NSE | Emerge Stock Code : SOLEX

SOLEX™
SOLAR POWER SHINES

Date: 16.08.2019

To,
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block,
Bandra-Kurla Complex, Bandra(E),
Mumbai-400051

Symbol: Solex

Sub: 05th Annual Report for FY. 2018-19

Dear Sir/Madam,

In compliance with the Regulation 34(1) of SEBI(Listing Obligations and Disclosure Requirements), Regulations, 2015, please find enclosed herewith 05th Annual Report for FY. 2018-19

Kindly acknowledge the receipt and take the same on record.

Thanking You,

Yours Faithfully,

For, Solex Energy Limited

Solex Energy Ltd. V.U. Nagar

Brijesh Liladhar Hariya
Chief Financial Officer

Encl: 05th Annual Report 2018-19.

SOLEX ENERGY LIMITED
(Formerly known as SOLEX ENERGY PVT. LTD.)

Regd. Off. & Works : Plot No. 131/A, Phase-1, H. M. Road, G.I.D.C., Vitthal Udyognagar-388 121, Dist : Anand (Gujarat) India
Toll Free No. : 1800 233 28298 • **Tel. :**+91 - 2692 - 230317 • **Fax :** +91-2692-231216 • **Mob. :** +91 94265 91750
Mail : solexin14@gmail.com, sales@solex.in • **Web :** www.solex.in
CIN : L40106GJ2014PLC081036 • GST No. : 24AAVCS0328R1ZN • PAN No. : AAVCS 0328 R

Mfg. of: SPV Module, Solar Rooftop Systems, Solar Power Plants, Solar Pumping Systems and Solar Lighting Systems.

SOLEX®

ANNUAL REPORT 2019

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COMPANY **PROFILE**

Solex Energy Limited is the first Solar Panel Manufacturing Company to get listed in NSE Emerge market platform in February 2018 with Symbol SOLEX. The Promoters who have rich experience of more than 17 years in the field of Solar Manufacturing business has been instrumental in determining the vision and growth strategies for our company.

From receiving the first individual order of installation of Solar boilers in L D College of Ahmedabad in 1999 to becoming the company with a turnover of 100 Crore plus in 2017-18, SOLEX has travelled a long way.

Mr. Kalpesh Patel set up his first factory to manufacture solar lighting systems in 2000 at Vithal Udyognagar, Anand, Gujarat and in 2007 he started with Solar Panel Manufacturing. The company had a vision and mission to provide high standard solar energy solutions with a range of products fulfilling many needs.

Patel commenced Sun Energy System, natured it to proprietor firm under the banner 'Solex Energy Private Limited' under the provisions of the Companies Act on October 13, 2014, and further, the company got converted into a Public Limited Company becoming 'Solex Energy Limited' in the year 2017. In 2018, they listed their company in the National Stock Exchange and in the very beginning they managed to get a good amount of investor consequently with issue submission raised by 19%.

Solex Energy Limited presently caters to locations in Gujarat, Maharashtra, Rajasthan, Jharkhand, Chhattisgarh, Bihar, Madhya Pradesh, Orissa, Punjab and also extends across national boundaries to Nepal and African Countries.

1998 2018

FOUNDED ON A HANDSHAKE

₹100 CR

& MUTUAL TRUST

SOLEX **JOURNEY**

to be continued...

2018

Work in Rajkot

Order worth 22.93 Crore accepted from PGVCL for installation of 576 PV Solar Pumps in Rajkot.

2017

Our IPO

Solex Energy Pvt Limited got converted into Public Limited becoming SOLEX ENERGY LIMITED and got Listed in National Stock Exchange-Emerge in 2018

2016

Our IPO

Solex proudly became a Public Ltd. company by releasing an IPO. We are now an efficient and effective team of more than 60 members.

2014

The Expansion

Solex Energy Pvt Limited From Proprietor Firm SUN ENERGY SYSTESM & Expanded Manufacturing of Solar Photovoltaic Modules Capacities to 30MW.

2013

Private Space

The first Private order of INR 2.10 Crore received from Purity Flex.

2012

March to Bihar

First project outside Gujarat in the state of Bihar of INR 3 Crores initiated for Solar Street lights & Home lights.

2011

PGVCL Project

Completed PGVCL Rooftop project worth INR 70 Lakhs.

2010

UGVCL Grid

10 kW Grid for UGVCL connected to enhance Spv Power Plant.

2009

GEDA Assignment

Assignment of GEDA worth INR 1.28 Crore installation of Solar PV Rooftop Systems in Government Buildings completed.

2008

APADA Contract

A contract worth INR 2.68 Crore was bagged from Arunachal Pradesh Energy Development Agency (APADA) for 1790 Solar Home lights.

2007

P. V. Manufacturing

In 2007 Started Manufacturing of Solar Photovoltaic Modules

2006

GEDA 45 Lakhs Project

Another project was given by GEDA worth INR 45 Lakhs for Solar Street Lights & Home lights

2003

First Leap

The first big project worth INR 13 Lakhs was received from GEDA for Solar Street Lights & Home lights.

2002

Proprietorship

Started as a Proprietor as Sun Energy System with a team of 12 members.

2000

Manufacturing

In 2000 Started Manufacturing of Solar Home Lighting Systems

1998

The Beginning

In 1998 started manufacturing Solar Water Heaters, Wood-Fired Water Heaters & Gas-Fired Water Heaters

SOLEX **USPs**

LONG LIFE EXPECTANCY

MINIMUM MAINTENANCE

HASSLE-FREE INSTALLATION

TENSION-FREE TECHNOLOGY

AFFORDABLE INITIAL ONE TIME COST

GREEN, CLEAN AND ABSOLUTELY SAFE

EFFECTIVENESS ABOVE ALL EXPECTATIONS

VISION & MISSION

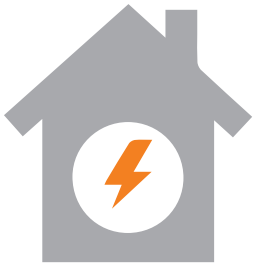
SOLEX'S **VISION**

Our vision is to continuously improve our efficiency, quality, technology to provide one-stop solution of clean energy and become an industry leader.

SOLEX'S **MISSION**

To provide world class renewable energy solutions, services, technology and contribute to the sustainability of our planet. Locally and abroad and to be widely recognized for our high-quality products, services, and contribution to a sustainable life

SOLAX **SERVICES**



Utilities

SEPL specializes in delivering turn-key solutions for power plants typically ranging from a 1MW (< 5 MW) to > 20 MW. These utility-scale power plants are sold to the utilities or owned and operated by SEPL or its partners. From site selection to permitting, from design and EPC services to operations and maintenance, SEPL offers a complete solution.

Government /non-profit organizations

Customizable solutions exist for various applications in the Governmental and non-profit sector. Offering solar solutions to school districts, hospitals, municipal and other Governmental buildings is one of SEPL's core competencies.

Commercial

mplementing a solar PV solution for any commercial application - whether it be an office building, factory, warehouse or a car park, SEPL has designed several applications. The solutions range 1 KW to 500 KW and will take complete advantage of all the local and central government incentives.

Residential

As energy prices continue to rise, there has been no better time to reduce your electricity bills while doing your share to reduce greenhouse gases and pollution. Generate your own free solar electricity with SEPL innovative residential solar energy solutions and reduce or even eliminate your monthly electric bills.

MESSAGE **FROM**

Chairman cum Managing Director

Dear Shareholders

I am happy to report back to you on yet another year of strong performance. Our focus remains on fostering the long term growth potential of the company. Looking back on 2018-19, I am very pleased with the commitment to creating value for our customers that I have across our business and with the progress of our simplification and cost reduction actions

With more than 1.5 years of listing on NSE Emerge –A SME growth platform, our performance has affirmed our strategic choices. Now our focus is on accelerated execution, which will be the key indicator of our overall performance.

The financial year 2018-19 was a good year with an overall turnaround in turnover and profit. Your company's turnover has increased to Rs.14933.79 lacs in 2018-19 from Rs.10140.68 lacs in the year 2017-18. Net Profit After Tax (PAT) went up to Rs. 497.24 lacs this financial year as compared to Rs.315.84 lacs in the previous financial year.

Our business tempo is very positive and is expected to give us added revenue and profits. We are also planning to increase our business in other area in which we have not done work.

I would like to thank our entire team at Solex Energy Limited for their great work and dedication throughout the year. I would like express my gratitude to you and all the stakeholders for the trust and faith that you have reposed in us. As we move into another exciting year, we continue to seek your support. We remain steadfast to our consumer-focused philosophy to accelerate our momentum and deliver success for all our stakeholders while balancing our responsibility to society.

With Warm Regards,

Kalpesh Patel
Chairman cum Managing Director
SOLEX ENERGY LIMITED

BOARD OF **DIRECTORS**

DIRECTORS

Kalpeshkumar Ramanbhai Patel
Chairman cum Managing Director
SOLEX ENERGY LIMITED

Rajeshbhai Tulsibhai Patel
Independent director
SOLEX ENERGY LIMITED

Kamlesh Narendrabhai Patel
Independent director
SOLEX ENERGY LIMITED

Mahendrabhai Lallubhai Machi
Independent director
SOLEX ENERGY LIMITED

Dharaben Dharmeshkumar Patel
Non executive Director
SOLEX ENERGY LIMITED

Vijaykumar Savjibhai Virpara
Non executive Director
SOLEX ENERGY LIMITED

Jankiben Jaydeepsinh Sisodiya
Company Secretary & Compliance Officer
SOLEX ENERGY LIMITED

Brijesh Leeladhar Hariya
Chief Financial Officer
SOLEX ENERGY LIMITED

Praful N. Vekariya
Secretarial Auditor
SOLEX ENERGY LIMITED

G.S.Mathur & Co.
Statutory Auditors
SOLEX ENERGY LIMITED

Bank of Baroda
Bankers
BANK OF BARODA

REGISTRAR AND SHARE TRANSFER AGENT

Skyline Financial Private Limited
D153A, 1st Floor, Okhla Industrial Area
Phase 1, New Delhi – 110 020.

NOTICE

Notice is hereby given that the 5th Annual General Meeting of Solex Energy Limited will be held on Tuesday, 10 September, 2019 at 2.30 p.m. at the Registered Office of the Company situated at Plot No.131/A, Phase I, Nr. Krimy Industries, G.I.D.C, Vithal Udyognagar, Anand 388121 for following businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt the audited balance sheet as at 31st March, 2019 and the statement of profit and loss and cash flow statement for the year ended on that dates together with the Reports of the Auditors and the Board thereon.

2. To declare Dividend on equity shares of the Company for the financial year ended March 31, 2019.

3. To appoint a director in place of Mrs Dhara Dharmeshkumar Patel who retire by rotation and being eligible, offers herself for re-appointment.

4. To appoint Statutory Auditors and fix their remuneration.

SPECIAL BUSINESS

1. To consider and if thought fit, to pass following resolution as an Ordinary resolution

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules,2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration payable for the financial year ending on 31st March 2020 to M/S J.B.MISTRI & CO., Cost Accountants (Registration No. 6149) 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 on 31st March 2020,amounting to 35,000(Rupees Thirty Five Thousands only) inclusive all taxes as applicable aforesaid audit be an dis hereby ratified and confirmed."

Notes:

A. The relative Explanatory statements pursuant to Section 102 of the Companies Act, 2013, in respect of the business under Item Nos. 4 to 5 of the accompanying notice are annexed hereto.

B. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT PROXY TO ATTEND AND VOTE ON HIS BEHALF AND THE PROXY NEED NOT BE A MEMBER. A person can act as proxy on behalf of Members not exceeding Fifty (50) and holding in aggregate not more than 10% of the total share capital of the Company. A Member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as a proxy and such person shall not act as proxy for any other Member.

C. AN INSTRUMENT OF PROXY TO BE EFFECTIVE, MUST BE LODGED AT THE REGISTERED OFFICE OF THE Company NOT LESS THAN 48 HOURS BEFORE THE TIME OF THE MEETING. THE BLANK PROXY FORM IS ANNEXED HERETO.

D. Corporate/Society Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send a certified copy of the Board Resolution/Authority letters together with specimen signature of their representative(s), who are authorized to attend and vote on their behalf at the Meeting.

E. Members, Proxies and Authorized Representatives are requested to bring to the Meeting, the attendance slips enclosed herewith, duly completed and signed, mentioning therein details of their DP ID and Client ID/Folio No.

F. In case of joint holders attending the meeting, only that joint-holder who is highest in the order of names shall be entitled to vote.

G. Members desirous of any relevant information or clarifications on accounts at the Annual General Meeting are requested to write to the Company at least ten days before the date of the Annual General Meeting so as to enable the Management to keep the information ready at the Meeting.

H. The Register of Members and Share Transfer Book of the Company shall remain closed from Saturday 07 September, 2019 to Tuesday, September 10, 2019 (both days inclusive).

I. The Dividend on equity shares, as recommended by the Board of Directors, if declared at the Annual General Meeting, will be payable to those Members, whose names appear in the Register of Members of the Company on September 06, 2019, to their registered addresses and the respective Beneficial Owners as per the list provided by the National Securities Depository Ltd. and the Central Depository Services (India) Ltd. after the close of business hours on that date.

J. Members holding shares in electronic form may note that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its Registrar cannot act on any request received directly from the Members holding shares in electronic form for any change in bank particulars or bank mandates. Such changes are to be advised only to the Depository Participants of the Members.

K. Members are requested:-

(i) to bring their copies of Annual Report, Notice and Attendance Slip duly filled in at the time of the Meeting.

(ii) to quote their Folio Nos./ DP ID Nos. in all correspondence

L. Non-resident members are requested to inform their Depository Participants/ Skyline Financial Private Limited., immediately of-

(i) change in their residential status to India for permanent settlement;

(ii) Particulars of their bank account(s) maintained in India with complete name, branch, account type account number and address of bank, with Pin Code Number.

M. Members who have not registered their e-mail addresses so far are requested to register the same with the Company or Skyline Financial Private Limited for receiving all communication electronically from the Company. (Please send to cs@solex.co.in updated mail ID with full details of member including Folio number).

N. Electronic copy of the Annual Report 2018-19 is being sent to all the Members who have registered their e-mail ids with the Company / Depository Participants except to those who have specifically requested hard copy of the same. For the Members who haven't registered their e-mail ids, physical copy of the Annual Report 2018-19 is being sent in permitted mode.

The 5th Annual Report for FY 2018-19 of the Company is also available on the Company's website: www.solex.in/Investors/Annual Reports and on the NSE website: www.nseindia.com/emerge.

O. The shareholders are hereby informed that all the correspondence in connection with the shares is addressed to the Registrar & Share Transfer Agent M/s Skyline Financial Services Private Limited, D-153A, 1st Floor, Okhla Industrial Area Phase-I, New Delhi - 110020.

P. Electronic copy of the annual report of Annual General Meeting of the Company 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 unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the 5th Annual General Meeting of the Company along with Attendance Slip and Proxy Form is being sent in the permitted mode.

Q. All documents referred to in the accompanying Notice are open for inspection at the Registered Office of the Company between 2.00 p.m to 5.00 p.m. on all working days (except Sundays and Public Holidays) up to the date of the 5th Annual General Meeting of the Company.

R. In terms of provision of section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Amendment Rules, 2015, the company is not required to provide the e-voting facility to shareholders of the company.

S. Route map of venue of ensuing Annual General Meeting is appended to the notice of Annual General Meeting.

SOLEX ENERGY LIMITED

Sd/-

Date : 06.08.2019
Place : Vallabh Vidyanagar

Mrs. Jankiben Jaydeepsinh Sisodiya
Company Secretary

Details of Directors seeking appointment and re-appointment at the forthcoming Annual General Meeting:-

Mrs. Dhara Dharmeshkumar Patel

Name of Director	Dhara Dharmeshkumar Patel
Date of Birth	03/09/1987
Date of appointment	17/07/2018
No. equity share held in the Company	Nil
Disclosure of relationships between directors inter se	N.A.
Qualification	Diploma in Civil Engineering
List of outside Directorship held in public Company	Nil
Chairman/Member of the Committee of the Board of directors of the Company	Nil
Chairman/Member of the Committee of the Board of directors of the Company	Nil

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

Item No. 5

The Board, on the recommendation of the Audit Committee, has approved the appointment and remuneration of the Cost Auditors to conduct the audit of the cost records of the company for the financial year ending on 31st March 2020 as per following details:

Sr No.	Name of the Cost Auditor	Industry	Industry
1.	J.B.MISTRI & CO.	Solar Sector	35000/-

I 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 shareholders of the company.

None of the Directors or Key Managerial Personnel and their relatives is interested or concerned in the said Resolution.

According , consent of the members is sought for passing an Ordinary Resolution for item No.5.

BOARD'S REPORT

To,
The Members of
SOLEX ENERGY LIMITED.

The Directors take pleasure in presenting the 5th Annual Report together with the audited financial statements for the year ended on 31st March, 2019. The Management Discussion and Analysis has also been incorporated in this report.

FINANCIAL RESULTS

The Summary of the financial performance of the Company for the year ended 31.03.2019 compared to the previous year is as below

(Amount in Rs.)

Particulars	2018-19	2017-18
Total Revenue	1,49,33,79,256	1,01,40,68,467
Profit before depreciation and tax	7,38,76,613	5,03,56,726
Profit before tax	6,80,42,275	4,38,11,498
Profit after tax	4,97,24,755	3,15,84,414
Earnings Per Share (EPS)	10.07	6.39

HIGHLIGHTS OF PERFORMANCE

Total Revenue for the year increased to 14933.79 lacs as compared to Rs.10140.68 lacs lacs in the previous year. Profit before Tax for the year was Rs.680.42 lacs as compared to Rs.438.11 lacs in the previous year. Profit after Tax for the year was Rs.497.24 lacs as compared to Rs.315.84 lacs in the previous year.

DIVIDEND

Your Directors are pleased to recommend a Dividend of Rs.0.50/- Paisa (@ 5%) on fully paid up equity share of Rs 10/- each for the financial year 2018 - 19 subject to approval of the shareholders at the ensuring Annual General Meeting.

TRANSFER TO RESERVES

Your Company does not propose to transfer any amounts to the General Reserve out of the amount available for appropriation.

FIXED DEPOSITS

The Company has not accepted any deposit from public falling within the ambit of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

CHANGE IN CAPITAL STRUCTURE OF THE COMPANY

There is no any change in the capital structure of the company during the financial year ended 31st March 2019.

DIRECTORS AND KMP

During the year under review and thereafter, following changes took place with regard to Directors and Key Managerial Personnel:

Sr No.	Name of Director/KMP	Appointment/cessation/ change in designation	Effective date
1	Vaibhav kumar Nagindas Shah	Cessation as a Chief Financial Officer	06.03.2019
2	Brijesh Liladhar Hariya	Appointed as a Chief Financial Officer	06.03.2019
3	Dharaben Dharmeshkumar Patel	Appointed as Non- executive director	17.07.2018
4	Vijaykumar Savjibhai Virapara	Appointed as Non- executive director	17.07.2018

DECLARATION BY INDEPENDENT DIRECTORS

Mr. Rajeshbhai Tulsibhai Patel, Mr. Mahendrabhai Lallubhai Machi and Mr. Kamlesh Narendrabhai Patel were the Independent Directors of the Company as on 31st March, 2019 pursuant to the provisions of Section 149(10) of the Act.

The Board of Directors of the Company hereby confirms that all the Independent Directors duly appointed by the Company have given the declaration and they meet the criteria of Independence as provided under Section 149(6) of the Act.

ANNUAL EVALUATION

The Board of Directors has carried out an annual evaluation of its own performance, its Committees and individual Directors pursuant to the requirements of the Act and the Listing Regulations.

REMUNERATION POLICY

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management Personnel and their remuneration. The Remuneration Policy is attached as Annexure “A”.

NO OF MEETINGS

During the year, six (6) Board Meetings were convened and held on 7th May 2018,9th June 2018,1st August 2018,2nd November 2018,7th February 2019 and 6th March 2019 the intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

AUDIT COMMITTEE

The Board has constituted an Audit Committee pursuant to the provisions of Section 177(1) of the Companies Act, 2013. The Composition of the Audit Committee is as under:

Mr. Rajeshbhai Tulsibhai Patel (Chairman)
Mr. Mahendrabhai Lallubhai Machi (Member)
Mr. Kamlesh Narendrabhai Patel (Member)

The recommendations of the Audit Committee were accepted by the Board of Directors of the Company from time to time.

During the year one meeting of the committee was held on 7th May 2018,9th June 2018,1st August 2018,2nd November 2018,6th March 2019.

SUBSIDIARY, JOINT VENTURE AND ASSOCIATE COMPANIES

The Company has neither subsidiary nor Joint Venture Company nor Associate Company.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has established effective internal control systems to ensure accurate, reliable and timely compilation of financial statements, to safeguard assets of the Company, and to detect and mitigate irregularities and frauds. The Company's management has adequate internal control procedures over financial reporting.

In accordance with the requirements of Section 143(3)(i) of the Companies Act, 2013, the Statutory Auditors have confirmed the adequacy and operating effectiveness of the internal financial control systems over financial reporting.

VIGIL MECHANISM/WHISTLE BLOWER POLICY

The Company has established Vigil Mechanism system and framed Whistle Blower Policy. Whistle Blower Policy is disclosed on the website of the Company at https://solex.in/investor/

PARTICULARS OF EMPLOYEE AND REMUNERATION

The details of employees of the Company in terms of remuneration drawn as required under Section 134 of the Companies Act, 2013 and Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are annexed hereto Annexure "B" and forms part of this Report.

There is no employee drawing remuneration of Rs. 1,02,00,000 or more per annum or Rs. 8,50,000 or more per month or for any part of the year and hence the particulars required to be disclosed under Section 134 of the Companies Act, 2013 read with Rule 5(2) the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are not furnished.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING & OUTGO

The particulars required to be disclosed in this report pursuant to the provision of the Companies (Accounts) Rules, 2014 are given in Annexure "C" forming part of this report.

CORPORATE GOVERNANCE REPORT AND CERTIFICATE

SEBI Regulation on compliance of conditions of Corporate Governance is not applicable to the Company. However, Company is complying all other SEBI regulations and listing agreement.

MANAGEMENT'S DISCUSSION AND ANALYSIS

A detailed review of the operations, performance and future outlook of the Company is given in the Management's Discussion and Analysis appearing as Annexure "D" to this Report.

RELATED PARTY TRANSACTIONS

The Company has entered into transactions with the related party in the ordinary course of business and at the arms length basis. The particulars of contracts or arrangements entered into by the Company with related parties referred to in sub-section (1) of Section 188 of the Act in the prescribed Form AOC-2 is enclosed as per Annexure "E".

DIRECTORS RESPONSIBILITY STATEMENT

Based on the frame work of internal financial controls and compliance systems established and maintained by the internal, statutory, cost and Secretarial auditor auditors and the reviews performed by the Management and the relevant Board Committees, including the Audit Committee, the Board is of opinion that the Company's internal financial controls were adequate and effective during the year ended on 31st March 2019. Accordingly pursuant to Section 134 (5) of the Companies Act 2013, based on the above and the representation received from the Operating Management, the Board of Directors, to the best of their knowledge and ability confirm that:

1. In the preparation of the annual accounts, the applicable accounting standards have been followed and that there were no material departures therefrom:
2. They have in the selection of the accounting policies, consulted the statutory auditors and have applied their recommendations 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 as at 31st March, 2019 and of the profit of the Company for the year ended on that date;
3. They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
4. They have prepared the annual accounts on a going concern basis
5. They have laid internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively during the year ended on 31st March, 2019; and
6. Proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively during the year ended on 31st March, 2019.

STATUTORY AUDITORS' AND INDEPENDENT AUDITORS' REPORT

Presently, the Company's statutory auditor is M/s. G.S.Mathur & Co., Chartered Accountants, (008744N) Ahmedabad who were appoint in 4th Annual General Meeting till the conclusion of 5th Annual General Meeting.

The members of the Audit committee at their Meeting held on 6th August, 2019 have recommended appointment of M/s. G. S. Mathur & Co., Chartered Accountants, Ahmedabad having (Firm Registration Number 008744N) Statutory Auditors of the Company subject to the approval of members of the Company at the ensuing Annual General Meeting of the Company to conduct the audit for the 1 (One) financial years form this Annual General Meeting till to 6th Annual General Meeting at such remuneration as may be decided by the Board and auditors mutually. Their appointment and payment of remuneration are to be confirmed and approved in the ensuing Annual General Meeting. The Company has received a certificate from proposed statutory auditor, to the effect that if they are appointed, it would be in accordance with the provisions of Section 141 of the Companies Act, 2013 read with the rules, if any.

SECRETARIAL AUDITOR

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Mr. Praful N. Vekariya, Company Secretaries in Practice, to undertake the Secretarial Audit of the Company. The Report of the Secretarial Audit is annexed herewith as Annexure "F". The Company is complying the secretarial standards as prescribed by The Institute of Company Secretaries of India.

COST AUDITORS

Pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Amendment Rules, 2014, the cost audit records maintained by the Company in respect of its activity are required to be audited. Your Directors had, on the recommendation of the Audit Committee, appointed Messrs J.B.Mistri & Co. to audit the cost accounts of the Company for the financial year ending 31st March, 2020 on a remuneration of ₹ 35,000/- inclusive all taxes as applicable. As required under the Companies Act, 2013, the remuneration payable to the Cost Auditors is required to be placed before the Members in a general meeting for their ratification. Accordingly, a Resolution seeking Members' ratification for the remuneration payable to Messrs J.B.Mistri & Co., the Cost Auditors is included at Item No. 5 of the Notice convening the Annual General Meeting.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The Company Has not done any transactions for Loans, guarantees and investments covered under Section 186 of the Companies Act, 2013.

DEVELOPMENT AND IMPLIMENTATION OF RISK MANAGEMENT POLICY

Risk affects every organization by one way or other. Thus planning to handle such risk in future is of vital importance for every organization. Your Company always focuses on identifying and monitoring the risk and to take precautionary steps for risks affecting to your Company. There are certain risks like Price Risk, Government Policies, Human Resource, Competition etc. and have planned to manage such risk by adopting best management practices.

CORPORATE SOCIAL RESPONSIBILITY

The Company does not fall in any of the criteria of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 and hence the Company is not required to comply with the same.

EXTRACT OF THE ANNUAL RETURN U/S 92(3) OF THE ACT AS PER FORM MGT-9

The Extract of Annual Return as required under section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014 in Form MGT-9 is annexed herewith for your kind perusal and information as per Annexure "G".

DETAILS OF SIGNIFICANT OR MATERIAL ORDER PASSED

There were no significant and material orders passed by any Regulator or Court or Tribunal impacting the going concern status and Company's Operations in future during the year under review.

DISCLOSURE UNDER THE SEXUAL HARASSEMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT 2013

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 and Redressal) Act, 2013. Internal Complaints Committee has been set up to redress complaints received regarding sexual harassment all employees (permanent, contractual,
Temporary, trainees) are covered under this policy. The summary of sexual harassment complaints received and disposed off during the financial year 2018-2019 is as under:

Number of Complaints Received NIL
Number of Complaints Disposed off NIL

CHANGE IN THE NATURE OF BUSINESS

During the year under review, there was no change in the nature of business of the Company and there is no material change and/or commitments, affecting the financial position of the Company, during the period from 31st March, 2019 till the date of this report.

REPORTING OF FRAUDS

There was no instance of fraud during the year under review, which required the Statutory Auditors to report to the Audit Committee and/or Board under Section 143(12) of the Act and Rules framed there under.

ACKNOWLEDGEMENT

The Board records its thanks to the Company's Bankers, Financial Institutions, Government, Collaborators and other agencies for their support extended to the Company and look forward to their continued support.

SOLEX ENERGY LIMITED
Sd/-

Date : 06.08.2019
Place : Vallabh Vidyanagar

Mrs. Jankiben Jaydeepsinh Sisodiya
Company Secretary

MANAGING DIRECTOR AND CHIEF FINANCIAL OFFICER CERTIFICATION COMPLIANCE CERTIFICATE

Regulation 17(8) and 33(2)(a) of SEBI(LODR)2015.

A. We have reviewed audited Financial Statements and cash flow statement for the year 2018-19 and that to the best of our knowledge and belief:

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

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

B. There are, to the best of our knowledge and belief, no transactions entered into by the listed entity during the year which are fraudulent, illegal or violative of the listed entity's code of conduct.

C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the listed entity pertaining to financial reporting and have disclosed to the auditors and the audit committeedeficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

We have indicated to the auditors and the Audit committee

(1) Significant changes in internal control over financial reporting during the year;

(2) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

(3) Instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the listed entity's internal control system over financial reporting

SOLEX ENERGY LIMITED

Date : 28.05.2019
Place : Vallabh Vidyanagar

Sd/-
Kalpeshkumar Patel
Managing Director

Brijesh Laeeladhar Hariya
Chief Financial Officer

ANNEXURE "A" THE BOARD REPORT

This policy on nomination and remuneration of Directors, Key Managerial Personnel and Senior Management has been formulated by the Committee, in compliances with Section 178 of the Companies Act, 2013 read along with applicable rules thereto.

Objectives of the Committee

The Committee Shall:

Formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to the remuneration of Directors, key managerial personnel and other employees.

Formulation of criteria for evaluation of the Independent Director and to carry out evaluation of every Director's performance and to provide necessary report to the Board for further evaluation.
Devising a policy on Board diversity.

Identify persons who are qualified to become Director and persons who may be appointed in Key Managerial and Senior Management positions in accordance with the criteria laid down in this policy.

1. To provide to Key Managerial Personal and Senior Management reward linked directly to their effort, performance, dedication and achievement relating to the Company's operations.

2. To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage.

3. Ensure that level and composition of remuneration is reasonable and sufficient, relationship of remuneration to performance is clear and meets appropriate performance benchmarks.

4. To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable.

5. To perform such other functions as may be necessary or appropriate for the performance of its duties.

6. To develop a succession plan for the Board and to regularly review the plan.

Definitions:

"Act":- Act means the Companies Act, 2013 and Rules framed there under, as amended from time to time.

"Board":-Board means Board of Directors of the Company.

"Director":-Directors means Directors of the Company.

"Committee":-Committee means Nomination and Remuneration Committee of the Company as constituted or reconstituted by the Board, from time to time.

"Company":- Company means Solex Energy Limited.

"Independent Director":- As provided under the Companies Act, 2013, 'Independent director' shall mean a non-executive director, other than a nominee director of the Company:

a. who, in the opinion of the Board, is a person of integrity and possesses relevant expertise and experience;

b. i. who is or was not a promoter of the Company or its holding, subsidiary or associate Company;

ii. who is not related to promoters or directors in the Company, its holding, subsidiary or associate Company;

c. apart from receiving director's remuneration, has or had no pecuniary relationship with the Company, its holding, subsidiary or associate Company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial year;

d. none of whose relatives has or had pecuniary relationship or transaction with the Company, its holding, subsidiary or associate Company, or their promoters, or directors, amounting to two percent. or more of its gross turnover or total income or fifty lakh rupees or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;

e. who, neither himself nor any of his relatives-
i. holds or has held the position of a key managerial personnel or is or has been employee of the Company or its holding, subsidiary or associate Company in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed;

ii. is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed; of-

a. a firm of auditors or Company secretaries in practice or cost auditors of the Company or its holding, subsidiary or associate Company; or

b. any legal or a consulting firm that has or had any transaction with the Company, its holding, subsidiary or associate Company amounting to ten per cent or more of the gross turnover of such firm;
iii. holds together with his relatives two per cent or more of the total voting power of the Company; or

iv. is a Chief Executive or director, by whatever name called, of any non-profit organization that receives twenty-five per cent or more of its receipts from the Company, any of its promoters, directors or its holding, subsidiary or associate Company or that holds two per cent or more of the total voting power of the Company; or

f. who possesses such other qualification as may be prescribed under the applicable statutory provisions/ regulations

g. is a material supplier, service provider or customer or a lessor or lessee of the Company;

h. who is not less than 21 years of age.

“Key Managerial Personnel”:- Key Managerial Personnel (KMP) means-

i. the Chief Executive Officer or the managing director or the manager;

ii. the Whole-Time Director;

iii. the Company Secretary;

iv. the Chief Financial Officer; and

v. such other officer as may be prescribed under the applicable statutory provisions/ regulations

"Senior Management":- The expression ‘‘senior management’’ means personnel of the Company who are members of its core management team excluding Board of Directors comprising all members of management one level below the executive directors, including the functional heads.

Nomination and Remuneration Committee" shall mean a Committee of Board of Directors of the Company, constituted in accordance with the provisions of Section 178 of the Companies Act, 2013.

"Policy or This Policy" means, “Nomination and Remuneration Policy”.

"Remuneration" means any money or its equivalent given or passed to any person for services rendered by him and includes perquisites as defined under the Income-tax Act, 1961.

Unless the context otherwise requires, words and expressions used in this policy and not defined herein but defined in the Companies Act, 2013 as may be amended from time to time shall have the meaning respectively assigned to them therein.

Guiding Principles

The Policy ensures that

i. The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully.

ii. Relationship of remuneration to performance is clear and meets appropriate performance benchmarks.

iii. Remuneration to Directors, Key Managerial Personnel and Senior Management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.

Applicability:

The Policy is applicable to

i. Directors (Executive and Non Executive)

ii. Key Managerial Personnel

iii. Senior Management Personnel

iv. Employees

Constitution of the Nomination and Remuneration Committee:

The Board has the power to constitute/ reconstitute the Committee from time to time in order to make it consistent with the Company’s policy and applicable statutory requirement. At present, the Nomination and Remuneration Committee comprises of following Directors:

i. Mr. Mahendrabhai Lallubhai Machhi, Chairman (Non-Executive Independent Director)

ii. Mr. Kamlesh Narendrabhai Patel, Member (Non-Executive Independent Director)

iii. Mr. Rajeshbhai Tulsibhai Patel, Member (Non-Executive Independent Director)

Membership:

a. The Committee shall consist of a minimum 3 non-executive directors, majority of them being independent.

b. Minimum two (2) members shall constitute a quorum for the Committee meeting.

c. Membership of the Committee shall be disclosed in the Annual Report.

d. Term of the Committee shall be continued unless terminated by the Board of Directors

Chairman:

a. Chairman of the Committee shall be an Independent Director.

b. Chairperson of the Company may be appointed as a member of the Committee but shall not be a Chairman of the Committee.

c. In the absence of the Chairman, the members of the Committee present at the meeting shall choose one amongst them to act as Chairman.

d. Chairman of the Nomination and Remuneration Committee meeting could be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

Frequency of Meetings:

The Committee shall meet at such regular intervals as may be required.

Committee Members' Interests:

a. A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated.

b. The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

Secretary:

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

Voting:

a. Matters arising for determination at Committee meetings shall be decided by a majority of votes of Members present and voting and any such decision shall for all purposes be deemed a decision of the Committee.

b. In the case of equality of votes, the Chairman of the meeting will have a casting vote.

General Appointment Criteria:

i. The Committee shall consider the ethical standards of integrity and probity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and accordingly recommend to the Board his / her appointment.

ii. The Company should ensure that the person so appointed as Director/ Independent Director/ KMP/ Senior Management Personnel shall not be disqualified under the Companies Act, 2013, rules made there under or any other enactment for the time being in force.

iii. The Director/ Independent Director/ KMP/ Senior Management Personnel shall be appointed as per the procedure laid down under the provisions of the Companies Act, 2013, rules made there under, or any other enactment for the time being in force.

iv. The Company shall not appoint or continue the employment of any person as Managing Director/Whole-time Director/Manager who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing

a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years

Term / Tenure:
The Term / Tenure of the Directors shall be governed as per provisions of the Companies Act, 2013 and rules made there under as amended from time to time.

1. Managing Director/Whole-time Director/Manager (Managerial Person):- The Company shall appoint or re-appoint any person as its Managerial Person for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

2. Independent Director: - An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's Report. No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly. At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves as an Independent Director.

Evaluation:

The Committee shall carry out evaluation of performance of every Director, KMP and Senior Management at regular interval (yearly).

Removal:

Due to reasons for any disqualification mentioned in the Companies Act, 2013, rules made there under or under any other applicable Act, rules and regulations or any other reasonable ground, the Committee may recommend to the Board for removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the said Act, rules and regulations.

Retirement:

The Director, KMP and Senior Management shall retire as per the applicable provisions of the Companies Act, 2013 and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

Criteria for Evaluation of the Board:

Following are the Criteria for evaluation of performance of the Board:

1. Executive Directors:
The Executive Directors shall be evaluated on the basis of targets/Criteria given to executive Directors by the Board from time to time

2. Non Executive Director:
The Non Executive Directors shall be evaluated on the basis of the following criteria i.e. whether they:

a. act objectively and constructively while exercising their duties;

b. exercise their responsibilities in a bona fide manner in the interest of the Company;

c. devote sufficient time and attention to their professional obligations for informed and balanced decision making;

d. do not abuse their position to the detriment of the Company or its shareholders or for the purpose of gaining direct or indirect personal advantage or advantage for any associated person;

e. refrain from any action that would lead to loss of his independence

f. inform the Board immediately when they lose their independence,

g. Assist the Company in implementing the best corporate governance practices.

h. strive to attend all meetings of the Board of Directors and the Committees;

i. participate constructively and actively in the committees of the Board in which they are chairpersons or members;

j. strive to attend the general meetings of the Company;

k. keep themselves well informed about the Company and the external environment in which it operates;

l. do not to unfairly obstruct the functioning of an otherwise proper Board or committee of the Board;

m. Moderate and arbitrate in the interest of the Company as a whole, in situations of conflict between management and shareholder's interest.

n. Abide by Company's Memorandum and Articles of Association, Company's policies and procedures including code of conduct, insider trading etc.

Policy on Board diversity:

The Board of Directors shall have the optimum combination of Directors from the different areas/fields like production, Management, Quality Assurance, Finance, Sales and Marketing, Supply chain, Research and Development , Human Resources etc or as may be considered appropriate. The Board shall have at least one Board member who has accounting or related financial management expertise and financially literate.

Remuneration:

The Committee will recommend the remuneration to be paid to the Managing Director, Whole Time Director, KMP and Senior Management Personnel to the Board for their approval. The level and composition of remuneration so determined by the Committee shall be reasonable and sufficient to attract, retain and motivate directors, Key Managerial Personnel and Senior Management of the quality required to run the Company successfully. The relationship of remuneration to performance should be clear and meet appropriate performance benchmarks. The remuneration should also involve a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals:

General:

1. The remuneration / compensation / commission etc. to Managerial Person, KMP and Senior Management Personnel will be determined by the Committee and recommended to the Board for approval. The remuneration / compensation / commission etc. shall be subject to the prior/post approval of the shareholders of the Company and Central Government, wherever required

2. The remuneration and commission to be paid to Managerial Person shall be as per the statutory provisions of the Companies Act, 2013, and the rules made thereunder for the time being in force.

3. Increments to the existing remuneration / compensation structure may be recommended by the Committee to the Board which should be within the slabs approved by the Shareholders in the case of Managerial Person. Increments will be effective from the date of reappointment in respect of Managerial Person and 1st April in respect of other employees of the Company.

4. Where any insurance is taken by the Company on behalf of its Managerial Person, KMP and any other employees for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel. Provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.

Remuneration to Managerial Person, KMP and Senior Management:

1. Fixed pay: Managerial Person, KMP and Senior Management shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee in accordance with the statutory provisions of the Companies Act, 2013, and the rules made there under for the time being in force. The break-up of the pay scale and quantum of perquisites including, employer's contribution to P.F, pension scheme, medical expenses, club fees etc. shall be decided and approved by the Board on the recommendation of the Committee and approved by the shareholders and Central Government, wherever required.

2. Minimum Remuneration: If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Managerial Person in accordance with the provisions of Schedule V of the Companies Act, 2013 and if it is not able to comply with such provisions, with the prior approval of the Central Government.

3. Provisions for excess remuneration: If any Managerial Person draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Companies Act, 2013 or without the prior sanction of the Central Government, where required, he / she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company. The Company shall not waive recovery of such sum refundable to it unless permitted by the Central Government.

Remuneration to Non-Executive / Independent Director:

1. Remuneration / Commission: The remuneration / commission shall be in accordance with the statutory provisions of the Companies Act, 2013, and the rules made there under for the time being in force.

2. Sitting Fees: The Non- Executive / Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee thereof. Provided that the amount of such fees shall not exceed the maximum amount as provided in the Companies Act, 2013, per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.

3. Limit of Remuneration /Commission: Remuneration /Commission may be paid within the monetary limit approved by shareholders, subject to the limit not exceeding 1% of the net profits of the Company computed as per the applicable provisions of the Companies Act, 2013.

Minutes of Committee Meeting:
Proceedings of all meetings must be minute and signed by the Chairman of the said meeting or the Chairman of the next succeeding meeting. Minutes of the Committee meeting will be tabled at the subsequent Board and Committee meeting.

Deviations from this policy:
Deviations on elements of this policy in extraordinary circumstances, when deemed necessary in the interests of the Company, will be made if there are specific reasons to do so in an individual case

SOLEX ENERGY LIMITED
Sd/-

Date : 06.08.2019
Place : Vallabh Vidyanagar

Mrs. Jankiben Jaydeepsinh Sisodiya
Company Secretary

ANNEXURE "B" THE BOARD REPORT

Statement of Disclosure of Remuneration in accordance with Section 197(12) of the Companies Act, 2013 and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

Details of Director and KMPs remuneration:-

Sr No.	Name of Director/KMP	Designation	Remuneration (Amount in Rs.)
1	Kalpeshkumar Ramanbhai Patel	Managing Director	12,00,000
2	Jankiben Jaydeepsinh Sisodiya	Company Secretary	2,06,479
3	Vaibhavkumar Nagindas Shah*	Chief Financial Officer	2,95, 604
4	Brijesh Laeeladhar Hariya**	Chief Financial Officer	75,795

Notes:

- The Non-Executive and Independent Directors do not receive remuneration or sitting fees for attending the Board Meetings.
- During FY 2018-19, no employee received remuneration in excess of the highest paid directors.
- The Company pays remuneration to the Executive Directors, Key Managerial Personnel and other employees in accordance with its Remuneration Policy.
- Mr. Brijesh Leeladhar Hariya has been appointed as Chief Financial Officer w.e.f 06.03.2019 in place of Mr.Vaibhav Nagindas Shah.

Other Disclosures:

Total no. of Permanent Employees on Company's roll	31.03.2019
Excl KMPs	62
Incl KMPs	65

SOLEX ENERGY LIMITED

Sd/-

Date : 06.08.2019
Place : Vallabh Vidyanagar

Mrs. Jankiben Jaydeepsinh Sisodiya
Company Secretary

ANNEXURE "C" THE BOARD REPORT

INFORMATION AS PER SECTION 134(3)(m) OF THE COMPANIES ACT, 2013 READ WITH RULE 8(3) OF THE COMPANIES (ACCOUNTS) RULES, 2014 AND FORMING PART OF THE BOARD REPORT FOR THE YEAR ENDED 31ST MARCH, 2019

(A) CONSERVATION OF ENERGY:

Energy conservation measures taken during the year include the following:

- Monitoring closely high energy consuming equipment.
- Installation of capacitors bank for achieving optimum power factor.
- Use of Stabilizers on entire factory lighting thereby achieving overall reduction in energy consumption.
- Optimum uses of compressors & monitoring air losses
- Impact of the measures of 1, 2, 3 & 4 above for reduction of energy consumption and consequent impact on the cost of production of goods. Saving in fuel cost was achieved.

(B) TECHNOLOGY ABSORPTION:

- The Company is using Latest technology for manufacturing of the products and same has been fully absorbed.
- The Company is continuously improving its quality and installed Latest Equipment and new Testing & Measuring equipment.

(C) FOREIGN EXCHANGE EARNINGS AND OUTGO

(Amount in Rs.)

Particulars	2018-19	2017-18
Total foreign exchange out go	8,56,14,501.55	24,85,682
Total foreign exchange inflow	-	88,78,522

SOLEX ENERGY LIMITED

Sd/-

Date : 06.08.2019
Place : Vallabh Vidyanagar

Mrs. Jankiben Jaydeepsinh Sisodiya
Company Secretary

ANNEXURE "D" THE BOARD REPORT

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Industry structure and development

Solex is a leading Manufacturer of Solex PV module in India. Changing economic and business conditions, technological innovation and technology adoption are making the markets more competitive. The customer focus has shifted to cost saving and alternate solution. Solex always provides the optimum solution to its customer.

There are challenging times across the world. Almost every business every individual is being impacted in these times and your Company is no exception to it. This is the time for us to show what we are made up of. We must work harder and smarter, delight our customers now more than ever. The true spirit is founded on our enthusiasm, on our constant will to renew, on our willingness to assume responsibility and to ensure that we succeed. Your Company backed by a list of Multinational and Indian Corporate Giants and remarkable processing talents was able to face those challenges by bolstering talent and cost effective plans across the Company.

Performance Analysis

The performance analysis for the year; we achieved a Net Revenue of Rs.14933.79 /-lacs during the year. The Interest & Finance Costs for the year stood at Rs.74.51 lacs.

Opportunities & Threats

Compared to the Global crisis, the effect on India was less pronounced. The main factor is the domestic consumption in India is sufficiently large. Sustained domestic growth will bring improvement in all facets of life. World markets continued to remain in the slump but do recognize the competitiveness of Indian products and services.

This will in turn accelerate the pace of the domestic markets too in future.

India's power sector is one of the most diversified in the world. Sources of power generation range from conventional sources such as coal, lignite, natural gas, oil, hydro and nuclear power to viable non-conventional sources such as wind, solar, and agricultural and domestic waste. Electricity demand in the country has increased rapidly and is expected to rise further in the years to come. In order to meet the increasing demand for electricity in the country, massive addition to the installed generating capacity is required. So renewable energy sector is most valuable in India as well as in World and our Company is working in this sector so we have a bright future. Government has also taken initiative steps for using solar source in electricity consumption like subsidy.

The existing expanded scale of our operations, future developments, low overheads, and qualities of products matching with International Standards are our inherent strengths. This in turn continues to give us unparalleled platform to be more competitive. We are focused to deliver superior values to customers, ensuring International qualities for all the products and services.

Outlook

We are one of the oldest Companies in the field of manufacturing of Solar PV Module. The New Year started with positive note; people started getting over the increased costs. The required / requested price rise was also coming from some sectors; to start with. Marketing Strategy and efforts to cater to diverse industrial applications were showing results and sales are growing from early parts of the year itself, newer opportunities are showing positive signs and contracted sales opportunities are offered.

Risk Management

Renewable energy sector has a certain specific set of risk characteristics, which needs to be carefully evaluated and mitigated. In order to effectively manage the same, the Company has evolved proactive Risk Management System, which is adhered to. The risk management covers the entire process from capital investment, competitors' activities, new entrants etc. Continual reforms and emphasis on technological developments shall reduce the exposure to risk.

Internal Control Systems

There are adequate internal control systems operating in the Company, which are commensurate with the size and operations of the Company. The Audit Committee supervises the checks and controls exercised,

and reports any suggestions or deviations on a continuing basis. The authority and responsibility of every employee is defined, thus leaving no scope for any deviation.
Further, during the current year the Company has maintained ISO 9001 – 2008 Certification. This has further improved the efficiency and the responsibility of the employees.

Financial performance vis-à-vis Operational performance

Our production and revenues have increased during the current year. There has been an all round growth in the renewable energy market.
The performance analysis for the year; we achieved a Net Revenue of Rs. 14933.79 lacs during the year. The Interest & Finance Costs for the year stood at Rs. 74.51 Lacs which is nearly 0.50% of the Net Sales & Depreciation at Rs. 58.34 Lacs. The (Cost of Material Consumed) stood at Rs. 12556.48 Lacs.
The Company has paid all the Financial Commitments to Bank within the stipulated period as per the Audit Report. The production costs in absolute terms, increased during the current year.

Human Resources

The focus is on the capability development, performance management and employee engagement. This is expected to improve the cost competitiveness through greater levels of employee participation, commitment and involvement.

Cautionary Statement

Statement in this management analysis detailing the Company's objectives, projections, estimates, expectations, or predictions may be "forward looking" statements within the meaning of applicable laws and regulations. Actual results may differ materially from those expressed in the statement. Important factors that may influence your Company's operations include Global and domestic supply and demand conditions affecting selling prices, input availability and prices, changes in Government policies, regulations, tax regimes, economic development within and outside the country and other allied factors. The Company assumes no responsibility to publicly amend, modify or revise the forward looking statement on the basis of subsequent developments, information or events.

SOLEX ENERGY LIMITED
Sd/-

Date : 06.08.2019
Place : Vallabh Vidyanagar

Mrs. Jankiben Jaydeepsinh Sisodiya
Company Secretary

ANNEXURE "E" THE BOARD REPORT

AOC-2
[Pursuant to clause (h) of sub-section (3) of section 134 of
the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014.]
Form for disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

A. Details of contracts or arrangements or transactions not at arm's length basis

During the year, The Company has not entered into any contracts or arrangementswith any of the related party which are not on arm's length basis.

B. Details of material contracts or arrangement or transactions at arm's length basis

(2)	Leasing of property	
	(a) Name(s) of the related party and nature of relationship	Kalpeshkumar Ramanbhai Patel Kalpeshkumar Ramanbhai Patel is chairman cum Managing Director of the Company.
	(b) Nature of contracts/arrangements /transactions	Property on lease
	(c) Duration of the contracts/arrangements /transactions	01.04.2018 to 31.03.2019
	(c) Date(s) of approval by the Board, if any	02.06.2017
	(c) Amount paid as advances, if any:	Nil

SOLEX ENERGY LIMITED
Sd/-

Date : 06.08.2019
Place : Vallabh Vidyanagar

Mrs. Jankiben Jaydeepsinh Sisodiya
Company Secretary

FORM NO. MR-3
SECRETARIAL AUDIT REPORT

FOR THR FINANCIAL YEAR ENDED 31ST MARCH, 2019
[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,
SOLEX ENERGY LIMITED
Vithal Udyognagar.

We have conducted the Secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by SOLEX ENERGY LIMITED (hereinafter called the company). Secretarial Audit was conducted in accordance with the Guidance Notes issued by the Institute of Company Secretaries of India and in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the company's books, papers, minutes, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2019 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 the other records maintained by SOLEX ENERGY LIMITED for the financial year ended on 31st March, 2019 according to the provisions of:
(i) The Companies Act, 2013 (the Act) and the rules made there under;
(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings – As informed to us, there were no FDI transaction in the Company during the year under review.
(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
(c) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client – Company has appointed SEBI registered Category-I Registrar and Share Transfer Agent.
(d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

We further report that there were no actions/events in pursuance of the following regulations requiring compliance thereof by the Company during the period of this report:

(a) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
(b) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
(c) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
(d) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

(vi) Other Applicable Acts

As informed to us, there are no laws which have specific applicability to the Company other than general laws applicable to the industry generally.

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

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

(ii) The Listing Agreements entered into by the Company with National Stock Exchange of India Limited. (NSE Emerge).

(iii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation 2015.

During the Period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, standards, 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 was given to all the 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. However, there was no any dissenting views,

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

For Praful N. Vekariya
Praful N. Vekariya

Date : 20.07.2019
Place : Surat

Company Secretary
C P No.: 10858

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

ANNEXURE

To,
The Members,
Solex Energy Limited
Vithal Udyognagar.

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

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

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

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

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

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

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

For Praful N. Vekariya
Praful N. Vekariya

Date : 20.07.2019
Place : Surat

Company Secretary
C P No.: 10858

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members of
Solex Energy Limited
Vithal Udyognagar.

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Solex Energy Limited having CIN L40106GJ2014PLC081036 and having registered office at PLOT NO. 131/A, Phase 1, Nr. Krimy Industries, GIDC, Vithal Udyognagar - 388121 (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2019 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of appointment in Company
1	KALPESHKUMAR RAMANBHAI PATEL	01066992	13/10/2014
2	KAMLESH NARENDRABHAI PATEL	07920530	24/10/2017
3	RAJESHBHAI TULSIBHAI PATEL	07920531	24/10/2017
4	MAHENDRABHAI LALLUBHAI MACHHI	07922507	24/10/2017
5	DHARA DHARMESHKUMAR PATEL	07927111	17/07/2018
6	VIJAYKUMAR SAVJIBHAI VIRPARA	08181106	17/07/2018

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Praful N. Vekariya
Praful N. Vekariya

Date : 20.07.2019
Place : Surat

Company Secretary
C P No.: 10858

ANNEXURE "G" THE BOARD REPORT

FORM NO. MGT. 9

EXTRACT OF ANNUAL RETURN
as on the financial year ended on 2019
[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1)
of the Companies (Management and Administration) Rules, 2014]

REGISTRATION & OTHER DETAILS:

CIN	L40106GJ2014PLC081036
Registration Date	13/10/2014
Name of the Company	Solex Energy Limited
Category/Sub-category of the Company	Limited Company
Address of the Registered office & contact details	Plot No. 131/A, G.I.D.C. Estate, Phase I, Nr. Krimy Industries, Vithal Udyognagar Gujarat, India. PH. NO: (02692) 230317 E-MAIL: sesin2009@gmail.com
Whether listed Company	Yes (NSE EMERGE)
Name, Address & contact details of the Registrar & Transfer Agent, if any.	Skyline Financial Services Private Limited D-153 A, 1ST Floor, Okhla Industrial Area, Phase I, New Delhi -110 020. Contact Number : 011-41044923

PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY
(All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

Sr. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the
1	Solar Panels, lamps and solar instruments	4010	100

PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr.	Name and Address No.	CIN/GLN of The Company	Holding/ Subsidiary/Associate	% of Shares Held	Applicable Section
1	—	—	—	—	—
2	—	—	—	—	—

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 31-March-2019]				No. of shares held at the end of the year [As on 31-March-2019]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Indidual/HUF	34,79,360	-	34,79,360	70.43	34,79,360	-	34,79,360	70.43	-
b) Any Other (Trust)	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A)	34,79,360	-	34,79,360	70.43	34,79,360	-	34,79,360	70.43	-
B. Public Shareholding	14,60,640	-	14,60,640	29.57	14,60,640	-	14,60,640	29.57	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	49,40,000		49,40,000	100	49,40,000	-	49,40,000	100	-

B) Shareholding of Promoters

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged/ encumb-ered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged/ encumb-ered to total shares	
1	Kalpeshkumar R. Patel	34,79,360	70.43	-	34,79,360	70.43	-	-
	TOTAL	34,79,360	70.43	-	34,79,360	70.43	-	-

C) Change in Promoters' Shareholding (please specify, if there is no change) : N.A

D) Shareholding Pattern of top ten Shareholders: (other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No.	For Each of the Top 10 Shareholders	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.	BEELINE BROKING LIMITED	180000	3.65	268000	5.42
2.	BIJAL MUKESH SHA-HUF	196000	3.97	196000	3.96
3.	SMITABEN UPENDRABHAI SHELAT	44000	0.89	60000	1.21
4.	UPENDRA NARANJI SHELAT	44000	0.89	58000	1.17
5.	SHAH NALINKUMAR L	-	-	42000	0.89
6.	DARMESHSHKUMAR CHANDRAKANTBHAI PATEL	40000	0.81	40000	0.81
7.	ILESHKUMAR SURESHBHAI PATEL	40000	0.81	40000	0.81
8.	SHAH PARTHI JITAL	30000	0.61	30000	0.61
9.	Adheesh Kabra	28000	0.57	28000	0.57
10.	JM Finacial Services Ltd	26000	0.53	26000	0.53

E) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year				
1.	Kalpleshkumar Ramanbhai Patel	3479360	70.43	3479360	70.43
	At the end of the year	34,79,360	70.43	34,79,360	70.43
2.	Dhara Dharmeshkumar Patel	Nill	Nill	Nill	Nill
3.	Mahendeabhai Lallubhai Machi	Nill	Nill	Nill	Nill
4.	Rajeshbhai Tulsibhai Patel	Nill	Nill	Nill	Nill
5.	Kamlesh Narendrabhai Patel	Nill	Nill	Nill	Nill
6.	Jankiben Jaydeepsinh Sisodiya	Nill	Nill	Nill	Nill
7.	Vaibhavkumar Nagindas Shah	Nill	Nill	Nill	Nill
8.	Brijesh Leeladhar Hariya	Nill	Nill	Nill	Nill

F. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	6,26,28,213	-	-	6,26,28,213
ii) Interest due but not paid	-	-	-	-
iii)Interest accrued but not due	-	-	-	-
Total (i+ii+iii+)	6,26,28,213	-	-	6,26,28,213
Change in Indebtedness dueing the financial year				
* Addition	50,54,499	-	-	50,54,499
* Reduction	31,35,426	-	-	31,35,426
Net Change	19,19,073	-	-	19,19,073
Indebtedness at the end of the financial year				
i)Principal Amount	6,45,47,286	-	-	6,45,47,286
ii)Interest due but not paid	-	-	-	-
iii)Interest accrued but not due	-	-	-	-
Total (i+ii+iii+)	6,45,47,286	-	-	6,45,47,286

G. 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 MD/TD/Manager		Total Amount
		Kalpeshkumar R. Patel		
1.	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	12,00,000		12,00,000
	(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	-	-	-
5.	Other, please specify	-	-	-
	Total (A)	12,00,000		12,00,000
	Ceiling as per the Company	Not Applicable		

B. REMUNERATION TO OTHER DIRECTORS: NIL

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

Sr. No.	Particulars of Remuneration	Name of Key Managerial Personnel		Total Amount
		Vaibhavkumar Nagindas Shah(CFO)	Jankiben Jaydeepsinh Sisodiya (CS)	
1.	Gross salary (a)Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	2,95,604	2,06,479	5,02,084
	(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	-	-	-
	Total	2,95,604	2,06,479	5,02,084
	Ceiling as per the Company Act.	Not Applicable		

H. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NIL

SOLEX ENERGY LIMITED

Sd/-

Mrs. Jankiben Jaydeepsinh Sisodiya

Company Secretary

Date : 06.08.2019

Place : Vallabh Vidyanagar

INDEPENDENT AUDITOR'S REPORT

To the Members of SOLEX ENERGY LIMITED

Opinion

We have audited the financial statements of SOLEX ENERGY LIMITED ("the Company"), which comprise the balance sheet as at 31st March 2019, and the statement of Profit and Loss and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2019, its profit/loss and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statement of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming opinion thereon, and we do not provide a separate opinion on these matters.

There are no Key Audit Matters Reportable as per SA 701 issued by ICAI.

The Company's board of directors is responsible for the preparation of the other information.

The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, and Shareholder's Information, but does not include the financial statement and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

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

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken based on these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the 'Annexure A', a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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 and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.

d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

e) On the basis of the written representations received from the directors as on 31st March, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2019 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 with reference to financial statements 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 does not have any pending litigations which would impact its financial position.

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

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

As per Our Report of Even Date Attached
For : G S Mathur & Co.
Chartered Accountants
F. R. No. 008744N

CA Bhargav Vaghela
Partner
M. No. 124619
Date: 28th May, 2019 Place: Anand

ANNEXURE 'A'

THE ANNEXURE REFERRED TO IN PARAGRAPH 1 OF OUR REPORT ON"OTHER LEGAL AND REGULATORY REQUIREMENTS".

We report that:

i.

a. The company has maintained proper records showing full, including quantitative details and situation of its fixed assets.

b. No physical verification has been carried on by the management during the year. Accordingly, we were unable to comment on whether any material discrepancies were noticed on such verification and whether they are properly dealt with in the financial statements.

c. There are no immovable properties held in the name of the company as at balance sheet date.

ii. As explained to us, inventories have been physically verified during the year by the management at reasonable intervals. No material discrepancy was noticed on physical verification of stocks by the management as compared to book records.

iii. According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties listed in the register maintained under Section 189 of the Companies Act, 2013. Consequently, the provisions of clauses iii (a), (b) and (c)of the order are not applicable to the Company.

iv. In respect of loans, investments, guarantees, and security, provisions of section 185 and 186 of the Companies Act, 2013 have been complied with.

v. The company has not accepted any deposits from the public covered under sections 73 to 76 of the Companies Act, 2013.

vi. As per information & explanation given by the management, maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013.

vii.

a. According to the records of the company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-tax, Sales-tax, Service Tax, GST, Custom Duty, Excise Duty, value added tax, cess and any other statutory dues to the extent applicable, have generally been regularly deposited with the appropriate authorities. According to the information and explanations given to us there were no outstanding statutory dues as on 31st of March, 2019 for a period of more than six months from the date they became payable.

b. According to the information and explanations given to us, there is no amount payable in respect of income tax, service tax, GST, sales tax, customs duty, excise duty, value added tax and cess whichever applicable, which have not been deposited on account of any disputes.

ix. The company has not raised any money by way of initial public offer or further public offer (including debt instruments) or by way of term loans during the year.

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

xi. According to the information and explanations given to us, we report that managerial remuneration has been paid in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.

xii. The company is not a Nidhi Company. Therefore, clause (xii) of the order is not applicable to the company.

xiv. The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.

xv. Provisions of section 192 of Companies Act, 2013 have been complied with in case of non-cash transactions entered by the company with directors or persons connected with him

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

As per Our Report of Even Date Attached
For : G S Mathur & Co.
Chartered Accountants
F. R. No. 008744N

CA Bhargav Vaghela
Partner
M. No. 124619
Date: 28th May, 2019 Place : Anand

ANNEXURE 'B'

REPORT ON INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS

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 SOLEX ENERGY LIMITED ("the Company") as of March 31, 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that 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 judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls Over Financial Reporting

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

1. pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

2. provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

3. provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements

Inherent Limitations of Internal Financial Controls Over Financial Reporting.

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, 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.

As per Our Report of Even Date Attached
For : G S Mathur & Co.
Chartered Accountants
F. R. No. 008744N

CA Bhargav Vaghela
Partner
M. No. 124619
Date: 28th May, 2019 Place : Anand

SOLEX ENERGY LIMITED
BALANCE SHEET AS AT 31ST MARCH 2019

Particulars		Note No.	As at 31st March, 2019	As at 31st March, 2018
I.	**EQUITY AND LIABILITIES**			
1	**Shareholders' funds**			
	(a) Share capital	2	49,400,000	49,400,000
	(b) Reserves and surplus	3	130,358,061	86,573,580
	(c) Money received against share warrants		-	-
2	**Share application money pending allotment**		-	-
3	**Non-current liabilities**			
	(a) Long-term borrowings	4	1,255,954	3,838,200
	(b) Deferred tax liabilities (Net)		163,881	846,361
	(c) Other Long term liabilities		-	-
	(d) Long-term provisions		35,524,791	25,279,717
4	**Current liabilities**			
	(a) Short-term borrowings	5	63,291,332	58,790,013
	(b) Trade payables		416,423,892	273,534,191
	i) Total outstandig dues of MESEs		365,649,832	223,122,125
	ii) Total outstandig dues other than MESEs		50,774,060	53,589,889
	(c) Other current liabilities	6	8,303,250	6,947,904
	(d) Short-term provisions	7	6,182,139	11,660,824
	TOTAL RS.		**710,903,300**	**516,870,790**
II.	**ASSETS**			
	Non-current assets			
1	(a) Property Plant & Equipment	8		
	(i) Tangible assets		11,932,355	9,690,239
	(ii) Intangible assets		641,871	135,718
	(iii) Capital work-in-progress		236,000	-
	(iv) Intangible assets under development		-	-
	(b) Non-current investments		-	-
	(c) Deferred tax assets (net)		-	-
	(d) Long-term loans and advances		-	-
	(e) Other non-current assets	9	-	88,920
2	**Current assets**			
	(a) Current investments			-
	(b) Inventories	10	58,319,703	70,246,931
	(c) Trade receivables	11	555,818,920	379,470,891
	(d) Cash and cash equivalents	12	6,366,756	1,940,086
	(e) Short-term loans and advances	13	51,606,787	35,178,255
	(f) Other current assets	14	25,980,908	20,119,750
	TOTAL RS.		**710,903,300**	**516,870,790**
			79,972,564	65,151,738
	Significant accounting policies	1		
	The accompnying notes are an integral part of financial statements.			

For and on behalf of the board
For : Solex Energy Limited

Kalpesh Patel
C M D
(DIN 01066992)

Kamlesh Patel
Director
(DIN 07920530)

Brijesh Hariya
C F O

Janki Sisodiya
Company Secretary

Date: 28th May, 2019 Place : Anand

As per Our Report of Even Date Attached
For : G S Mathur & Co.
Chartered Accountants
F. R. No. 008744N

CA Bhargav Vaghela
Partner
M. No. 124619

Date: 28th May, 2019 Place : Anand

SOLEX ENERGY LIMITED

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2019

	Particulars	Note No.	Period Ended 31st March, 2019	Period Ended 31st March, 2018
I.	Revenue from operations	16	1,490,591,358	1,012,500,615
II.	Other income	17	2,787,897	1,567,852
III.	**Total Revenue (I + II)**		**1,493,379,256**	**1,014,068,467**
IV.	Expenses:			
	Cost of materials consumed	18	1,255,648,057	946,699,671
	Purchases of Stock-in-Trade		-	-
	Changes in inventories of Finished Goods	19	31,903,859	(44,479,604)
	Employee benefits expense	20	12,760,791	8,135,332
	Finance costs	21	7,451,729	7,959,648
	Depreciation and amortization expense	8	5,834,338	6,545,228
	Other expenses	22	111,738,206	45,396,693
	Total expenses		1,425,336,981	970,256,968
V.	**Profit before exceptional and extraordinary items and tax (III-IV)**		**68,042,275**	**43,811,498**
VI.	Exceptional items		-	-
VII.	**Profit before extraordinary items and tax (V - VI)**		**68,042,275**	**43,811,498**
VIII.	Extraordinary Items		-	-
IX.	**Profit before tax (VII- VIII)**		**68,042,275**	**43,811,498**
X.	Tax expense:			
	(1) Current tax		19,000,000	13,500,000
	(2) Deferred tax		(682,480)	(1,272,916)
XI.	**Profit (Loss) for the period from continuing operations (VII-VIII)**		**49,724,755**	**31,584,414**
XII.	Profit/(loss) from discontinuing operations			-
XIII.	Tax expense of discontinuing operations			-
XIV	**Profit/(loss) from Discontinuing operations (after tax) (XII-XIII)**		-	-
XV	**Profit (Loss) for the period (XI + XIV)**		**49,724,755**	**31,584,414**
XVI	Earnings per equity share:			
	(1) Basic		10.07	6.39
	(2) Diluted		10.07	6.39

For and on behalf of the board
For : Solex Energy Limited

Kalpesh Patel	Kamlesh Patel	Brijesh Hariya	Janki Sisodiya
C M D	Director	C F O	Company Secretary
(DIN 01066992)	(DIN 07920530)		

Date: 28th May, 2019 Place : Anand

As per Our Report of Even Date Attached
For : G S Mathur & Co.
Chartered Accountants
F. R. No. 008744N

CA Bhargav Vaghela
Partner
M. No. 124619

Date: 28th May, 2019 Place : Anand

SOLEX ENERGY LIMITED

Notes Forming part of Financial statements

Note 2 Share capital

Share Capital	As at 31st March, 2019		As at 31st March, 2018	
	Number	Rs.	Number	Rs.
Authorised				
Equity Shares of Rs. 10 each	6,000,000	60,000,000	6,000,000	60,000,000
Issued				
Equity Shares of Rs. 10 each	4,940,000	49,400,000	4,940,000	49,400,000
Subscribed & Paid up				
Equity Shares of Rs. 10 each	4,940,000	49,400,000	4,940,000	49,400,000
Total	4,940,000	49,400,000	4,940,000	49,400,000

Note 2.1 Share Capital Reconciliation

Particulars	Equity Shares		Equity Shares	
	Number	Rs.	Number	Rs.
Shares outstanding at the beginning of the year	4,940,000	49,400,000	2,225,000	22,250,000
Add : Shares Issued during the period by bonus	-	-	13,35,000	1,33,50,000
Add : Shares Issued during the period by IPO	-	-	13,80,000	1,38,00,000
Less : Shares bought back during the period	-	-	-	-
Shares outstanding at the end of the period	4,940,000	49,400,000	4,940,000	49,400,000

Note 2.2 Shares held by each shareholder holding more than Five percent shares of share capital

Name of Shareholder	As at 31st March, 2019		As at 31st March, 2018	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Kalpeshkumar Patel	3,479,360	70.43%	3,479,360	70.43%

Note 3 Reserves and surplus

Particulrars	As at 31st March, 2019	As at 31st March, 2018
c. Securities Premium Account		
Opening Balance	54,466,566	-
Add : Securities premium credited on Share issue	-	57,960,000
Less : Premium Utilised for Issue Expenses	21,874	3,493,434
Closing Balance	54,444,692	54,466,566
h. Surplus		
Opening balance	32,107,014	13,872,600
Add : Net Profit/(Net Loss) For the current Period	49,724,755	31,584,414
Add : Transfer from Reserves	-	-
Less : Proposed Dividends	-	-
Less : Interim Dividends	-	-
Less : Final Dividend (Rs. 1.00 per share)	4,940,000	-
Less : Dividend Distribution Tax	978,400	-
Less : Issue of Bonus Shares	-	13,350,000
Closing Balance	75,913,369	32,107,014
Total Rs.	130,358,061	86,573,580

For : Solex Energy Limited

Kalpesh Patel	Kamlesh Patel	Brijesh Hariya	Janki Sisodiya
C M D	Director	C F O	Company Secretary
(DIN 01066992)	(DIN 07920530)		

Note 4 Long-term borrowings

Particulars	As at 31st March, 2019	As at 31st March, 2018
Secured		
(a) Term loans		
from banks		
Bank of Baroda TL-02820	956,528	3,500,000
(Secured By Hypothication of Stock & Book Debt)		
Kotak Bank TL - 152931165	299,426	-
(Secured By PDC)		
CAR Hyundai I-10 - 697	-	338,200
(Secured By Respective Vehicle)		
Unsecured	-	-
Total Rs.	1,255,954	3,838,200

Note 5 Short-term borrowings

Particulars	As at 31st March, 2019	As at 31st March, 2018
Secured		
Loans repayable on demand		
Bank of Baroda CC-0055	59,943,898	56,596,288
(Secured By Hypothication of Stock & Book Debt)		
Bank of Baroda TL-02820	2,543,472	2,000,000
(Secured By Hypothication of Plant & Machinery)		
Bank of Baroda-Term Loan-2601	-	12,598
(Secured By Hypothication of Plant & Machinery)		
Kotak Bank TL - 152931165	600,287	
(Secured By PDC)		
CAR Loan-Maruti ECO	-	-
(Secured By Maruti Eco Car)		
CAR Loan-Innova	-	61,691
(Secured By Respective Vehicle)		
VVCC Bank A/c-4151	-	-
(Secured By Fixed Deposit of the Director)		
CAR Hyundai I-10 - 697	142,538	119,436
(Secured By Respective Vehicle)		
From Others	-	-
Unsecured	61,137	-
Total Rs.	63,291,332	58,790,013

For : Solex Energy Limited

Kalpesh Patel	Kamlesh Patel	Brijesh Hariya	Janki Sisodiya
C M D	Director	C F O	Company Secretary
(DIN 01066992)	(DIN 07920530)		

Note 6 Other current liabilities

Particulars	As at 31st March, 2019	As at 31st March, 2018
Advance Received From Customer	8,303,250	6,947,904
Advance Received From Customer	8,303,250	-
Total Rs.	8,303,250	6,947,904

Note 7 Short-term provisions

Particulars		As at 31st March, 2019		As at 31st March, 2018
(a) Others		6,174,139		11,660,823
Telephone Bill Payable		10,918		-
Rent Payable		10,000		-
Audit Fees Payable		180,000		180,000
Electricity Bill Payable		125,674		80,820
Professional Tax Payable		6,620		7,060
TDS Payable		1,966,772		3,754,681
Provident Fund Payable		93,153		25,565
GST PAYABLE		164,636		110,672
		-		-
Income Tax Provision	19,000,000		13,500,000	-
Less : Advance Tax & TDS Paid	15,383,635	3,616,365	5,997,975	7,502,025
(b) Dividend Payable - 2017-18		8,000		-
Total Rs.		6,182,139		11,660,823

For : Solex Energy Limited

Kalpesh Patel	Kamlesh Patel	Brijesh Hariya	Janki Sisodiya
C M D	Director	C F O	Company Secretary
(DIN 01066992)	(DIN 07920530)		

Notes Forming part of Financial statements
31st March, 2019

Note 8: Property Plant & Equipment

	Particulars	Gross Block							Accumulated Depreciation					Net Block	
		Balance as at 1 April 2018	Additions/ (Disposals)	Revaluations/ (Impairments)/ Capital Subsidy	Balance as at 31 March 2019	Residual Value	Carrying Amount	Useful Life Years	Balance as at 1 April 2018	Depreciation charge for the Period	Adjustment due to Changed in Depreciation Method	On disposals	Balance as at 31 March 2019	Balance as at 31 March 2019	Balance as at 31 March 2018
a	**Tangible Assets**														
	Furniture & Fixture	170,781	146,250	-	317,031	15,852	301,179	7	36,348	38,653	-	-	75,001	242,030	134,433
	Plant & Machinery	4,427,935	7,278,004	-	11,705,939	585,297	11,120,642	5	2,681,063	1,653,323	-	-	4,334,386	7,371,553	1,746,872
	Plant & Machinery (Renewable Energy Device manufacturing)	13,302,715	-		13,302,715	665,136	12,637,579	3	9,155,056	3,339,568	-	-	12,494,624	808,091	4,147,659
	Computer	826,607	-		826,607	41,330	785,277	3	341,247	209,053	-	-	550,300	276,307	485,360
	Office Equipment	1,141,174	140,445		1,281,619	64,081	1,217,538	5	442,776	232,788	-	-	675,564	606,055	698,398
	Vehicle	2,975,787	472,929		3,448,716	172,436	3,276,280	10	498,270	322,127	-	-	820,397	2,628,319	2,477,516
	Total	**22,844,998**	**8,037,628**	**-**	**30,882,626**	**1,544,131**	**29,338,495**		**13,154,760**	**5,795,512**	**-**	**-**	**18,950,272**	**11,932,355**	**9,690,239**
b	**Intangible Assets**	158,278	544,980	-	703,258	35,163	668,095	10	22,560	38,826	-	-	61,386	641,871	135,718
	Total	158,278	**544,980**	**-**	**703,258**	**35,163**	**668,095**		**22,560**	**38,826**	**-**	**-**	**61,386**	**641,871**	**135,718**
c	**Capital Work In Progress**		236,000		236,000	-	236,000		-	-	-	-	-	236,000	-
	Total	-	**236,000**	**-**	**236,000**	**-**	**236,000**		**-**	**-**	**-**	**-**	**-**	**236,000**	**-**
d	**Intangible assets under Development**														
	Total	23,003,276	8,818,608	-	31,821,884	1,579,294	30,242,590	-	13,177,320	5,834,338	-	-	19,011,658	12,810,226	9,825,957

For and on behalf of the board
For : Solex Energy Limited

As per Our Report of Even Date Attached
For : G S Mathur & Co.
Chartered Accountants
F. R. No. 008744N

For : Solex Energy Limited

Kalpesh Patel
C M D
(DIN 01066992)

Kamlesh Patel
Director
(DIN 07920530)

Brijesh Hariya
C F O

Janki Sisodiya
Company Secretary

CA Bhargav Vaghela
Partner
M. No. 124619

Date: 28th May, 2019 Place : Anand

Date: 28th May, 2019 Place : Anand

Notes Forming part of Financial statements

Note 9 Other non-current assets

Particulars	As at 31st March, 2019	As at 31st March, 2018
Miscellaneous Exps	-	88,920
Total Rs.	-	88,920

Note 10 Inventories

Particulars	As at 31st March, 2019	As at 31st March, 2018
Raw Materials and components (As Certified by Management)	26,652,056	6,675,425
Finished goods (As Certified by Management)	31,667,647	63,571,506
Total	58,319,703	70,246,931

Note 11 Trade receivables

Particulars	As at 31st March, 2019	As at 31st March, 2018
Trade receivables outstanding for a period less than six months from the date they are due for payment		
Secured, considered good	-	-
Unsecured, considered good	502,476,637	364,381,184
Unsecured, considered doubtful		
Less: Provision for doubtful debts		
Trade receivables outstanding for a period exceeding six months from the date they are due for payment		
Secured, considered good	-	-
Unsecured, considered good	53,342,283	15,089,707
Unsecured, considered doubtful	-	-
Less: Provision for doubtful debts	-	-
Total	555,818,920	379,470,891

Note 12 Cash and cash equivalents

Particulars	As at 31st March, 2019	As at 31st March, 2018
a. Balances with banks	3,127,750	726,470
Kotak Bank- 7008	191,051	-
Bank of Baroda-1121	2,463,415	74,893
Bank of Baroda- Dividend	8,000	-
State Bank Of India-4794	24,649	3,348
HDFC Bank Ltd. - Credit Card	-	161,648
Bank of Baroda A/c-1195- (Escrow)	440,636	345,400
Bank of Baroda - 1248	-	141,036
Axis Bank Credit Card-1491	-	145
b. Cash on hand & Equivalent	3,239,006	1,213,616
Total Rs.	6,366,756	1,940,086

Note 13 Short-term loans and advances

Particulars	As at 31st March, 2019	As at 31st March, 2018
Advance for Material Purchase	8,002,608	15,198,811
Secured, considered good		-
Unsecured, considered good		-
Various EMD Deposites	43,604,179	19,979,444
Total Rs.	51,606,787	35,178,255

For : Solex Energy Limited

Kalpesh Patel	Kamlesh Patel	Brijesh Hariya	Janki Sisodiya
C M D	Director	C F O	Company Secretary
(DIN 01066992)	(DIN 07920530)		

Particulars	As at 31st March, 2019	As at 31st March, 2018
Prepaid Insurance	359,327	187,386
Prepaid Expenses	45,750	-
Advance to Staff	658,286	239,036
Other Advances	29,555	15,000
Balances with statutory/ govt authorities	24,887,990	19,678,328
GST	19,524,002	15,553,592
VAT	765,438	1,620
IGST Refund on Export	443,926	443,926
GST TDS Recv-MGVCL-Sky	475,434	
WCT Receivable 2%	3,679,190	3,679,190
Total Rs.	25,980,908	20,119,750

Note 15 Contingent liabilities

Particulars	As at 31st March, 2019	As at 31st March, 2018
Bank Guarantee	79,925,244	65,139,488
Liability on Traces	47,320	12,250
Total Rs.	79,972,564	65,151,738

For : Solex Energy Limited

Kalpesh Patel	Kamlesh Patel	Brijesh Hariya	Janki Sisodiya
C M D	Director	C F O	Company Secretary
(DIN 01066992)	(DIN 07920530)		

SOLEX ENERGY LIMITED
PROFIT LOSS NOTES

Notes Forming part of Financial statements

Note 16 Revenue from operations

Particulars	Period Ended 31st March, 2019	Period Ended 31st March, 2018
Sale of Products		
Finished Goods	1,411,204,547	1,002,057,094
Sale of Services		
Installation & Commissioning Charges	79,386,811	10,443,520
Total Rs.	1,490,591,358	1,012,500,615

Note 17 Other income

Particulars	Period Ended 31st March, 2019	Period Ended 31st March, 2018
Freight Charges - Sales	(2,250)	
Interest on Deposit	1,180,489	776,298
Gain / Loss on Forex Transaction	1,265,598	106,866
Duty Drawback	43,797	44,933
Insurance Claim Income	73,760	-
DIC Interest	226,503	639,755
Total Rs.	2,787,897	1,567,852

Note 18 Cost of materials consumed

Particulars	Period Ended 31st March, 2019	Period Ended 31st March, 2018
Inventories at the Beginning of the year	6,675,425	8,142,098
Add: Purchases during the Period	1,275,624,688	945,232,998
less: inventories at the end of the Period	26,652,056	6,675,425
Cost Of Materials Consumed	1,255,648,057	946,699,671

Note 19 Changes in inventories of Finished Goods

Particular	Period Ended 31st March, 2019	Period Ended 31st March, 2018
Inventories at the beginnig of the year	63,571,506	19,091,902
Inventories at the end of the Period	31,667,647	63,571,506
Total	31,903,859	(44,479,604)

Note 20 Employee benefits expense

Particulars	Period Ended 31st March, 2019	Period Ended 31st March, 2018
Salary Exps	10,965,525	6,893,349
Staff Welfare expenses	100,857	17,862
Staff Bonus Exps.	494,409	164,121
Directors Remuneration	1,200,000	1,060,000
Total	12,760,791	8,135,332

For : Solex Energy Limited

Kalpesh Patel	Kamlesh Patel	Brijesh Hariya	Janki Sisodiya
C M D	Director	C F O	Company Secretary
(DIN 01066992)	(DIN 07920530)		

Note 21 Finance costs

Particular	Period Ended 31st March, 2019	Period Ended 31st March, 2018
Bank Charges	843,841	465,110
Bank Gurantee Charges	2,127,500	2,913,741
Interest On Car Loan	25,298	31,946
Interest On CC	4,072,573	3,709,574
Interest On FD/OD	-	12,482
Interest On Term Loan	382,517	826,795
Total	7,451,729	7,959,648

Note 22 Other Expenses

Particular	Period Ended 31st March, 2019	Period Ended 31st March, 2018
Manufacturing Expenses		
Freight Expenses	6,105,604	2,772,357
Production Expenses	74,980,039	8,858,853
Custom Duty	2,007,312	254,016
Administrative Expenses		
Advertisement Exps	572,247	404,929
Annual Maintenance Charges Prov.	10,245,074	25,279,717
Auditor's Remunaration	300,000	205,000
Bad Debts Written Off	1,944,840	-
Commission On Sales	1,674,948	569,249
Computer & Printer Exps	3,588	90,019
Courier & Postage Exps	93,288	66,312
Credit Report Charges	5,045	-
Donation Exp	42,000	15,500
Exhibition Expense	622,320	413,176
Exps. On Increase of Authorised Capital	-	375,000
GIDC Charges	4,337	87,009
Inspection Charges.	28,814	-
Insurance Exps	1,187,908	442,824
Interest on Income Tax & TDS	544,449	11,705
Issue Exps	1,976	-
Kasar & Discount	70,341	450,932
Key Men Insurance Premium	362,715	
Legal fees	46,300	868,688
Loading & Unloading Exps	184,392	68,152
Membership fess	78,110	166,740
Miscellaneous expenditure written off during the Period	89,220	66,896
Net Meter Charges	1,873,488	36,989
Balance C/f.	103,068,356	41,504,063

For : Solex Energy Limited

Kalpesh Patel	Kamlesh Patel	Brijesh Hariya	Janki Sisodiya
C M D	Director	C F O	Company Secretary
(DIN 01066992)	(DIN 07920530)		

Note 22 Other Expenses (Cont.)

Particular	Period Ended 31st March, 2019	Period Ended 31st March, 2018
Balance B/d.	103,068,356	41,504,063
Notified Area Tax	76,714	-
Office Exps	460,499	357,433
Petrol & Diesel Exps	290,671	98,904
Printing & Stationery Exps	255,258	138,018
Processing Fees	105,693	-
Professional fee	971,823	-
Professional Tax - Company	2,400	-
Registration Fees	474,179	-
Rent Expense	1,926,000	1,250,500
Repair & Maintainance Exps	435,635	248,421
ROC Fees	7,900	-
Round Off	(2,855)	-
Security Exps	130,641	-
Site Exps	5,315	-
Stamp Duty Exp	1,189,925	-
Telephone & Mobile Exps	197,008	184,001
Tender Fees	463,967	307,700
Travelling Exps- Local & Foreign	2,088,142	1,147,051
VAT/CST/Service/Professional tax interest	(437,223)	103,668
Web Hosting Charges	28,160	56,935
Total	111,738,206	45,396,693

For : Solex Energy Limited

Kalpesh Patel	Kamlesh Patel	Brijesh Hariya	Janki Sisodiya
C M D	Director	C F O	Company Secretary
(DIN 01066992)	(DIN 07920530)		

SOLEX ENERGY LIMITED

CASHFLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2019

Amt. In Rs.

Sr. No.	PARTICULARS	For the year ended 31st March 2019	For the year ended 31st March, 2018
I	**CASH FLOW FROM OPERATING ACTIVITIES:**		
	Net Profit (Loss) As per Profit & Loss Account	49,724,754.98	31,584,414.40
a	Tax and Extra-Ordinary Item :-		
	Income Tax	19,000,000.00	13,500,000.00
	Deffered Tax	(682,480.00)	(1,272,916.00)
	Net Profit (Loss) before tax	68,042,274.98	43,811,498.40
b	Adjustments :-		
	Interest and finance cost	7,451,729.45	7,959,648.21
	Depreciation	5,834,338.27	6,545,228.00
	Interest Income	(1,406,992.00)	(1,416,053.00)
	Operating profit(loss) before working capital changes	79,921,350.70	56,900,321.61
c	Adjustments :-		
	Decrease/(Increase) in Trade Receivables	(176,348,028.70)	(210,987,423.79)
	Decrease/(Increase) in Inventories	11,927,228.00	(43,012,930.86)
	(Decrease)/Increase in Short term Borrowings	4,501,319.36	52,359,189.75
	(Decrease)/Increase in Trade Payables	142,889,700.93	167,624,440.54
	(Decrease)/Increase in Other Current liabilities	1,355,346.00	(81,706,639.00)
	(Decrease)/Increase in Short term Provision	(5,478,684.77)	8,739,636.05
	(Decrease)/Increase in Long term provision	10,245,074.00	25,279,717.00
	Net Cash Flow before tax and extra ordinary item	69,013,305.52	(24,803,688.70)
	Direct Taxes Paid	(19,000,000.00)	(13,500,000.00)
	Less: Extraordinary Items	-	-
	Net Cash Flow from Operating Activities	**50,013,305.52**	**(38,303,688.70)**
II	**CASH FLOW FROM INVESTING ACTIVITIES:**		
a	Acquisition of Property Plant & Equipment	(8,582,607.86)	(288,226.01)
b	Sale of Property Plant & Equipment	-	-
c	Increase in Capital Work in Progress	(236,000.00)	-
d	Dividend received	-	-
e	Interest Income	1,406,992.00	1,416,053.00
f	Decrease/(Increase) in Non Current Investment	-	-
g	Decrease/(Increase) in Long term loan and advances	-	-
h	Decrease/(Increase) in Other Non Current Asset	88,920.00	66,896.00
i	Decrease/(Increase) in Short term loans and advances	(16,428,531.74)	(21,259,083.13)
j	Decrease/(Increase) in Other Current Asset	(5,861,157.89)	(13,615,215.50)
	Net Cash Flow from Investing Activities	**(29,612,385.49)**	**(33,679,575.64)**

For : G S Mathur & Co.
Chartered Accountants
F. R. No. 008744N

CA Bhargav Vaghela
Partner
M. No. 124619

For : Solex Energy Limited

Kalpesh Patel	Kamlesh Patel	Brijesh Hariya	Janki Sisodiya
C M D	Director	C F O	Company Secretary
(DIN 01066992)	(DIN 07920530)		

III	**CASH FLOW FROM FINANCING ACTIVITIES:**		
a	Due to Increase in Share Capital	-	13,800,000.00
b	Repayment of Long Term Borrowings	(2,582,246.34)	(1,734,770.58)
c	Share Premium Received	-	57,960,000.00
d	Share Issue Expense (squared off against Securities Premium)	(21,874.00)	(3,493,434.47)
e	Interest & Finance Cost	(7,451,729.45)	(7,959,648.23)
f	Dividend Paid	(5,918,400.00)	-
	Net Cash Flow from Financing Activities	**(15,974,249.79)**	**58,572,146.72**
	Net Increase in Cash and Equivalent.(I+II+III)	4,426,670.24	(13,411,117.62)
	Cash And Cash Equivalents as at the Beginning of the year	1,940,085.98	15,351,203.60
	Cash And Cash Equivalents as at the year end	**6,366,756.22**	**1,940,085.98**

Notes :

1 Cash Flow Statement has been prepared under the 'Indirect Method' as set out in the Accounting Standard (AS)- 3 Cash Flow Statements" as specified in the Companies (Accounts) Rules, 2014.

The accompanying notes are an integral part of the financial Statements

For and on behalf of the board
For : Solex Energy Limited

As per Our Report of Even Date Attached

For : G S Mathur & Co.
Chartered Accountants
F. R. No. 008744N

For : Solex Energy Limited

CA Bhargav Vaghela
Partner
M. No. 124619

Kalpesh Patel	Kamlesh Patel	Brijesh Hariya	Janki Sisodiya
C M D	Director	C F O	Company Secretary
(DIN 01066992)	(DIN 07920530)		

SOLEX ENERGY LIMITED

Notes forming part offinancial statement Note 1: Significant Accounting Policies

1. Corporate Information

The Solex Energy Limited (the 'Company') is a public limited domiciled and incorporated in India under Indian Companies Act. The registered office of the company is located at Plot No.131/A, Phase 1, Nr. Krimy Industries, GIDC, Vitthal Udyognagar, Anand – 388121, India. The principal business of the company is manufacturing of solar panels and other renewable energy devices and installation of system on EPC basis.

2. Statement of Compliance

All assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle and other criteria set out in the Schedule II to the Companies Act, 2013. Based on the nature of products and services and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

3. Authorized Share Capital

In respect of Authorized Share Capital:

The Company has Authorized share capital during the year 60,00,000 Shares of Rs.10/- each.

In respect of Issued, Subscribed& Paid up Share Capital:

The Company has no change in issued, subscribed and paid up share capital for the year.

4. Share Premium

The company has Rs. 544,44,693 as share premium. Further, share issue expenses relating to IPO conducted during financial year 2017-18 to the extent of Rs. 21,874 has been net off against share premium.

5. Accounting Policies

Significant accounting policies adopted in the preparation and presentation of the accounts is as under :-

a) Basis of Accounting

The Company has adopted the accrual system of accounting and the accounts are prepared on a going concern concept.

b) Property, Plant and Equipment

Property, plant and equipment is stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes purchase price (net of trade discount and rebates) and any directly attributable cost of bringing the asset to its working condition for its intended use.

Intangible assets are recorded at the consideration paid for acquisition of such assets and carried at cost less accumulated amortization and impairment loss, if any.

Capital work in progress is stated at cost, net of accumulated impairment loss, if any. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in the statement of profit and loss as incurred.

Estimated useful lives of the Tangible and Intangible assets are as follows:

Tangible Assets	Useful lives (Years)
Furniture & Fixtures	7
Plant & Machinery	5
Plant & Machinery (Renewable Energy Device manufacturing)	3
Computer	3
Office Equipment	5
Vehicle	10

Intangible Assets	Useful lives (Years)
Software	10
Trademark	1

Depreciation

Depreciation commences when as assets is ready for its intended use. Freehold land and assets held for sale are not depreciated. Depreciation is recognised on the cost of assets (other than freehold land and properties under construction) less their residual values over their estimated useful lives, using the staright-line method as prescribed in Schedule II to the Companies Act, 2013. Intangible Assets are amortised on straight line basis over the asset's anticipated useful life estimated by management.

Capital subsidy received for machinery purchased is reduced from acquisition cost of respective assets. Depreciation on subsidy received during the year is recalculated till date of acquisition of assets and Current year depreciation has been derived.

c) Foreign Currency Transaction

The functional currency of the company is Indian Rupee.

Income & Expenses in foreign currencies are recorded at exchange rates prevailing on the date of the transaction. Foreign Currency denominated monetary assets and liabilities are translated at the exchange rate prevailing on the transaction date and exchange gains and losses arising on settlement and restatement are recognized in the statement of profit and loss account.

Import of	Currency (Foreign)	Currency (Indian Rs.)
Material	USD 1134363.99	7,76,40,743.46
Material	EURO 1465	1,20,605.09
Machinery	USD 52000	46,45,141
Machinery with their parts	USD 48680	32,08,012

d) Revenue Recognition

Revenue is recognized when invoice is generated / raised. Accordingly, O&M charges recovered from various customers for next 5 year has been booked as sales for the year & proposed estimated cost / expenses has been made in profit & loss.

e) Retirement Benefits

The company is complying the provision of EPF and employer contribution and administration charges for the same are debited to profit & loss Account.

6. Provisions, Contingent Liability & Contingent Assets

Provisions involving substantial degree estimation in measurement are recognized when there is a result of past events and it is probable that there is a presence obligation as result of past events and it is probable that there will be an outflow of resources. Contingent liabilities are not recognized but disclosed in notes. Contingent Assets are neither recognized nor disclosed in the financial statement.

For the year company has executed various tenders and recovered O&M charges from various customers from services and maintenance during future period as specified under respective contracts and has been provided in proportionto maintenance income for remaining period of contract. The outstanding obligation towards O&M charges is Rs. 3,55,24,791/- as on date of balance sheet.

7. Use of Estimates

The preparation of financial statements in conformity with the generally accepted accounting principles requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of financial statements and the reported amount of revenues and expenses during the reported period. Difference between the actual and estimates are recognized in the period in which the result are known or materialize.

8. Miscellaneous Expenditure

The company has system for write off miscellaneous expenditure in connection with Pre-operative and Preliminary expenses over a period of 5 years in equal installments for other Capital Expenditure to write off over a period of 5 years.

9. Provision for Current and Deferred Tax

Current income tax expense comprises of taxes on income from operations in India. Income tax payable in India is determined in accordance with the applicable rates and the provisions of the Income Tax Act, 1961. A provision made for income tax annually, based on tax liability computed, after considering tax allowances and exemptions. Tax expense for a year comprises of current tax and deferred tax.

During the year 2018-19, the DTA and DTL comprise of the effect of the following time difference.

Particulars	Deferred tax liability
Depreciation claimed Excess upto 31-03-2019	5,89,078
DTL as on 31-03-2019 @ 27.82%	1,63,881
Opening Balance of DTL as on 01-04-2018	8,46,361
Provision for the year	(6,82,480)

Advance taxes and provisions for current income taxes are prescribed in the balance sheet after offsetting advance taxpaid and income tax provision arising in the same tax jurisdiction and the intention is to settle the asset and liability on net basis.

10. Payments to Auditors

Auditors Remuneration	2018-19	2017-18
Audit Fees	275000	325000
Tax Audit Fees	25000	25000
Other Serivces	-	275000
Total	**300000**	**625000**

11. Transaction with Related Party (As per AS 18)

Name of Related Party	Relation	Payment made (Amount in Rs.)	Nature of transactions
Kalpesh R Patel	Director	21,55,000/-	Rent on Building
Kalpesh R Patel	Director	12,57,879/-	Salary
Janki Sisodiya	CS	2,06,479/-	Salary & Bonus
Kalpesh R Patel	Director	21,50,000/-	Deposit
Kalpesh R Patel	Director	96,732/-	Expenses (Current)
Vaibhav Shah	CFO	2,95,604/-	Salary & Bonus
Brijesh Hariya	CFO	75,795/-	Salary & Bonus

12. Micro and small enterprise under the Micro, Small and Medium Enterprise Development Act, 2006 have been determined based on the information available with the company and required disclosures are given below:

Particulars	31st March 2019	31st March 2018
Principal amount remaining unpaid@.....	41,64,23,892	27,35,34,191
Interest due thereon @.....	Nil	Nil
The amount of Interest paid along with the amounts of the payment made to the supplier beyond the appointed day @.....	Nil	Nil
The amount of Interest due and payable for the year@.....	Nil	Nil
The amount of Interest accrued and remaining unpaid @.....	Nil	Nil
The amount of further interest due and payable even in the succeeding years, until such date when the interest dues as above are actually paid@.....	Nil	Nil

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

@ Amounts unpaid to Micro and Small Enterprises vendors on account of retention money have not been considered for the purpose of interest calculation.

13. Balance of sundry Debtors/ Creditors/Loans/Advances and deposits are subject to confirmation, reconciliation and necessary adjustments.

14. Previous year's figures have been re-grouped or re-arranged wherever necessary to make them comparable with the current year figures.

15. Cash & Cash equivalents (for purpose of cash flow statement)

Cash & Cash equivalents in the cash flow statement comprise cash at bank, cash in hand and fixed deposit with bank.

16. Earnings Per Share

Basic earnings per share is computed by dividing the profit / (loss) after tax for the period by the number of the equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax as adjusted for dividend, interest and other charges to expenses or income relating to the dilutive potential equity shares, by the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares.

17. Impairment of Assets

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount of the assets may not be recoverable. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. In assessing value in use, the estimate future cash flows are discounted to their present value using a pretax discount rate that reflects current market assessment of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash –generating units).

18. Inventories

Inventories are stated at lower of cost and net realisable value.
Inventories valuation based on method which carried by the management which includes cost of direct materials, labour and proportion of manufacturing overheads based on the normal operating capacity as specified under management representation.

19. Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker is responsible for allocating resources and assessing performance of the operating segments.

For and on behalf of the board
For : Solex Energy Limited

For : Solex Energy Limited

Kalpesh Patel	Kamlesh Patel	Brijesh Hariya	Janki Sisodiya
C M D	Director	C F O	Company Secretary
(DIN 01066992)	(DIN 07920530)		

Date: 28th May, 2019 Place : Anand

As per Our Report of Even Date Attached
For : G S Mathur & Co.
Chartered Accountants
F. R. No. 008744N

CA Bhargav Vaghela
Partner
M. No. 124619

Date: 28th May, 2019 Place : Anand

ATTENDANCE SLIP

Please complete attendance slip and hand it over at the entrance of the Meeting hall. Joint shareholders may obtain additional slip on request.

Attendance by (Please tick appropriate box)	
Member/Shareholder Proxy Authorized Representative	Name of Shareholder Address: Folio no./DP ID: No. of Shares held:

FORM NO. MGT-11_PROXY FORM

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

Name and Address of the Shareholder (In block letters)	
E mail Id:	Registered Folio No.:
	DPID & Client ID:

I, We_____ being Member/ Members of Solex Energy Limited, hereby appoint

1.	Name :	
	Registered address :	
	E mail ID :	
	Signature :	

Or failing him

2.	Name :	
	Registered address :	
	E mail ID :	
	Signature :	

Or failing him

3.	Name :	
	Registered address :	
	E mail ID :	
	Signature :	

As my/ our Proxy to vote (on a poll) for me/ us and on my/ our behalf at 5th Annual General Meeting to be held on 10th September 2019, at 02.30 pm at its Registered Office and at any adjournment thereof in respect of all resolutions proposed to be passed therein as under:

Resolution No.	Resolution Details	I assent to the resolution	I dissent from the resolution
Ordinary Business:			
1.	Adoption of Financial Statements for the year 2018-19, together with the Reports of the Auditor and the Board thereon.		
2.	Declaration of Dividend on Equity Shares for the year 2018-19.		
3.	Appointment of Director in place of Mrs. Dhara Dharmeshkumar Patel (DIN: 07927111), Director, who retires by rotation and being eligible, has offered herself for reappointment		
4.	Appointment of the Statutory Auditors including authorization to the Board of Directors for fixing their remuneration.		
SPECIAL BUSINESS:			
5.	To ratify the remuneration to M/S J.B.Mistri & Co. as Cost Accountants for the Financial Year 2019-20.		

Signed this ..... day of..... 2019

Signature of the shareholder _____

Affix Revenue

Stamp

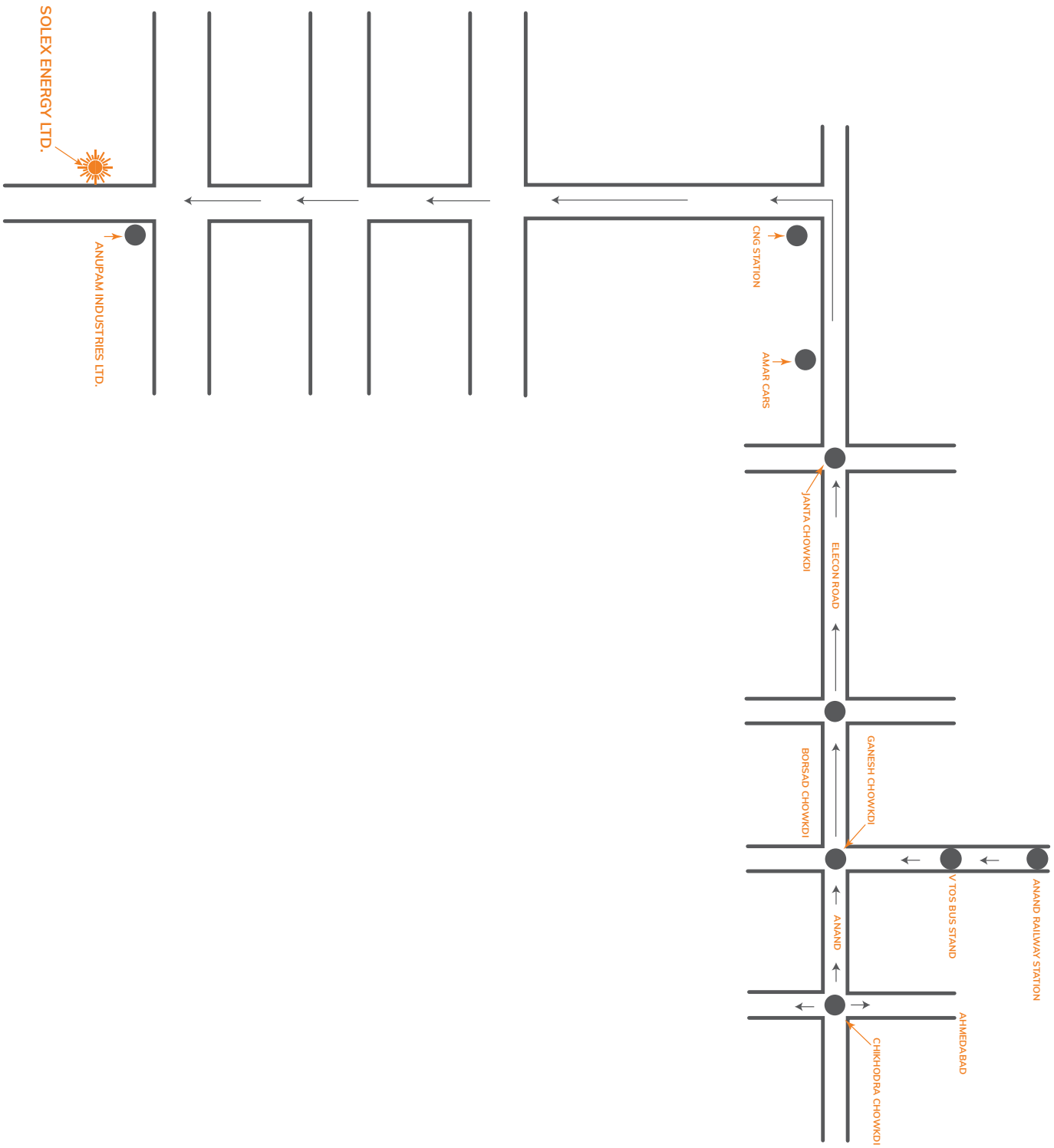
Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at theRegistered Office of the Company, not less than 48 hours before the commencement of the Meeting.

2. For the resolutions, Explanatory Statement and Notes, please refer to the Notice of the 5th Annual General Meeting.

SOLEX ENERGY LIMITED

ROUTE MAP



2019

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