at 31/03/2017 ₹	As at 01/04/2016 ₹
Provision for Income Tax	Nil	Nil	1,62,85,800
Less: Advance Payment Of Income Tax	Nil	Nil	1,29,48,379
Total	Nil	Nil	33,37,421

25 : Revenue from operation

	Year ended 31/03/2018 ₹	Year ended 31/03/2017 ₹
Sale of Product		
Finished Goods	2,43,13,32,119	2,30,88,37,832
Stock in Trade	6,67,38,326	16,05,11,190
	<u>2,49,80,70,445</u>	<u>2,46,93,49,022</u>
Sale of Services		
Job Charges	Nil	6,27,204
Other Operating Revenue		
Scrap Sales	70,93,756	68,47,871
Export incentives	1,59,660	7,60,203
	<u>72,53,416</u>	<u>76,08,074</u>
Total	2,50,53,23,861	2,47,75,84,300

	Year ended 31/03/2018 ₹	Year ended 31/03/2017 ₹
Interest Income From Bank	10,79,474	8,63,679
Interest Income From Others	1,17,41,630	35,12,885
Amortisation of pre received income corresponding to unwinding of financial liability under finance cost	91,51,460	81,70,947
Exchange Rate Difference (Net)	(7,39,143)	10,09,315
Net gain on investments designated at fair value through profit or loss	(6,287)	11,498
Allowance for doubtful debts written back	14,76,421	13,908
Other Income	4,13,185	36,937
Total	2,31,16,741	1,36,19,169

27 : Cost of Material Consumed

	Year ended 31/03/2018 ₹	Year ended 31/03/2017 ₹
Inventory at the beginning of the year	3,57,33,127	9,42,46,115
Add: Purchase	1,86,24,66,926	1,45,93,44,131
Less: Inventory at the end of the year	4,68,67,688	3,57,33,127
Cost of Raw Material Consumed	1,85,13,32,365	1,51,78,57,119

28 : Purchase of Stock in Trade

	Year ended 31/03/2018 ₹	Year ended 31/03/2017 ₹
Trading Purchase	6,47,46,665	15,66,07,988
Total	6,47,46,665	15,66,07,988

29 : Changes In Inventories Of Finished Goods, Stock-In-Trade And Work-In-Progress

	Year ended 31/03/2018 ₹	Year ended 31/03/2017 ₹
Inventory at the beginning of the year		
Work-in-process	3,46,31,503	1,47,82,154
Finished Goods	6,03,82,109	2,76,77,279
	9,50,13,612	4,24,59,433
Inventory at the end of the year		
Work-in-process	4,38,81,937	3,46,31,503
Finished Goods	7,74,37,465	6,03,82,109
	12,13,19,402	9,50,13,612
Decretion / (Accretion) to Goods	(2,63,05,790)	(5,25,54,179)

30 : Employee Benefit Expenses

	Year ended 31/03/2018 ₹	Year ended 31/03/2017 ₹
Salary, Wages & Bonus	9,72,99,117	7,58,45,126
Contribution to Provident Fund & Other Funds	59,37,892	51,89,220
Staff welfare Expenses	21,52,869	18,08,087
Total	10,53,89,878	8,28,42,434

Ind AS 19 the Company has recognized in the financial statements in respects of Employee Benefits Schemes as per Actuarial Valuation as on 31st March, 2018.

A. Amount of Defined Benefit Obligation in respect of Gratuity liability is recognised in the balance sheet as follows:

Particulars	Projected Unit Credit Method	
Period Covered	2017-18	2016-17
A. Change in defined benefit obligation	31/03/2018	31/03/2017
	₹	₹
1. Defined benefit obligation at beginning of period	60,41,055	48,43,192
2. Service cost		
a. Current service cost	9,63,964	7,95,846
b. Past service cost	5,829	Nil
c. (Gain) / loss on settlements	Nil	Nil
3. Interest expenses	4,26,394	3,78,949
4. Cash flows	Nil	Nil
a. Benefit payments from plan	(2,41,891)	(66,364)
b. Benefit payments from employer	Nil	Nil
c. Settlement payments from plan	Nil	Nil
d. Settlement payments from employer	Nil	Nil
5. Remeasurements		
a. Effect of changes in demographic assumptions	Nil	1,45,067
b. Effect of changes in financial assumptions	(1,88,988)	3,40,971
c. Effect of experience adjustments	(5,61,758)	(3,96,606)
6. Transfer In /Out		
a. Transfer In	Nil	Nil
b. Transfer out	Nil	Nil
7. Defined benefit obligation at end of period	64,44,605	60,41,055
B. Change in fair value of plan assets	31/03/2018	31/03/2017
	₹	₹
1. Fair value of plan assets at beginning of period	58,06,231	44,27,194
2. Interest income	4,44,313	3,26,412
3. Cash flows		
a. Total employer contributions	Nil	Nil
(i) Employer contributions	Nil	10,99,309
(ii) Employer direct benefit payments	Nil	Nil
(iii) Employer direct settlement payments	Nil	Nil
b. Participant contributions	Nil	Nil
c. Benefit payments from plan assets	(2,41,891)	(66,364)
d. Benefit payments from employer	Nil	Nil
e. Settlement payments from plan assets	Nil	Nil
f. Settlement payments from employer	Nil	Nil
4. Remeasurements		
a. Return on plan assets (excluding interest income)	(83,937)	19,680
5. Transfer In /Out		
a. Transfer In	Nil	Nil
b. Transfer out	Nil	Nil
6. Fair value of plan assets at end of period	59,24,716	58,06,231
C. Funded status of plan	31/03/2018	31/03/2017
	₹	₹
1. Defined benefit obligation	64,44,605	60,41,055
2. Fair value of plan assets	(59,24,716)	(58,06,231)
3. Funded status	5,19,889	2,34,826
4. Effect of asset ceiling	Nil	Nil
5. Net defined benefit liability (asset)	5,19,889	2,34,826

D. Components of defined benefit cost		31/03/2018	31/03/2017
		₹	₹
1.	Service cost		
a.	Current service cost	9,63,964	7,95,846
b.	Past service cost	5,829	Nil
c.	(Gain) / loss on settlements	Nil	Nil
d.	Total service cost	9,69,793	7,95,846
2.	Net interest cost		
a.	Interest expense on DBO	4,26,394	3,78,949
b.	Interest (income) on plan assets	4,44,313	3,26,412
c.	Interest expense on effect of (asset ceiling)	Nil	Nil
d.	Total net interest cost	(17,919)	52,537
3.	Remeasurements (recognized in other comprehensive income)		
a.	Effect of changes in demographic assumptions	Nil	1,45,067
b.	Effect of changes in financial assumptions	(1,88,988)	3,40,971
c.	Effect of experience adjustments	(5,61,758)	(3,96,606)
d.	(Return) on plan assets (excluding interest income)*	(83,937)	19,680
e.	Changes in asset ceiling (excluding interest income)	Nil	Nil
f.	Total Remeasurements included in OCI	(6,66,809)	69,752
4.	Total defined benefit cost recognized in P&L and OCI	2,85,065	9,18,135
E. Re-measurement		31/03/2018	31/03/2017
		₹	₹
a.	Actuarial Loss/(Gain) on DBO	(7,50,746)	89,432
b.	(Return) on plan assets (excluding interest income)	(83,937)	19,680
c.	Change in Asset ceiling	Nil	Nil
	Total Re-measurements (OCI)	(6,66,809)	69,752
F. Employer Expense (P&L)		31/03/2018	31/03/2017
		₹	₹
a.	Current Service Cost	9,63,964	7,95,846
b.	Net Interest Cost on DBO	(17,919)	52,537
c.	Past Service Cost	5,829	Nil
d.	Total P&L Expenses	9,51,874	8,48,383
G. Net defined benefit liability (asset) reconciliation		31/03/2018	31/03/2017
		₹	₹
1.	Net defined benefit liability (asset)	2,34,826	4,15,998
2.	Defined benefit cost included in P&L	9,51,874	8,48,383
3.	Total Remeasurements included in OCI	(6,66,809)	69,752
4.	a. Employer contributions	Nil	(10,99,309)
	b. Employer direct benefit payments	Nil	Nil
	c. Employer direct settlement payments	Nil	Nil
5.	Net transfer	Nil	Nil
6.	Net defined benefit liability (asset) as of end of period	5,19,891	2,34,826
H. Reconciliation of OCI (Re-measurement)		31/03/2018	31/03/2017
		₹	₹
1.	Recognised in OCI at the beginning of period	(7,44,940)	(8,14,692)
2.	Recognised in OCI during the period	(6,66,809)	69,752
3.	Recognised in OCI at the end of the period	(14,11,749)	(7,44,940)
I. Sensitivity analysis - DBO end of Period		31/03/2018	31/03/2017
		₹	₹
1.	Discount rate + 50 basis points	2,54,827	2,46,877
2.	Discount rate -50 basis points	(2,72,798)	(2,64,772)
3.	Salary Increase Rate + 0.5%	(2,75,502)	(2,66,714)
4.	Salary Increase Rate -0.5%	2,59,610	2,50,828

J. Significant actuarial assumptions		31/03/2018	31/03/2017
		₹	₹
1.	Discount rate Current Year	7.60%	7.25%
2.	Discount rate Previous Year	7.25%	7.95%
3.	Salary increase rate	Uniform 6.0%	Uniform 6.0%
4.	Attrition Rate	10% at younger ages reducing to 2% at older ages	10% at younger ages reducing to 2% at older ages
5.	Retirement Age	60	60
6.	Pre-retirement mortality	Indian Assured Lives Mortality (2006-08) Ultimate	Indian Assured Lives Mortality (2006-08) Ultimate
7.	Disability	Nil	Nil
K. Data		31/03/2018	31/03/2017
		₹	₹
1.	No.	352	347
2.	Avg. Age (yrs.)	37	37
3.	Avg. Past Service (yrs.)	6	6
4.	Avg. Sal. Mly (Rs.)	20,54,320	20,01,854
5.	Future Service (yrs.)	23	23
6.	Weighted average duration of DBO	9	9
L. Expected cash flows for following year		31/03/2018	31/03/2017
		₹	₹
1.	Expected employer contributions / Addl. Provision Next Year	1,20,35,382	1,04,63,293
2.	Expected total benefit payments		
	Year 1	5,97,105	3,19,506
	Year 2	4,02,108	7,80,530
	Year 3	4,49,144	3,72,205
	Year 4	7,16,968	4,12,511
	Year 5	4,26,201	6,35,387
	Next 5 years	35,98,237	29,13,089
M. Composition of plan assets		31/03/2018	31/03/2017
		₹	₹
a.	Cash and cash equivalents	Nil	Nil
b.	Equity instruments	Nil	Nil
c.	Debt instruments	Nil	Nil
d.	Real estate	Nil	Nil
e.	Derivatives	Nil	Nil
f.	Investment funds	Nil	Nil
g.	Assets held by insurance company	100%	100%
h.	Other	Nil	Nil
i.	Total	100%	100%
N. Defined benefit obligation at end of period		31/03/2018	31/03/2017
		₹	₹
Current Obligation		64,44,605	60,41,055
Non-Current Obligation		Nil	Nil
Total		64,44,605	60,41,055
SUMMARY		31/03/2018	31/03/2017
Assets / Liabilities		₹	₹
1.	Defined benefit obligation at end of period	64,44,605	60,41,055
2.	Fair value of plan assets at end of period	59,24,716	58,06,231
3.	Net defined benefit liability (asset)	5,19,889	2,34,824
4.	Defined benefit cost included in P&L	9,51,874	8,48,383
5.	Total Remeasurements included in OCI	(6,66,809)	69,752
6.	Total defined benefit cost recognized in P&L and OCI	2,85,065	9,18,135

B. Details of the Key actuarial assumptions used in the determination of long term compensated absences are as under

Particulars		Projected Unit Credit Method	
Period Covered		2017-18	2016-17
A. Change in defined benefit obligation		31/03/2018	31/03/2017
		₹	₹
1.	Defined benefit obligation at beginning of period	54,37,532	48,08,426
2.	Service cost		
a.	Current service cost	20,64,899	17,20,655
b.	Past service cost	Nil	Nil
c.	(Gain) / loss on settlements	Nil	Nil
3.	Interest expenses	3,77,957	3,70,758
4.	Cash flows		
a.	Benefit payments from plan	Nil	Nil
b.	Benefit payments from employer	Nil	Nil
c.	Settlement payments from plan	Nil	Nil
d.	Settlement payments from employer	Nil	Nil
5.	Remeasurements		
a.	Effect of changes in demographic assumptions	Nil	1,32,170
b.	Effect of changes in financial assumptions	(1,42,702)	2,56,163
c.	Effect of experience adjustments	(18,14,318)	(18,50,640)
6.	Transfer In /Out		
a.	Transfer In	Nil	Nil
b.	Transfer out	Nil	Nil
7.	Defined benefit obligation at end of period	59,23,368	54,37,532
B. Change in fair value of plan assets		31/03/2018	31/03/2017
		₹	₹
1.	Fair value of plan assets at beginning of period	Nil	Nil
2.	Interest income	Nil	Nil
3.	Cash flows		
a.	Total employer contributions	Nil	Nil
(i)	Employer contributions	Nil	Nil
(ii)	Employer direct benefit payments	Nil	Nil
(iii)	Employer direct settlement payments	Nil	Nil
b.	Participant contributions	Nil	Nil
c.	Benefit payments from plan assets	Nil	Nil
d.	Benefit payments from employer	Nil	Nil
e.	Settlement payments from plan assets	Nil	Nil
f.	Settlement payments from employer	Nil	Nil
4.	Remeasurements		
a.	Return on plan assets (excluding interest income)	Nil	Nil
5.	Transfer In /Out		
a.	Transfer In	Nil	Nil
b.	Transfer out	Nil	Nil
6.	Fair value of plan assets at end of period	Nil	Nil
C. Funded status of plan		31/03/2018	31/03/2017
		₹	₹
1.	Defined benefit obligation	59,23,368	54,37,532
2.	Fair value of plan assets	Nil	Nil
3.	Funded status	59,23,368	54,37,532
4.	Effect of asset ceiling	Nil	Nil
5.	Net defined benefit liability (asset)	59,23,368	54,37,532

D. Components of defined benefit cost		31/03/2018	31/03/2017
		₹	₹
1.	Service cost		
a.	Current service cost	20,64,899	17,20,655
b.	Past service cost	Nil	Nil
c.	(Gain) / loss on settlements	Nil	Nil
d.	Total service cost	20,64,899	17,20,655
2.	Net interest cost		
a.	Interest expense on DBO	3,77,957	3,70,758
b.	Interest (income) on plan assets	Nil	Nil
c.	Interest expense on effect of (asset ceiling)	Nil	Nil
d.	Total net interest cost	3,77,957	3,70,758
3.	Remeasurements		
a.	Effect of changes in demographic assumptions	Nil	1,32,170
b.	Effect of changes in financial assumptions	(1,42,702)	2,56,163
c.	Effect of experience adjustments	(18,14,318)	(18,50,640)
d.	(Return) on plan assets (excluding interest income)	Nil	Nil
e.	Changes in asset ceiling (excluding interest income)	Nil	Nil
f.	Total Remeasurements included in OCI	Nil	Nil
4.	Total defined benefit cost recognized in P&L	4,85,836	6,29,106
E. Components of actuarial Loss / (Gain) on obligation		31/03/2018	31/03/2017
		₹	₹
a.	Effect of changes in demographic assumptions	Nil	1,32,170
b.	Effect of changes in financial assumptions	(1,42,702)	2,56,163
c.	Effect of experience adjustments	(18,14,318)	(18,50,640)
d.	(Return) on plan assets (excluding interest income)	Nil	Nil
	Net actuarial Loss / (Gain) on obligation	(19,57,020)	(14,62,307)
F. Employer Expense (P&L)		31/03/2018	31/03/2017
		₹	₹
a.	Current Service Cost	20,64,899	17,20,655
b.	Interest Cost on net DBO	3,77,957	3,70,758
c.	Past Service Cost	Nil	Nil
d.	Net value of remeasurements on the obligation and plan assets	(19,57,020)	(14,62,307)
e.	Total P & L Expenses	4,85,836	6,29,106
G. Net defined benefit liability (asset) reconciliation		31/03/2018	31/03/2017
		₹	₹
1.	Net defined benefit liability (asset)	54,37,532	48,08,426
2.	Defined benefit cost included in P&L	4,85,836	6,29,106
3.	a. Employer contributions		
	b. Employer direct benefit payments	Nil	Nil
	c. Employer direct settlement payments	Nil	Nil
4.	Net transfer	Nil	Nil
5.	Net defined benefit liability (asset) as of end of period	59,23,368	54,37,532
H. Reconciliation of OCI (Re-measurement)		31/03/2018	31/03/2017
		₹	₹
1.	Recognised in OCI at the beginning of period	Nil	Nil
2.	Recognised in OCI during the period	Nil	Nil
3.	Recognised in OCI at the end of the period	Nil	Nil

J. Significant actuarial assumptions	31/03/2018	31/03/2017
	₹	₹
1. Discount rate Current Year	7.60%	7.25%
2. Discount rate Previous Year	7.25%	7.95%
3. Salary increase rate	Uniform 6.0%	Uniform 6.0%
4. Retirement Age	60	60
5. Pre-retirement mortality	Indian Assured Lives Mortality (2006-08) Ultimate	Indian Assured Lives Mortality (2006-08) Ultimate
5. Disability	Nil	Nil

K. Data	31/03/2018	31/03/2017
	₹	₹
1. No.	352	347
2. Avg. Age (yrs.)	37	37
3. Total Leave Balance	5,029	4,852
4. Total Monthly Encashment Salary (Rs.)	70,44,911	64,54,908

L. Expected cash flows for following year	31/03/2018	31/03/2017
	₹	₹
1. Expected employer contributions / Addl. Provision Next Year	59,23,368	54,37,532

N. Defined benefit obligation at end of period	31/03/2018	31/03/2017
	₹	₹
Current Obligation	59,23,368	54,37,532
Non-Current Obligation	Nil	Nil
Total	59,23,368	54,37,532

SUMMARY	31/03/2018	31/03/2017
Assets / Liabilities	₹	₹
1. Defined benefit obligation at end of period	59,23,368	54,37,532
2. Fair value of plan assets at end of period	Nil	Nil
3. Net defined benefit liability (asset)	59,23,368	54,37,532
4. Defined benefit cost included in P&L	4,85,836	6,29,106
5. Total remeasurements included in OCI	Nil	Nil
6. Total defined benefit cost recognized in P&L and OCI	4,85,836	6,29,106

31 : Finance Costs

	Year ended 31/03/2018	Year ended 31/03/2017
	₹	₹
Interest Paid to Bank	2,15,91,059	1,42,73,424
Interest Paid to Others	4,23,284	15,35,022
Unwinding of interest of financial liabilities	91,51,460	81,70,947
Other borrowing cost	80,56,896	86,11,668
Total	3,92,22,700	3,25,91,061

32 : Depreciation And Amortisation Expense

	Year ended 31/03/2018	Year ended 31/03/2017
	₹	₹
Depreciation of Property, Plant & Equipment	5,15,46,964	5,38,66,482
Depreciation of Intangible Assets	Nil	Nil
Total	5,15,46,964	5,38,66,482

33 : Other Expenses

	Year ended 31/03/2018 ₹	Year ended 31/03/2017 ₹
Stores & Spares consumed	2,90,96,329	3,33,00,571
Packing material consumed	7,39,93,849	7,86,68,044
Electricity & Fuel charges	19,55,86,572	18,54,30,586
Repairs To:		
Building	5,64,089	15,37,464
Machinery	38,09,782	62,28,550
Other	41,32,964	28,57,705
Total	85,06,835	1,06,23,719
Insurance Expense	18,90,229	21,06,169
Rent	4,21,800	1,60,000
Rates & Taxes	20,61,875	63,07,432
Stationery & Printing Expense	7,09,790	6,17,884
Selling & Distribution Expenses	90,575	3,91,830
Advertisement Expenses	60,496	3,20,744
Communication Expense	4,36,717	4,59,040
Traveling & Conveyance Expense	37,16,343	34,96,682
Corporate Social Responsibility Expenditure	14,00,000	25,00,000
Legal & Professional Expenses	46,32,946	69,41,974
Freight & Delivery charges	2,50,62,398	1,65,05,533
(Increase)/decrease of excise duty on inventory	(64,86,341)	34,27,484
Auditor's Remuneration:		
Audit Fees	3,50,000	3,50,000
In other capacity	Nil	50,000
For Tax Audit	Nil	50,000
Total	3,50,000	4,50,000
Allowances for bad and doubtful debts	10,92,428	Nil
Commission paid	22,20,531	42,02,212
Donation Expense	59,350	5,000
Loss/(Gain) on Sales of Fixed Assets (Net)	(5,332)	1,033
General Charges (including Factory Exps, Laboratory Expense, Office & Misc.Expenses, Admn. Charges, Service and Custodial Charges etc.)	1,25,56,438	1,39,13,273
Total	35,74,53,828	36,98,29,210

Expenditure on Corporate Social Responsibilities activities

a) Gross amount required to be spent by the Company during the year Rs. 13,86,491/- (Previous year Rs 11,65,916/-)

b) Amount spent during the year: (Amount in Rs.)

Sr. No	Particulars	In Cash	Yet to be paid	Total
1	On Construction/acquisition of any asset	Nil (PY. Nil)	Nil (PY. Nil)	Nil (PY. Nil)
2	On Purpose other than (1) above	14,00,000 /- PY 25,00,000 /-	Nil (PY. Nil)	14,00,000 /- (PY25,00,000/-)

34 : Income tax recognised in profit or loss

	Year ended 31/03/2018 ₹	Year ended 31/03/2017 ₹
Current tax		
In respect of the current year	33,94,500	1,41,87,050
	<u>33,94,500</u>	<u>1,41,87,050</u>
Deferred tax		
In respect of the current year	Nil	Nil
	<u>Nil</u>	<u>Nil</u>
Short/ (Excess) Provision of Income Tax		
In respect of the prior year	1,97,408	53,58,895
	<u>1,97,408</u>	<u>53,58,895</u>
Total	35,91,908	1,95,45,945

Income tax reconciliation

	Year ended 31/03/2018 ₹	Year ended 31/03/2017 ₹
Profit before tax	1,63,68,570	6,93,56,524
Tax expenses reported during the year	35,91,908	1,95,45,945
Income tax expenses calculated at 33.063% (P.Y 33.063%)	<u>54,11,940</u>	<u>2,29,31,348</u>
Difference	(18,20,032)	(33,85,403)
Permanent disallowances	95,052	79,310
Adjustment recognised in the current year related to prior years expense in relation to:		
-Prior tax expense	1,97,408	53,58,895
-Unutilised MAT credit	(21,12,492)	(88,55,492)
-Others	<u>Nil</u>	<u>31,884</u>
Total	(18,20,032)	(33,85,403)
Effective tax rate	21.94	28.18

35 : Statement of Other Comprehensive Income

	Year ended 31/03/2018 ₹	Year ended 31/03/2017 ₹
(i) Items that will not be reclassified to profit and loss		
Remeasurement of defined benefit plans		
Actuarial gain/(loss)	6,66,809	(69,752)
(ii) Income tax relating to these items that will not be reclassified to profit and loss		
Deferred tax impact on actuarial gain/(loss)	Nil	Nil
Total	6,66,809	(69,752)

36 : Earning Per Share

Particulars	Unit	Year ended 31/03/2018 ₹	Year ended 31/03/2017 ₹
Profit Attributable to Equity Share Holders from Continuing Operations (Profit after Tax)	Rs.	1,27,76,662	4,98,10,579
No. of Shares outstanding as on Balance Sheet date	No. of Shares	2,71,00,000	2,71,00,000
Weighted Average No. of Shares used as denominator for calculating Basic and Diluted Earning Per Share after Adjusting to Right Factor	No. of Shares	Nil	2,16,24,031
Nominal Value of Share	Rs.	10	10
Basic and Diluted Earnings per Share	Rs.	0.47	2.30

37 : Contingent liabilities and Commitments

Particulars	As at 31/03/2018 ₹	As at 31/03/2017 ₹	As at 01/04/2016 ₹
Contingent liabilities			
Income Tax demands disputed in appeal by the Company/ Income Tax Authorities (Against which the Company has paid amount of Rs. 1,23,979/- (31st March, 2017: Rs. 1,23,979 /- ; 1st April, 2016: Rs. 1,23,979/-)	2,93,04,659	5,91,69,049	4,31,82,290
Excise Duty demands disputed in appeal by the Company/ Excise Authorities (Against which the Company has paid amount of Rs. 5,01,472/- (31st March, 2017: Rs. 5,01,472 /- ; 1st April, 2016: Rs. 5,01,472/-)	20,72,62,485	20,92,22,227	20,92,22,227
Textile Cess Demands disputed pending with Textiles Committee, Government of India, and Ministry of Textiles.	50,90,119	50,90,119	50,90,119
Service Tax demand disputed in appeal by the Company/Authority (Against which the Company has paid amount of Rs. Nil /- (31st March, 2017: Rs. Nil /- ; 1st April, 2016: Rs. Nil /-)	48,81,130	48,81,130	48,81,130
Claims not acknowledged as debts by the company	1,12,500	1,12,500	1,12,500
Show Cause Notices received from various authorities	11,89,019	11,89,019	11,89,019
Gujarat Pollution Control Act	51,64,620	51,64,620	Nil
Employees Demands pending before Labor Courts	Amount not ascertainable	Amount not ascertainable	Amount not ascertainable
In respect of restructured debts under CDR Mechanism, the banks will have right to recompense in respect of waivers / sacrifice made by them under CDR Restructuring	Amount not ascertainable	Amount not ascertainable	Amount not ascertainable
Commitments			
Estimated amount of contracts remaining to be executed on Capital Account. Advance paid against such Contract is Rs. 1,56,72,818 /- (31st March, 2017: Rs. 1,55,09,368/- ; 1st April, 2016: Rs. 50,00,000/-) which is shown under the head other non current assets	2,06,84,625	1,55,09,368	50,00,000

38 : Segment Reporting

The Company's management monitors the operating results of the below business segments separately for the purpose of making decisions about resource allocation and performance assessment and accordingly, based on the principles for determination of segments given in Indian Accounting Standard 108 "Operating Segments " and in the opinion of management the Company is primarily engaged in the business of "Textiles". All other activities of the Company revolve around the main business and as such there is no separate reportable business segment.

Details of customer contributing 10% or more of total revenue:

Particulars	Year ended 31/03/2018 ₹	Year ended 31/03/2017 ₹
No. of customers contributing 10% or more of total revenue (individually)	1	1
Amount of revenue	1,13,80,42,797	1,23,69,81,542
% of total revenue	45.42%	49.93%

39 : Related Party Disclosure

Key Management Personnel

Sr. No	Name	Designation
1	Shri Jyotiprasad Chiripal	Chairman
2	Shri Pooran Singh Mathuria	Whole Time Director
3	Shri Pradip Khandelwal	Chief Executive Officer
4	Shri Satish Bhatt	Chief Financial Officer
5	Shri Chintan Amlani (Upto 27 September, 2017)	Company Secretary
6	Shri Harsh Hirpara (from 11 December, 2017)	Company Secretary

List of Relatives of Key Management Personnel with whom transactions have taken place during the year

Sr. No	Name
1	Chiripal Industries Ltd.
2	Chiripal PolyFilms Ltd.
3	Vishal Fabrics Ltd.
4	Milestone Educom Trust
5	Deepak J Chiripal
6	Urmila J Chiripal

Transactions with the Related Parties

1 Compensation to Key Management Personnel		(Amount in Rs.)	
Particulars	Transaction during 2017-18 ₹	Transaction during 2015-16 ₹	
Short term employee benefits	60,93,583	56,47,692	
Post-employment benefits	42,961	86,473	
Other Long-term employee benefits	28,918	2,41,174	
2 Disclosure in respect of material transactions with related parties during the year		(Amount in Rs.)	
Particulars	Transaction during 2017-18 ₹	Transaction during 2015-16 ₹	
1 Sale of Goods:			
Entities controlled by Relative of Directors / Relatives			
Chiripal Industries Ltd.	3,77,48,680	19,37,419	
Chiripal PolyFilms Ltd.	20,48,572	Nil	
	<u>3,97,97,252</u>	<u>19,37,419</u>	
2 Job charges income :			
Entities controlled by Relative of Directors / Relatives			
Chiripal Industries Ltd.	Nil	6,27,204	
	<u>Nil</u>	<u>6,27,204</u>	
3 Purchase of Goods and Packing Material:			
Entities controlled by Relative of Directors / Relatives			
Chiripal Industries Ltd.	89,10,624	5,48,88,563	
Chiripal PolyFilms Ltd.	1,25,91,59,795	8,47,68,769	
Vishal Fabrics Ltd.	3,58,63,086	6,32,20,646	
	<u>1,30,39,33,505</u>	<u>20,28,77,978</u>	
4 Purchase of Stores:			
Entities controlled by Relative of Directors / Relatives			
Chiripal Industries Ltd.	Nil	1,42,437	
	<u>Nil</u>	<u>1,42,437</u>	
5 Interest Expense:			
Entities controlled by Relative of Directors / Relatives			
Vishal Fabrics Ltd.	Nil	1,42,566	
	<u>Nil</u>	<u>1,42,566</u>	
6 Purchase of Property, Plant & Equipment			
Entities controlled by Relative of Directors / Relatives			
Chiripal Industries Ltd.	Nil	14,79,206	
	<u>Nil</u>	<u>14,79,206</u>	
7 Rent Expense:			
Entities controlled by Relative of Directors / Relatives			
Urmila J Chiripal	1,20,000	Nil	
Deepak J Chiripal	1,20,000	Nil	
	<u>2,40,000</u>	<u>Nil</u>	

8 Donation Expense:		
Entities controlled by Relative of Directors / Relatives		
Milestone Educom Trust	14,00,000	25,00,000
	14,00,000	25,00,000
9 Remuneration Paid:		
Key Management Personnel		
Shri Pradip Khandelwal	30,77,595	29,71,326
Shri Satish Bhatt	9,49,947	9,10,108
Shri Pooran Singh Mathuria	15,81,913	13,26,799
Shri Chintan Amlani	2,63,323	4,39,459
Shri Harsh Hirpara	2,20,805	Nil
	60,93,583	56,47,692

3 Balance outstanding as on respective Balance Sheet date (Amount in Rs.)

Particulars	As at 31/03/2018	As at 31/03/2017 ₹	As at 01/04/2016 ₹
1 Trade receivables:			
Entities controlled by Directors/Relative of Directors			
Chiripal PolyFilms Ltd.	5,38,313	1,71,801	Nil
Chiripal Industries Ltd.	10,80,507	31,286	27,930
Vishal Fabrics Ltd.	Nil	11,22,188	11,22,188
Nandan Denim Ltd	9,16,402	9,16,402	9,16,402
	25,35,222	22,41,677	20,66,520
2 Advances for Property, Plant & Equipment:			
Entities controlled by Directors/Relative of Directors			
Shanti Developers	1,00,00,000	1,00,00,000	Nil
	1,00,00,000	1,00,00,000	Nil
3 Security Deposits:			
Entities controlled by Directors/Relative of Directors			
Shanti Polytechnic Foundation	10,50,000	10,50,000	10,50,000
	10,50,000	10,50,000	10,50,000
4 Trade Payables:			
Entities controlled by Directors/Relative of Directors			
Chiripal Industries Ltd.	13,58,013	14,72,526	4,02,29,235
Chiripal PolyFilms Ltd.	1,53,86,728	2,03,50,907	Nil
Urmila J Chiripal	2,70,000	1,50,000	1,50,000
Deepak J Chiripal	1,20,000	Nil	Nil
Vishal Fabrics Ltd.	1,956	1,66,239	2,07,205
Milestone Educom Trust	Nil	Nil	Nil
Nandan Denim Ltd	1,61,039	1,61,039	1,61,039
Chiripal Petrochemicals Ltd	33,50,284	33,50,284	33,50,284
	2,06,48,020	2,56,50,995	4,40,97,763
5 Creditors for Property, Plant & Equipment:			
Entities controlled by Directors/Relative of Directors			
Chiripal Industries Ltd.	5,34,97,750	5,34,97,750	17,04,76,565
	5,34,97,750	5,34,97,750	17,04,76,565
6 Advances to Suppliers:			
Entities controlled by Directors/Relative of Directors			
Shanti Shirting Pvt Ltd	12,30,217	12,30,217	Nil
	12,30,217	12,30,217	Nil
7 Employee Benefits Payable to Key Management Personnel			
Shri Pradip Khandelwal	1,50,272	39,703	1,10,928
Shri Satish Bhatt	39,679	44,856	30,833
Shri Pooran Singh Mathuria	63,277	72,300	41,668
Shri Chintan Amlani	Nil	37,688	Nil
Shri Harsh Hirpara	36,944	Nil	Nil
	2,90,172	1,94,547	1,83,429

40 : Fair Value Measurements

Financial instrument by category and their fair value

(Amount in Rs.)

As at 31 March, 2018	Carrying Amount				Fair Value			
	FVPTL	FVOCI	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Financial Assets								
Trade Receivables	Nil	Nil	36,98,87,832	36,98,87,832	Nil	Nil	Nil	Nil
Cash and Cash Equivalents	Nil	Nil	35,39,164	35,39,164	Nil	Nil	Nil	Nil
Other Bank Balances	Nil	Nil	1,66,28,400	1,66,28,400	Nil	Nil	Nil	Nil
Non Current Investments	16,691	Nil	Nil	16,691	16,691	Nil	Nil	16,691
Other Financial Assets								
Current	Nil	Nil	1,58,308	1,58,308	Nil	Nil	Nil	Nil
Total Financial Assets	16,691	Nil	39,02,13,703	39,02,30,394	16,691	Nil	Nil	16,691
Financial Liabilities								
Borrowings								
Non Current	Nil	Nil	5,88,486	5,88,486	Nil	Nil	Nil	Nil
Current	Nil	Nil	19,15,28,790	19,15,28,790	Nil	Nil	Nil	Nil
Other Financial Liabilities								
Non Current	Nil	Nil	9,95,00,729	9,95,00,729	Nil	Nil	Nil	Nil
Current	Nil	Nil	9,14,00,603	9,14,00,603	Nil	Nil	Nil	Nil
Trade Payables	Nil	Nil	37,50,65,252	37,50,65,252	Nil	Nil	Nil	Nil
Total Financial Liabilities	Nil	Nil	75,80,83,859	75,80,83,859	Nil	Nil	Nil	Nil

(Amount in Rs.)

As at 31 March, 2017	Carrying Amount				Fair Value			
	FVPTL	FVOCI	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Financial Assets								
Trade Receivables	Nil	Nil	43,51,00,110	43,51,00,110	Nil	Nil	Nil	Nil
Cash and Cash Equivalents	Nil	Nil	15,22,947	15,22,947	Nil	Nil	Nil	Nil
Other Bank Balances	Nil	Nil	1,55,47,463	1,55,47,463	Nil	Nil	Nil	Nil
Non Current Investments	22,978	Nil	Nil	22,978	22,978	Nil	Nil	22,978
Other Financial Assets								
Non Current	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Current	Nil	Nil	1,58,308	1,58,308	Nil	Nil	Nil	Nil
Total Financial Assets	22,978	Nil	45,23,28,827	45,23,51,804	22,978	Nil	Nil	22,978
Financial Liabilities								
Borrowings								
Non Current	Nil	Nil	10,75,873	10,75,873	Nil	Nil	Nil	Nil
Current	Nil	Nil	24,26,07,024	24,26,07,024	Nil	Nil	Nil	Nil
Other Financial Liabilities								
Non Current			10,16,97,079	10,16,97,079			Nil	Nil
Current	Nil	Nil	8,56,17,500	8,56,17,500	Nil	Nil	Nil	Nil
Trade Payables	Nil	Nil	33,25,96,818	33,25,96,818	Nil	Nil	Nil	Nil
Total Financial Liabilities	Nil	Nil	76,35,94,294	76,35,94,294	Nil	Nil	Nil	Nil

As at 01 April, 2016	Carrying Amount				Fair Value			
	FVPTL	FVOCI	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Financial Assets								
Trade Receivables	Nil	Nil	35,66,23,135	35,66,23,135	Nil	Nil	Nil	Nil
Cash and Cash Equivalents	Nil	Nil	14,73,842	14,73,842	Nil	Nil	Nil	Nil
Other Bank Balances	Nil	Nil	1,07,54,197	1,07,54,197	Nil	Nil	Nil	Nil
Non Current Investments	11,480	Nil	Nil	Nil	11,480	Nil	Nil	11,480
Other Financial Assets								
Non Current	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Current	Nil	Nil	2,07,083	2,07,083	Nil	Nil	Nil	Nil
Total Financial Assets	11,480	Nil	36,90,58,257	36,90,58,257	11,480	Nil	Nil	11,480
Financial Liabilities								
Borrowings								
Non Current	Nil	Nil	20,49,59,672	20,49,59,672	Nil	Nil	Nil	Nil
Current	Nil	Nil	16,54,41,755	16,54,41,755	Nil	Nil	Nil	Nil
Other Financial Liabilities								
Non Current	Nil	Nil	10,36,58,107	10,36,58,107			Nil	Nil
Current	Nil	Nil	19,77,22,723	19,77,22,723	Nil	Nil	Nil	Nil
Trade Payables	Nil	Nil	24,43,71,455	24,43,71,455	Nil	Nil	Nil	Nil
Total Financial Liabilities	Nil	Nil	91,61,53,712	91,61,53,712	Nil	Nil	Nil	Nil

The above fair value hierarchy explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost for which fair values are disclosed in the financial statements. To provide the indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments in to three levels prescribed is as under:

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

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

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

There were no transfers between the levels during the year

Valuation process

The finance department of the Company includes a team that performs the valuations of financial assets and liabilities required for financial reporting purposes, including level 3 fair values. The fair valuation of level 1 and level 2 classified assets and liabilities are readily available from the quoted prices in the open market and rates available in secondary market respectively. The valuation method applied for various financial assets and liabilities are as follows -

1. Quoted price in the primary market considered for the fair valuation of the non current investment i.e Quoted Equity Shares. Gain / (loss) on fair valuation is recognised in profit and loss.
2. The carrying amount of trade receivable, trade payable, cash and bank balances, short term loans and advances, statutory/ receivable, short term borrowing, employee dues are considered to be the same as their fair value due to their short-term nature.

41 Financial risk management

The Company has exposure to the following risks arising from financial instruments:

- I Credit Risk
- II Liquid Risk
- III Market Risk

Risk Management Framework

The Company's risk management is governed by policies and approved by the board of directors. Company's identifies, evaluates and hedges financial risks in close co-operation with the Company's operating units. The company has policies for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk, use of derivative financial instruments and non-derivative financial instruments.

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 in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

I Credit Risk

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. The Company maintain its cash and cash equivalents and bank deposits with banks having good reputation, good past track record and high quality credit rating and also reviews their credit-worthiness on an on-going basis. The maximum exposure to credit risk at the reporting date is primarily from trade receivables. Credit risk has always been managed by the company through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the company grants credit terms in the normal course of business. On account of the adoption of Ind AS 109, the company uses ECL model to assess the impairment loss or gain. The company uses a provision matrix to compute the ECL allowance for trade receivables and unbilled revenues. The provision matrix takes into account available external and internal credit risk factors and the company's experience for customers. The Company reviews trade receivables on periodic basis and makes provision for doubtful debts if collection is doubtful. The Company also calculates the expected credit loss (ECL) for non-collection of receivables. The Company makes additional provision if the ECL amount is higher than the provision made for doubtful debts. In case the ECL amount is lower than the provision made for doubtful debts, the Company retains the provision made for doubtful debts without any adjustment.

The provision for doubtful debts including ECL allowances for non-collection of receivables and delay in collection, on a combined basis, was Rs. 43,31,913/- as at March 31, 2017 and Rs. 39,47,920/- as at March 31, 2018. The movement in allowances for doubtful accounts comprising provision for both non-collection of receivables and delay in collection is as follows:

II Movement in allowance for bad and doubtful debts

	Year ended 31/03/2018 ₹	Year ended 31/03/2017 ₹
Balance at the beginning of the year	43,31,913	43,45,821
Add : Allowance made during the year	10,92,428	Nil
Less : Reversal of allowance made during the year	14,76,421	13,908
Balance at the end of the year	39,47,920	43,31,913

II Liquid 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 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.

Management regularly monitors the position of cash and cash equivalents vis-à-vis projections. Assessment of maturity profiles of financial assets and liabilities including debt financing plans and maintenance of balance sheet liquidity ratios are considered while reviewing the liquidity position.

i) Exposure to Credit Risk:

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments and exclude the impact of netting agreements.

(Amount in Rs.)

As on 31/03/2018	Carrying Amount	Contractual Cash Flows				Total
		< 1 year	1-2 year	3-5 years	More than 5 years	
Financial Liabilities						
Non Current Borrowings	5,88,486	Nil	4,05,998	1,82,488	Nil	5,88,486
Current Borrowings	19,15,28,790	19,15,28,790	Nil	Nil	Nil	19,15,28,790
Trade Payables	37,50,65,252	37,50,65,252	Nil	Nil	Nil	37,50,65,252
Non current financial liabilities	9,95,00,729	Nil	2,43,36,735	7,51,63,994	Nil	9,95,00,729
Current financial liabilities	9,14,00,603	9,14,00,603	Nil	Nil	Nil	9,14,00,603
Total	75,80,83,859	65,79,94,645	2,47,42,733	7,53,46,482	Nil	75,80,83,859

(Amount in Rs.)

As on 31/03/2017	Carrying Amount	Contractual Cash Flows				Total
		< 1 year	1-2 year	3-5 years	More than 5 years	
Financial Liabilities						
Non Current Borrowings	10,75,873	Nil	10,75,873	Nil	Nil	10,75,873
Current Borrowings	24,26,07,024	24,26,07,024	Nil	Nil	Nil	24,26,07,024
Trade Payables	33,25,96,818	33,25,96,818	Nil	Nil	Nil	33,25,96,818
Non current financial liabilities	10,16,97,079	Nil	2,17,29,227	7,99,67,852	Nil	10,16,97,079
Current financial liabilities	8,56,17,500	8,56,17,500	Nil	Nil	Nil	8,56,17,500
Total	76,35,94,294	66,08,21,341	2,28,05,100	7,99,67,852	Nil	76,35,94,294

(Amount in Rs.)

As on 01/04/2016	Carrying Amount	Contractual Cash Flows				Total
		< 1 year	1-2 year	3-5 years	More than 5 years	
Financial Liabilities						
Non Current Borrowings	20,49,59,672	Nil	20,38,83,799	10,75,873	Nil	20,49,59,672
Current Borrowings	16,54,41,755	16,54,41,755	Nil	Nil	Nil	16,54,41,755
Trade Payables	24,43,71,455	24,43,71,455	Nil	Nil	Nil	24,43,71,455
Non current financial liabilities	10,36,58,107	Nil	1,94,01,096	8,42,57,011	Nil	10,36,58,107
Current financial liabilities	19,77,22,723	19,77,22,723	Nil	Nil	Nil	19,77,22,723
Total	91,61,53,712	60,75,35,933	22,32,84,895	8,53,32,884	Nil	91,61,53,712

III Market Risk

Market risk is the risk that the fair value or future cash flow of a financial instrument will fluctuate because of changes in market factors. Market risk comprises three type of risks:

- Currency Risk
- Interest Risk
- Price Risk

a) Currency Risk

The functional currency of the Company is Indian Rupee. The Company is exposed to currency risk on account of payables and receivables in foreign currency.

Company does not use derivative financial instruments for trading or speculative purposes.

i) Particulars of unhedged foreign currency exposures at the reporting date

	Currency	As at 31/03/2018 ₹	As at 31/03/2017 ₹	As at 01/04/2016 ₹
a) Trade Receivables	USD	Nil	1,000	Nil
	INR	Nil	64,839	Nil
b) Trade Payables	USD	3,902	7,964	4,330
	INR	2,51,705	5,14,779	2,87,188
	JPY	50,45,030	82,91,500	1,21,38,625
	INR	31,04,771	48,05,753	75,90,028
Net Statement of Financial Exposure	USD	(3,902)	(6,964)	(4,330)
	INR	(2,51,705)	(4,49,940)	(2,87,188)
	JPY	(50,45,030)	(82,91,500)	(1,21,38,625)
	INR	(31,04,771)	(48,05,753)	(75,90,028)
Total INR		(33,56,476)	(52,55,693)	(78,77,216)

ii) Foreign Currency Risk Sensitivity

A Change of 5% in Foreign currency would have following Impact on profit before tax

Particulars	2017-18		2016-17	
	5% Increase	5% Decrease	5% Increase	5% Decrease
USD	(12,585)	12,585	(22,497)	22,497
JPY	(1,55,239)	1,55,239	(2,40,288)	2,40,288
Total	(1,67,824)	1,67,824	(2,62,785)	2,62,785

b) Interest Risk

Interest rate risk is the risk that the fair value of future cash flows of the financial instruments will fluctuate because of changes in market interest rates. In order to optimize the Company's position with regards to interest income and interest expenses and to manage the interest rate risk, treasury performs a comprehensive corporate interest rate risk management by balancing the proportion of fixed rate and floating rate financial instruments in its total portfolio.

According to the Company interest rate risk exposure is only for floating rate borrowings. For floating rate liabilities, the analysis is prepared assuming the amount of the liability outstanding at the end of the reporting period was outstanding for the whole year. A 50 basis point increase or decrease is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates.

i) Exposure to interest rate risk

Particulars	As at 31/03/2018 ₹	As at 31/03/2017 ₹	As at 01/04/2016 ₹
Fixed Rate Instruments			
Financial liabilities			
Non Current	5,88,486	10,75,873	20,49,59,672
Current	14,43,783	23,83,801	22,27,876
Total	20,32,269	34,59,674	20,71,87,548
Variable Rate Instruments			
Financial liabilities			
Non Current	Nil	Nil	Nil
Current	19,15,28,790	24,26,07,024	16,54,41,755
Total	19,15,28,790	24,26,07,024	16,54,41,755

The outstanding position of borrowings at variable interest rate along with proportion of total loans is given below:

Particulars	As at 31/03/2018 ₹	As at 31/03/2017 ₹	As at 01/04/2016 ₹
Total Borrowings	19,35,61,059	24,60,66,698	37,26,29,304
% of Borrowings out of above bearing variable rate of interest	98.95%	98.59%	44.40%

ii) Interest Rate Sensitivity

A change of 50 bps in interest rates would have following Impact on profit before tax

(Amount in Rs.)

Particulars	2017-18	2016-17
50bp increase would decrease the profit before tax by	9,57,644	12,13,035
50bp decrease would increase the profit before tax by	(9,57,644)	(12,13,035)

c) Price Risk

i) Exposure

The Company's exposure to equity securities price risk arises from investments held by the Company and classified in the balance sheet either at fair value through OCI or at fair value through profit and loss. To manage its price risk arising from investments in equity securities, the Company diversifies its portfolio. Diversification of the portfolio is done in accordance with the limits set by the Company.

ii) Sensitivity

The table below summarizes the impact of increases/decreases of the BSE index on the Company's equity and Gain/Loss for the period. The analysis is based on the assumption that the index has increased by 5 % or decreased by 5 % with all other variables held constant, and that all the Company's equity instruments moved in line with the index.

(Amount in Rs.)

Impact on profit before tax	2017-18	2016-17
Increase 5%	835	1,149
Decrease 5%	(835)	(1,149)

42 Capital management

The Company's capital management is intended to maximise the return to shareholders and benefits for other stakeholders for meeting the long-term and short-term goals of the Company; and reduce the cost of capital through the optimization of the capital structure i.e. the debt and equity balance. The Company monitors the capital structure on the basis of Net debt to equity ratio and maturity profile of the overall debt portfolio of the Company.

The gearing ratio at the end of the reporting period was as follows:

(Amount in Rs.)

Particulars	As at 31/03/2018 ₹	As at 31/03/2017 ₹	As at 01/04/2016 ₹
Debt	19,35,61,059	24,60,66,698	37,26,29,304
Cash and bank balances	(2,01,67,563)	(1,70,70,409)	(1,22,28,039)
Net debt	17,33,93,495	22,89,96,288	36,04,01,264
Equity	84,28,49,714	82,94,06,243	58,31,90,416
Net debt to equity ratio	0.21	0.28	0.62

- 43 The following pre-commissioning expenses incurred during the various have been included in of Property, Plant and Equipment / Capital Work in Progress

Particulars	31/03/2018 ₹	31/03/2017 ₹
Consultancy charges	14,60,154	Nil
Rates & Taxes	1,74,000	Nil
Other expenses	1,06,350	Nil
Total	17,40,504	Nil

- 44 The financial statement are approved for issue by the Audit Committee as at its meeting on 30th May,2018 and by the Board of Directors on 30th May,2018.

- 45 The board has not recommended dividend for the financial year ended 31st March, 2018 which is subject to approval of shareholders in the ensuing Annual General Meeting.

46 Transition to Ind-AS

These financial statements, for the year ended 31 March 2018, are the first the company has prepared in accordance with Ind-AS.

The accounting policies set out in note 2 have been applied in preparing the financial statements for the year ended 31 March 2018, the comparative information presented in these financial statements for the year ended 31 March 2017 and the opening Ind AS balance sheet at 1 April 2016 (the Company's date of transition to Ind AS). In preparing its opening Ind AS balance sheet the company has adjusted amount reported previously in financial statements in accordance with accounting standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended) and other relevant provisions of the act (previous GAAP). An explanation of how transition from previous GAAP to Ind AS has affected the Company's financials position, financial performance and cash flows is set out in following tables and notes.

46.1 Exemptions and exceptions availed

In preparing these financial statement, the Company has elected to apply the below optional exemptions and mandatory exceptions in line with principles of Ind AS 101.

I Optional exemptions

1 Property, Plant and Equipment (PPE) and intangible assets

Ind AS 101 permits a first-time adopter to elect to continue with the carrying value for all of its property, plant and equipment as recognised in the financial statements as at the date of transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost as at the date of transition after making necessary adjustments for de-commissioning liabilities. This exemption can also be used for intangible assets covered by Ind AS 38 Intangible Assets Accordingly, the Company has elected to measure all of its property, plant and equipment and intangible assets at their previous GAAP carrying value.

II Mandatory Exceptions

1 Estimates

An entity's estimates in accordance with Ind ASs at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with previous GAAP (after adjustments to reflect any difference in accounting policies), unless there is objective evidence that those estimates were in error.

Ind AS estimates as at 1 April 2016 are consistent with the estimates as at the same date made in conformity with previous GAAP. The Company made estimates for following items in accordance with Ind AS at the date of transition as these were not required under previous GAAP:

- Investment in financial instruments carried at FVTPL
- Impairment of financial assets based on expected credit loss model
- Determination of the discounted value for financial instruments carried at amortised cost.

2 Classification and measurement of financial assets

Ind AS 101 provides exemptions to certain classification and measurement requirements of financial assets under Ind AS 109, where these are impracticable to implement. Classification and measurement is done on the basis of facts and circumstances existing as on the transition date. Accordingly, the Company has determined the classification of financial assets based on facts and circumstances that exist on the transition date.

46.2 Reconciliation of Balance Sheet as at 1 April, 2016

Particulars	Footnote Reference	Regrouped Previous GAAP ₹	Effects of transition to Ind As	Amount as per Ind As
ASSETS				
Non-Current Assets				
(a) Property, Plant and Equipment		90,12,26,921	Nil	90,12,26,921
(b) Capital Work-In-Progress		4,81,60,593	Nil	4,81,60,593
(c) Intangible Assets		Nil	Nil	Nil
(d) Financial Assets				
(i) Investments	1	2,218	9,262	11,480
(e) Deferred Tax Assets (Net)	2	Nil	Nil	Nil
(f) Other Non-Current Assets		1,21,49,470	Nil	1,21,49,470
Total Non - Current Assets		96,15,39,202	9,262	96,15,48,464
Current Assets				
(a) Inventories		16,55,35,268	Nil	16,55,35,268
(b) Financial Assets				
(i) Trade Receivables		35,66,23,135	Nil	35,66,23,135
(ii) Cash and Cash Equivalents		14,73,842	Nil	14,73,842
(iii) Other Bank Balances		1,07,54,197	Nil	1,07,54,197
(iv) Other Financial Assets		2,07,083	Nil	2,07,083
(c) Current Tax Assets (Net)		Nil	Nil	Nil
(d) Other Current Assets		1,85,23,806	Nil	1,85,23,806
Total Current Assets		55,31,17,331	Nil	55,31,17,331
Total Assets (1+2)		1,51,46,56,533	9,262	1,51,46,65,795
EQUITY AND LIABILITIES				
Equity				
(a) Equity Share Capital		13,55,00,000	Nil	13,55,00,000
(b) Other Equity	3	44,78,93,412	(2,02,996)	44,76,90,416
Total Equity		58,33,93,412	(2,02,996)	58,31,90,416
LIABILITIES				
Non-Current Liabilities				
(a) Financial Liabilities				
(i) Borrowings		20,49,59,672	Nil	20,49,59,672
(ii) Other Financial Liabilities	4	Nil	10,36,58,107	10,36,58,107
(b) Other Non-Current Liabilities	4	12,00,00,000	(12,00,00,000)	Nil
Total Non - Current Liabilities		32,49,59,672	(1,63,41,893)	30,86,17,779
Current Liabilities				
(a) Financial Liabilities				
(i) Borrowings		16,54,41,755	Nil	16,54,41,755
(ii) Trade payables	5	24,41,59,197	2,12,258	24,43,71,455
(iii) Other Financial Liabilities	4	18,13,80,830	1,63,41,893	19,77,22,723
(b) Other Current Liabilities		67,59,820	Nil	67,59,820
(c) Provisions		52,24,426	Nil	52,24,426
(d) Current Tax Liabilities (Net)		33,37,421	Nil	33,37,421
Total Current Liabilities		60,63,03,449	1,65,54,151	62,28,57,600
Total Equity and Liabilities (1+2+3)		1,51,46,56,533	9,262	1,51,46,65,795

46.3 Reconciliation of Balance Sheet as at 31 March, 2017

(Amount in Rs.)

Particulars	Footnote Reference	Regrouped Previous GAAP	Effects of transition to Ind As	Amount as per Ind As
ASSETS				
Non-Current Assets				
(a) Property, Plant and Equipment		89,53,21,016	Nil	89,53,21,016
(b) Capital Work-In-Progress		4,81,60,593	Nil	4,81,60,593
(c) Intangible Assets		Nil	Nil	Nil
(d) Financial Assets				
(i) Investments	1	2,218	20,760	22,978
(e) Deferred Tax Assets (Net)	2	Nil	Nil	Nil
(f) Other Non-Current Assets		1,96,45,085	Nil	1,96,45,085
Total Non - Current Assets		96,31,28,912	20,760	96,31,49,672
Current Assets				
(a) Inventories		16,44,72,958	Nil	16,44,72,958
(b) Financial Assets				
(i) Investments			Nil	
(ii) Trade Receivables		43,51,00,110	Nil	43,51,00,110
(iii) Cash and Cash Equivalents		15,22,947	Nil	15,22,947
(iv) Other Bank Balances		1,55,47,463	Nil	1,55,47,463
(v) Other Financial Assets		1,58,308	Nil	1,58,308
(c) Current Tax Assets (Net)		4,82,091	Nil	4,82,091
(d) Other Current Assets		3,09,71,789	Nil	3,09,71,789
Total Current Assets		64,82,55,666	Nil	64,82,55,666
Total Assets (1+2)		1,61,13,84,578	20,760	1,61,14,05,338
EQUITY AND LIABILITIES				
Equity				
(a) Equity Share Capital		27,10,00,000	Nil	27,10,00,000
(b) Other Equity	3	55,89,04,333	(4,98,090)	55,84,06,243
Total Equity		82,99,04,333	(4,98,090)	82,94,06,243
LIABILITIES				
Non-Current Liabilities				
(a) Financial Liabilities				
(i) Borrowings		10,75,873	Nil	10,75,873
(ii) Other financial Liabilities	4	Nil	10,16,97,079	10,16,97,079
(d) Other Non-Current Liabilities	4	12,00,00,000	(12,00,00,000)	Nil
Total Non - Current Liabilities		12,10,75,873	(1,83,02,921)	10,27,72,952
Current liabilities				
(a) Financial Liabilities				
(i) Borrowings		24,26,07,024	Nil	24,26,07,024
(ii) Trade payables	5	33,20,77,968	5,18,850	33,25,96,818
(iii) Other Financial Liabilities	4	6,73,14,579	1,83,02,921	8,56,17,500
(b) Other Current Liabilities	4	1,27,32,443	Nil	1,27,32,443
(c) Provisions		56,72,358	Nil	56,72,358
(d) Current Tax Liabilities (Net)	Nil	Nil	Nil	
Total Current Liabilities		66,04,04,372	1,88,21,771	67,92,26,143
Total Equity and Liabilities (1+2+3)		1,61,13,84,578	20,760	1,61,14,05,338

46.4 Reconciliation of total comprehensive income for the year ended 31 March, 2017

(Amount in Rs.)

Particulars		Footnote Reference	Regrouped Previous GAAP	Effects of transition to Ind As	Amount as per Ind As
I	Revenue From Operations	6 & 7	2,22,85,50,535	24,90,33,765	2,47,75,84,300
II	Other Income	1 & 4	54,36,725	81,82,444	1,36,19,169
III	Total Income (I + II)		2,23,39,87,260	25,72,16,209	2,49,12,03,469
IV	EXPENSES				
(a)	Cost of Materials Consumed		1,51,78,57,119	Nil	1,51,78,57,119
(b)	Purchases of Stock-In-Trade		15,66,07,988	Nil	15,66,07,988
(c)	Changes in Inventories of Finished Goods, Stock-In-Trade and Work-In-Progress		(5,25,54,179)	Nil	(5,25,54,179)
(d)	Excise Duty	5	Nil	26,08,06,830	26,08,06,830
(e)	Employee Benefit Expense	8	8,29,12,186	(69,752)	8,28,42,434
(f)	Finance Costs	4 & 5	2,42,43,949	83,47,113	3,25,91,061
(g)	Depreciation and Amortisation Expense		5,38,66,482	Nil	5,38,66,482
(h)	Other Expenses	5 & 7	38,14,71,850	(1,16,42,640)	36,98,29,210
	Total Expenses		2,16,44,05,394	25,74,41,551	2,42,18,46,945
V	Profit/(Loss) Before Tax (III- IV)		6,95,81,866	(2,25,342)	6,93,56,524
VI	Tax Expense				
(a)	Current Tax		1,41,87,050	Nil	1,41,87,050
(b)	Deferred Tax	8 & 9	Nil	Nil	Nil
(c)	Short/ (Excess) Provision of Income Tax		53,58,895		53,58,895
	Total Tax Expense		1,95,45,945	Nil	1,95,45,945
VII	Profit/(loss) after tax from continuing operations (V - VI)		5,00,35,921	(2,25,342)	4,98,10,579
VIII	Profit/(loss) for the period (VII)		5,00,35,921	(2,25,342)	4,98,10,579
IX	Other Comprehensive Income				
A	(i) Items that will not be reclassified to profit or loss				
(a)	Remeasurements of the defined benefit plans	9	Nil	(69,752)	(69,752)
(ii)	Income tax relating to items that will not be reclassified to profit or loss	9	Nil	Nil	Nil
B	(i) Items that may be reclassified to profit or loss		Nil	Nil	Nil
(ii)	Income tax on items that may be reclassified to profit or loss		Nil	Nil	Nil
X	Total comprehensive income for the period (VIII+IX)		5,00,35,921	(2,95,094)	4,97,40,827

46.5 Reconciliation of Equity as at 1 April, 2016 and 31 March, 2017

(Amount in Rs.)

Particulars		Footnote Reference	As at 31/03/2017	As at 01/04/2016
Total Equity (Shareholder's Fund) as per previous GAAP			82,99,04,333	58,33,93,412
Ind AS Adjustments				
Adjustment for Prior period item		5	(5,18,850)	(2,12,258)
Effect of measuring investment at fair value through FVTPL		1	20,760	9,262
Total Equity as per Ind AS			82,94,06,243	58,31,90,416

46.6 Impact of Ind As adjustment on statement of cash flow for the year ended 31 March, 2017

(Amount in Rs.)

Particulars	Footnote Reference	Previous GAAP	Effects of transition to Ind As	Amount as per Ind As
Net Cash Flow from operating activities	1 to 9	12,84,01,906	6,03,859	12,90,05,765
Net Cash Flow from investing activities		(17,40,51,475)	(3,81,593)	(17,44,33,068)
Net Cash Flow from financing activities		4,56,68,445	(1,92,036)	4,54,76,408
Net increase / (decrease) in cash and cash equivalents		18,876	30,229	49,105
Cash and cash equivalents as at April 1, 2016		15,19,453	(45,611)	14,73,842
Cash and cash equivalents as at March 31, 2017		15,38,329	(15,383)	15,22,947

46.7 Reconciliation of total comprehensive income for the year ended 31 March, 2017

(Amount in Rs.)

Particulars	Footnote Reference	As at 31 March, 2017
Profit after tax as per previous GAAP		5,00,35,920
Adjustments:		
Adjustment for Prior period item	5	(3,06,591)
Recalssification of net actuarial (gain)/ loss on employee defined benefit obligations to OCI	8	69,752
Effect of measuring investment at fair value through FVTPL	1	11,498
Profit after tax as per Ind As		4,98,10,579
Other Comprehensive Income (net of tax)	9	(69,752)
Total Comprehensive income for the period under Ind As		4,97,40,827

1 Current Investments

Under previous GAAP, the company accounted for investments in equity shares measured at cost. As per Ind AS, investments in equity shares have been revalued at fair value. The resulting fair value changes of these investments have been recognised in profit and loss.

2 Deferred tax recognition

Based on improvements in the performance of the company and increasing profitability as a whole, in the opinion of the Management, deferred tax asset shall be recognised for the carryforward of unused tax losses and unused tax credits to the extent that it is probable that future taxable profit will be available against which the unused tax losses and unused tax credits can be utilised.

3 Retained Earnings

Retained earnings as at 1 April, 2016 has been adjusted consequent to the above Ind AS transition adjustments.

4 Accounting of other financial assets and liabilities on amortised cost method under effective rate of interest

Financial assets and liabilities have been valued by applying amortised cost method using Effective Interest Rate as per requirements of Ind AS 109 'Financial Instruments'. Subsequent to the transition date, such valuation difference on financial assets and liabilities has been recognized in statement of profit & loss resulting in increase in interest income by Rs.81,70,947/- and increase in finance cost by Rs. 81,70,947/- for the year ended 31 March, 2017.

5 Prior Period Items

Under Previous GAAP, prior period items were reflected as part of current year expense or income in the statement of profit & loss. Under Ind AS, material prior period items are adjusted to the period to which they relate and in case they relate to the period earlier than period presented, these are adjusted against opening equity of the earliest period presented. Accordingly, the prior period items of Rs. 2,12,258/- have been adjusted against equity as on the transition date i.e. 1 April, 2016 resulting in decrease in other equity as on 1 April, 2016 and Rs. 5,18,849/- have been adjusted against equity as on the 31 March, 2017 resulting in decrease in profit before tax for the year ended 31 March, 2017.

6 Excise Duty

Under previous GAAP, sale of goods was presented as net of excise duty. However, under Ind AS, sale of goods includes excise duty. Excise duty on sale of goods is separately presented on the face of statement of profit and loss.

7 Accounting of cash discount given to customers

Under previous GAAP, cash discount were accounted as selling and distribution expenses. Under Ind AS, cash discount are reduced from the revenue from operations.

8 Remeasurement of post employment benefit obligations

As per Ind AS, remeasurement of defined benefit plans have been disclosed under 'Other Comprehensive Income' (OCI), which was being debited to statement of profit and loss under previous GAAP.

9 Other Comprehensive Income

As per Ind AS, re-measurement of defined benefit plans have been disclosed under 'Other Comprehensive Income' (OCI). The impact of tax has been disclosed separately. The re-measurement of defined benefit plans was being debited to statement of profit and loss under previous GAAP.

- 47.** In the opinion of Management, any of the assets other than items of property, plant and equipment, intangible assets and Non-Current Investments have a value on realization in the ordinary course of business at least equal to the amount at which they are stated, unless otherwise stated.
- 48.** Borrowing costs attributable to the acquisition or construction of Qualifying Assets amounting to Rs.Nil/- (Previous Year Rs. Nil/-) is capitalized by the company.
- 49.** The Company has entered into certain operating lease agreements and an amount of Rs. 4,21,800/- (P.Y Rs. 1,60,000/-) paid under such agreements has been charged to the Statement of Profit & Loss. These lease are generally non-cancellable and are renewable by mutual consent on mutually agreed terms. There are no restrictions imposed by such agreements.
- 50.** On periodical basis and as and when required, the Company reviews the carrying amounts of its assets and found that there is no indication that those assets have suffered any impairment loss. Hence, no such impairment loss have been provided in the Financial Year 2017-18 (Previous Year Rs.Nil/-)
- 51.** Previous year's figures have been regrouped and rearranged wherever necessary, to make them comparable with those of current year.

Signature to notes "1" to "51"

As per our report of even date attached herewith.

For, Samir M Shah & Associates

Chartered Accountants

(Firm Regd. No.122377W)

Sd/-

(Samir M Shah)

Partner

(M.No.111052)

Place : Ahmedabad

Date : 30.05.2018

For, CIL NOVA PETROCHEMICALS LIMITED

Sd/-

(Jyotiprasad Chiripal)

Chairman

DIN: 00155695

Sd/-

(Satish Bhatt)

C.F.O

Place : Ahmedabad

Date : 30.05.2018

Sd/-

(Pooran Singh Mathuria)

Whole Time Director

DIN: 07430356

Sd/-

(Harsh Hirpara)

Company Secretary

CIL NOVA PETROCHEMICALS LIMITED

Survey No. 396 (P), 395/4 (P), Moraiya Village, Sarkhej - Bavla Highway, Tal.: Sanand, Ahmedabad – 382201 Gujarat

CIN: L17111GJ2003PLC043354

Contact No. +919825800060, 9825104042 Fax: 91 25055, 251612

Email: investorgrievances.cilnova@chiripalgroup.com, website: www.cnpcl.com

PROXY FORM

[Pursuant to section 105(6) of Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of Member(s)		No. of Shares	
Registered address & Email Id		Folio No.	
		DP ID	
		Client ID	

I / We, being the Member(s) of the Company holding _____ shares, hereby appoint below at sr. no. 1 or failing him sr. no. 2 or failing him sr. no. 3

Sr. No.	Name of Proxy	Address	Email Id	Signature
1				
2				
3				

as my/our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the Annual General Meeting of the Company, to be held on Saturday, 29th September, 2018 at 11:30 A.M. at registered office of the Company at any adjournment thereof, in respect of such resolutions set out in the Notice convening the meeting, as are indicated below:

CIL NOVA PETROCHEMICALS LIMITED

Survey No. 396 (P), 395/4 (P), Moraiya Village, Sarkhej - Bavla Highway, Tal.: Sanand, Ahmedabad – 382201 Gujarat

CIN: L17111GJ2003PLC043354

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Email: investorgrievances.cilnova@chiripalgroup.com, website: www.cnpcl.com

ATTENDANCE SLIP

Registered Folio No. / DP ID / Client ID:	
Name and Address of Shareholder(s)	
Joint Holder 1	
Joint Holder 2	
Joint Holder 2	

- as my/our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the Annual General Meeting of the Company, to be held on Saturday, 29th September, 2018 at 11:30 A.M. at registered office of the Company at any adjournment thereof, in respect of such resolutions set out in the Notice convening the meeting, as are indicated below:
- Signature of the Shareholder/Proxy
- Shareholder/Proxy holder wishing to attend the meeting must bring the Attendance Slip to the meeting and handover at the entrance duly signed.
- Shareholder/Proxy holder desiring to attend the meeting may bring his/her copy of the Annual Report for reference at the meeting.

Sr. No.	Resolution
Ordinary Business	
1	To receive, consider & adopt Audited Financial Statements of the Company for financial year ended 31st March, 2018, the Reports of Board of Directors & Auditors
2	To re-appoint Mr. Jyotiprasad Chiripal (DIN: 00155695) who is liable to retire by rotation and being eligible, offers himself for re-appointment.
3	To ratify the appointment of M/s. Samir M. Shah & Associates, Chartered Accountants, (FRN: 122377W) as Statutory Auditors.
Special Business	
4	To Consider and ratify remuneration of Cost Auditor for Financial Year 2018-19
5	To Consider and approve material related party Transaction
6	To increase the limit of Foreign Institutional Investors / Foreign Portfolio Investors for acquiring and holding equity shares up to an aggregate limit of 49% of the paid up capital of the Company.
7	To increase the limit of Foreign Individual Investors for acquiring and holding equity shares up to an aggregate limit of 24% of the paid up capital of the Company.
8	To consider and approve payment of remuneration to Mr Pooransingh Mahilalsingh Mathuria, Whole Time Director, as per Schedule V of Companies Act, 2013.

Signed on _____ Day of _____ 2018.

Affix
Re.1
Revenue
Stamp

Signature of Proxy Holder

Signature of Member

Notes: The form of proxy in order to be effective should be duly completed and deposited at the registered office of the Company, not later than 48 hours before the commencement of the Meeting.

EVOTING PARTICULARS

E Voting Event Number (EVEN)	User ID	Password

Note: Please read the instructions provided in Notice dated 14th August, 2018 of the 14th Annual General Meeting. The Voting period starts from 9.00 a.m. on Wednesday, 26th September, 2018 and ends at 5.00 p.m. on Friday, 28th September, 2018. The voting module shall be disabled by CDSL for voting thereafter.

To,

If undelivered please return to :

CIL NOVA PETROCHEMICALS LIMITED

(Formerly Known as NOVA POLYYARN LIMITED)

(CIN: L17111GJ2003PLC043354)

Regd Office :- Survey No. 396(P), 395/4(P), Moraiya Village,
Sarkhej-Bavla Highway, Tal. Sanand, Ahmedabad.

Phone : +91-9825800060, Fax : +91-2717-250556, 251612.

Email : investorgrievances.cilnova@chiripalgroup.com

Website : www.cnpcl.com