MOHINI
Health & Hygiene

**Date: 06.09.2019**

To
The Manager - Listing Department
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G
Bandra Kurla Complex,
Bandra (E) Mumbai – 400 051

**NSE Symbol: MHHL**

**Sub: Notice of Book Closure and Annual General Meeting.**

Dear Sir/ Ma'am,

Pursuant to the provision of section 91 of the Companies Act, 2013 read with Rule 10 of Companies (Management and Administration) Rules, 2014 and Regulation 42 and all other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), we wish to inform you that:

(1) 10th Annual General Meeting (AGM) of the members of the Company will be held on Monday, September 30, 2019. A copy of the notice of the 10th AGM is enclosed herewith.

(2) Register of Members and Share Transfer Books of the Company will remain closed from **Monday, 23rd September, 2019 to Monday, 30th September, 2019** (both days inclusive) for the purpose of Annual General Meeting.

You are requested kindly to take the same on record and inform your members accordingly.

Thanking You

**For MOHINI HEALTH & HYGIENE LIMITED**

MOHINI HEALTH & HYGIENE LIMITED

Arnika Jain

**Arnika Jain**
**Company Secretary & Compliance Officer**
**Encl. :- As above.**



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MOHINI
Health & Hygiene

# YOUR PARTNERS IN GROWTH AND 'PURE CURE'

ANNUAL REPORT 2018-19

# VISION FIND'S DIRECTION AND 'PURE CURE' FIND'S DEFINITION

## VISION

We cherish a vision to establish our brand that is well recognized in the global market and is known for innovation, uncompromising quality and customer centric products and services.

Established in June 2009, Mohini Health & Hygiene Limited manufactures health & hygiene products. We endeavor to adhere to the stringent quality policy and deliver the best by adopting the most sophisticated production techniques to fulfill the need of every customer. Above all, we strive to upkeep the highest standards of health and hygiene. It is with this mission that we have been accelerating the growth of the business. Mohini Health & Hygiene's 2017 - 18 has been full of vigor and promises contented times ahead!

**SERVING HUMANITY SINCE 2009**

**1** DECADE OF SUCCESS

**3** PRODUCT CATEGORIES

**19** INDIAN STATES

**21** COUNTRIES GLOBALLY

**29** PRODUCTS

**93** CITIES

# STARTING WITH 1 PRODUCT AND NOW COUNTING AT 80 SKU'S

## THE WAY WE VIEW EFFECTIVENESS

- Educate and promote a culture of quality awareness, environmental, health & safety responsibility among its employees, sub-contractors, affiliates, suppliers and interested parties.
- Implement cost effective programs related to:
  - Production methods
  - Natural resource conservation
  - Environment protection
  - Elimination of accidents through provision of safe work environment.
- Progressively monitor and manage suppliers/ sub - contractor's performance.
- Comply with relevant quality standards, environmental and health & safety legislation.
- Set targets for the continual improvement of QEHS performance.
- Progressively collect and analyze appropriate data to improve productivity & reduce costs.

## MISSION

We endeavor to adhere to the stringent quality policy and deliver the best by adopting the most sophisticated production techniques to fulfil the need of every customer.

## GOAL

Achieving complex and difficult goals requires focus, long-term diligence and effort. Our goal is to innovate, evolve, enhance quality and 'the customer experience with each step we take.

## CERTIFICATIONS OF ESSENTIALS

ISO 9001:2015 COMPANY · ISO 14001 · ISO 13485:2016 QUALITY MANAGEMENT · CE APPROVED · GMP · GOTS · ISO 18001:2007 · OEKO-TEX® STANDARD 100 · OHSAS 18001 REGISTERED FIRM

# CORPORATE INFORMATION

## Board of Directors

| | |
|---|---|
| Mr. Avnish Sarvapriya Bansal | Managing Director |
| Mr. Sarvapriya Bansal | Whole Time Director |
| Mrs. Parul Bansal | Non- Executive Director |
| Mr. Ramesh Chandra Jain | Non-Executive Independent Director |
| Mr. Siddharth Jain | Additional Non-Executive Independent Director |
| Dr. Kiran Patidar | Additional Non-Executive Independent Director |
| Dr. Mukesh Vyas | Additional Non-Executive Independent Director |

## Company Secretary

Mrs. Arnika Jain

## Chief Financial Officer

Mrs. Mukta Agrawal

## Banker

**ICICI Bank Ltd**
Malav Parisar, A B Road,
Indore (MP)

**Yes Bank Ltd**
9/1/1, M G Road, Indore (MP)

## Auditors

**M/s N.K. Dafria & Co.**
Chartered Accountants
218-B, Bansi Trade Centre
581/5, M.G. Road, Indore-452003

## Registered Office

Plot No. 109,
Sector 3 Industrial Area,
Pithampur, Dhar (M.P.) 454774

## Registrar & Share Transfer Agents

Link Intime India Pvt Ltd
C-101, 1st Floor, 247 Park, L.B.S. Marg,
Vikhroli (West), Mumbai 400083
Maharashtra, India

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# NOTICE OF THE ANNUAL GENERAL MEETING

**(Pursuant to Section 101 of the Companies Act, 2013)**

Notice is hereby given that the Tenth Annual General Meeting of the Company will be held on Monday the 30th day of September, 2019 at the registered office of the Company situated at Plot No. 109, Sector 3 Industrial Area, Pithampur, Dhar (M.P.) - 454774 at 11.00 A.M. to transact the following businesses:-

**ORDINARY BUSINESS**

1. To receive, consider and adopt:

   (a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2019 and the Reports of the Board of Directors and Auditors thereon; and

   (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019 and the Reports of the Auditors thereon and in this regard, to consider and if thought fit, to pass the following resolution as **Ordinary Resolution:**

   **"RESOLVED THAT** the audited Standalone Financial Statements of the Company for the financial year ended March 31, 2019 and the Reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

   **"RESOLVED FURTHER THAT** the audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019 and the Report of the Auditor thereon, as circulated to the Members, be and are hereby considered and adopted."

2. To appoint a Director in place of Mrs. Parul Bansal (DIN: 06856466) who retires by rotation and being eligible, offers herself for re-appointment as a Non - Executive Director and in this regard, to consider and if thought fit, pass the following resolution as an **Ordinary Resolution:**

   **"RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013, Mrs. Parul Bansal (DIN: 06856466), who retires by rotation at this Meeting and being eligible has offered herself for re-appointment, be and is hereby re-appointed as a Non-Executive Director of the Company, liable to retire by rotation."

3. To appoint Statutory Auditors from the conclusion of this Annual General Meeting until the conclusion of the Fifteenth Annual General Meeting and to fix their remuneration:

   **RESOLVED THAT** pursuant to the provisions of Sections 139, 142 of the Companies Act, 2013 ("Act") and other applicable provisions, if any, of the said Act and Companies (Audit and Auditors) Rules, 2014 made there under and other applicable rules, if any, under the said Act (including any statutory modification(s) or re-enactment thereof for the time being in force) M/s.Nishi Agrawal & Co. Chartered Accountants (Firm Registration No. 014983C) be and are hereby appointed as the Statutory Auditors of the Company for a period of five (5) years commencing from the conclusion of Tenth Annual General Meeting till the conclusion of Fifteenth Annual General Meeting at a remuneration of Rs. 100,000/- (Rupees One lakh only) to conduct the audit for the financial year 2019-20 payable in one or more installments plus goods and services tax as applicable, and reimbursement of out-of-pocket expenses incurred."

## SPECIAL BUSINESS

4. To approve the expenses for service of documents to Shareholders and in this regard to consider and if thought fit, pass with or without modification(s), the following resolution as an Ordinary Resolution:

   **"RESOLVED THAT** pursuant to provisions of Section 20 and other applicable provisions, if any, of the Companies Act, 2013 and relevant rules prescribed thereunder, the consent of the Company be and is hereby accorded to charge from the Shareholder(s), fee in advance, a sum equivalent to the estimated actual expenses of delivery of the documents through a particular mode, if any request has been made by such Shareholder(s) for delivery of such document(s) to him/her through such mode of service and the same be provided upon such request in writing along with the requisite fee, if the request has been duly received by the Company at least one week in advance of the dispatch of the document by the Company.

   **RESOLVED FURTHER THAT** the Board of Directors and/or any person authorized by the Board be and are hereby authorized to do all acts, deeds, matters and things as they may in their absolute discretion deem necessary, proper or desirable and to settle any question, difficulty, doubt that may arise in respect of the matter aforesaid and further to do all acts, deeds, matters and things as may be necessary, proper or desirable or expedient to give effect to above resolution."

5. Appointment of Mr. Siddharth Jain as an Independent director

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

   **"RESOLVED THAT** pursuant to Sections 149, 152 and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014, read with Schedule IV to the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Siddharth Jain (DIN : 08552091), who was appointed by the Board of Directors, based on the recommendation of Nomination and Remuneration Committee, as an additional director under Section 161(1) of the Act and who vacates his office at this Annual General Meeting and in respect of whom a notice in writing pursuant to Section 160 of the Act has been received in the prescribed manner, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 3 years from 30th August, 2019 up to 29th August, 2022 and whose office shall not be liable to retire by rotation."

6. Appointment of Mrs. Kiran Patidar as an Independent director

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

   **"RESOLVED THAT** pursuant to Sections 149, 152 and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014, read with Schedule IV to the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mrs. Kiran Patidar (DIN: 08554273), who was appointed by the Board of Directors, based on the recommendation of Nomination and Remuneration Committee, as an additional director under Section 161(1) of the Act and who vacates his office at this Annual General Meeting and in respect of whom a notice in writing pursuant to Section 160 of the Act has been received in the prescribed manner, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 3 years from 30th August, 2019 upto 29th August, 2022 and whose office shall not be liable to retire by rotation."



7. Appointment of Mr. Mukesh Vyas as an Independent director

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

   "RESOLVED THAT pursuant to Sections 149, 152 and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014, read with Schedule IV to the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Mukesh Vyas (DIN : 08425231), who was appointed by the Board of Directors, based on the recommendation of Nomination and Remuneration Committee, as an additional director under Section 161(1) of the Act and who vacates his office at this Annual General Meeting and in respect of whom a notice in writing pursuant to Section 160 of the Act has been received in the prescribed manner, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 3 years from 30th August, 2019 upto 29th August, 2022 and whose office shall not be liable to retire by rotation."

**By Order of the Board of Directors**
**MOHINI HEALTH & HYGIENE LIMITED**

Sd/-
**ARNIKA JAIN**
Company Secretary & Compliance Officer
ACS 38265

DATE: 30.08.2019
PLACE: PITHAMPUR (M.P.)

## NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT A MEETING IS ENTITLED TO APPOINT PROXIES TO ATTEND AND VOTE ON HIS/HER BEHALF AND SUCH PROXY / PROXIES NEED NOT BE A MEMBER OF THE COMPANY. THE COMPLETED INSTRUMENT OF PROXIES IN ORDER TO BE EFFECTIVE MUST REACH OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE SCHEDULED TIME OF THE MEETING.

   Pursuant to Section 105 of the Companies Act, 2013, a person can act as proxy on behalf of the members not exceeding fifty (50) holding in aggregate not more than 10% of the total share capital of the Company, provided a member holding more than 10% of the total share capital may appoint a single person as proxy and such person shall not act as proxy for any other shareholder.

2. Corporate members intending to send their authorized representatives to attend the Meeting under Section 113 of the Companies Act, 2013 are requested to ensure that the authorized representative carries a certified copy of the Board Resolution, Power of Attorney or such other valid authorizations, authorizing them to attend and vote on their behalf at the Meeting.

3. Members desirous of getting any information on the Annual Accounts, at the Annual General Meeting, are requested to write to the Company at least 10 days in advance, so as to enable the Company to keep the information ready.

4. The explanatory statement pursuant to the provisions of section 102(1) of the Companies Act, 2013 in respect of all the items of the businesses of the meeting as indicated in the notice are enclosed herewith.

5. Electronic copy of the Notice of the Annual General Meeting along with Annual Report inter-alia, including proxy form and attendance slip is being sent to all the shareholders whose name appears in the prelist furnished by NSDL and CDSL as Beneficial Owner as on 30th August, 2019 at the email id's registered with the Company/ RTA/ DP for communication purposes. For those shareholders whose name stand registered in the Register of Members as on 30th August,2019 and who have not registered their email address, physical copies of the Notice of the Annual General Meeting along with Annual Report inter-alia, including proxy form and attendance slip is being send to them in the permitted mode. We request you to update, your email address with your depository participant to ensure that the annual report and other documents reach you in permitted mode.

6. Pursuant to provisions of Section 91 of the Companies Act, 2013, and Regulation 42 of SEBI (LODR) Regulations, 2015 the Register of Members and the Share Transfer Books of the Company will remain closed from Monday, 23rd September, 2019 to Monday, 30th September, 2019 (both days inclusive).

7. Members are requested to bring their attendance slip along with their copy of Annual Report to the Meeting at the AGM Venue; a route map for easy location of the venue is given on back of the Attendance slip attached to this Notice.

8. The Company has appointed M/s. Link Intime India Private Limited., as its Registrar and Share Transfer Agent for rendering the entire range of services to the Shareholders of the Company. Accordingly, all documents, transfers, demat request, change of address intimation and other communication in relation thereto with respect to shares in electronic and physical form should be addressed to the Registrars directly quoting Folio No., full name and name of the Company as MOHINI HEALTH & HYGIENE LIMITED

9. The Company is having agreements with NSDL and CDSL to enable Members to have the option of dealing and holding the shares of the Company in electronic form. The ISIN of the equity shares of the Company is INE450S01011.

10. As per Notification issued by Ministry of Corporate Affairs dated 19th of March, 2015 with reference to the Companies (Management and Administration) Rules, 2014, Companies covered under Chapter XB and Chapter XC as per SEBI (ICDR) Regulations, 2009 will be exempted from e-voting provisions. Also, there is no such requirement in SME Equity Listing Agreement. Being an SME listed on NSE Emerge - the SME Platform of National Stock Exchange of India Limited, the Company is covered under Chapter XB and therefore, the Company is not providing e-voting facility to its shareholders.

11. All documents as are mentioned in Notice containing draft resolution or in explanatory statement attached to the Notice are open for inspection at the Registered Office of the Company during business hours on all working days up to the date of this Annual General Meeting.

12. Notice of this Annual General Meeting, audited Financial Statements for FY 2018-19 along with Report of Board of Directors and Auditors will also be available on the website of the Company -www.mohinihealthandhygiene.com

13. As a part of "Green Initiative in the Corporate Governance", the Ministry of Corporate Affairs has permitted the companies to serve the documents, namely, Notice of General Meeting, Balance Sheet, Statement of Profit & Loss, Auditors' Report, Directors' Report etc. to the members through e-mail.

14. Pursuant to the prohibition imposed vide Section 118 of the Companies Act, 2013 read with Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, no gifts/coupons shall be distributed at the meeting.

15. **Brief Profile of Directors Seeking Appointment / Re-Appointment at the 10th Annual General Meeting of the Company**

(In pursuance of Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings ("SS-2") issued by Institute of Company Secretaries of India is as below:

| Name of Director | Mrs. Parul Bansal | Mr. Siddharth Jain Ashokkumar | Mrs. Kiran Patidar | Mr. Mukesh Vyas |
|---|---|---|---|---|
| DIN | 06856466 | 08552091 | 08554273 | 08425231 |
| Date of Birth | 01/03/1988 | 30/07/1988 | 20/07/1982 | 22/08-1959 |
| Date of Appointment | 31/01/2017 | 30-08-2019 | 30-08-2019 | 30-08-2019 |
| Relationship Between Directors inter se | Wife of Mr. Avnish Bansal | NIL | NIL | NIL |
| Expertise in Specific functional area | She is active in social activities. | Medical device Clinical Evaluation Report preparation, Risk Management | Physiotheraphy services and she is also much active in social activities. | Human Resource Management |
| Qualification | Diploma in Animation, Graphics and Multimedia from Arena Multimedia. | Masters in Microbiology, Diploma in Clinical Research | Bachelor in Physiotherapist | Ph.D in HR, MBA in HR , LLB |
| Other Board Membership* | Nil | Nil | Nil | Nilshikhaa Infraa India Limited |
| Committee Membership in other public companies | Nil | Nil | Nil | Nil |
| Number of Shares held in the Company | Nil | Nil | Nil | Nil |

* Pvt. Companies excluded

# ANNEXURE TO THE NOTICE

**EXPLANTORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

**Item No. 3:**

The Members of the Company at the 5th Annual General Meeting ('AGM') approved the appointment of M/s. N. K. Dafria & Co., Chartered Accountants, (FRN: 0505550C) as the Auditors of the Company.

M/s N. K. Dafria & Co. complete their present term on conclusion of this AGM in terms of the said approval and Section 139 of the Companies Act, 2013 ('the Act') read with the Companies (Audit and Auditors) Rules, 2014.

The Board of Directors of the Company ('the Board'), on the recommendation of the Audit Committee ('the Committee'), recommended for the approval of the Members, the appointment of M/s. Nishi Agrawal & Co., Chartered Accountants, as the Auditors of the Company for a period of five years from the conclusion of this AGM till the conclusion of the 15th AGM. On the recommendation of the Committee, the Board also recommended for the approval of the Members, the remuneration of M/s Nishi Agrawal & Co, Chartered Accountants for the financial year 2019-20 as set out in the Resolution relating to their appointment. The Committee considered the appointment of M/s Nishi Agrawal & Co., Chartered Accountants to audits the financial statements of the Company.

None of the Directors and Key Managerial Personnel of the Company, or their relatives, are interested in this Resolution. The Board recommends this Resolution for your approval.

**Item No. 4:**

As per the provisions of section 20 of the Companies Act, 2013, a document may be served on any Shareholder by sending it to him by post or by registered post or by speed post or by courier or by delivery at his office or residence address or by such electronic or other mode as may be prescribed. Further, proviso to subsection (2) of section 20 states that a Shareholder may request for delivery of any document through a particular mode, for which shareholder shall pay such fees in advance as may be determined by the company by ordinary resolution. Accordingly, the Board of Directors has proposed that a sum equivalent to the estimated actual expenses of delivery of the documents through a particular mode, if any request has been made by any Shareholder for delivery of such documents to him through such mode of service, be taken to cover the cost of such delivery as may be decided by the Board or the authorized person from time to time.

None of the Directors and Key Managerial Personnel of the Company, or their relatives, is interested in this Resolution. The Board recommends this Resolution for your approval.

**Item No. 5**

**Mr. Siddharth Jain Ashokkumar [DIN:0855209]**

Mr. Siddharth Jain, was appointed by the Board of Directors of the Company at its meeting held on 30th August, 2019 as an additional director in the capacity of Non-Executive Independent Director. He holds office until the ensuing AGM pursuant to section 161(1) of the Companies Act, 2013 ('the Act').

He has submitted the declaration of Independence, as required pursuant to section 149(7) of the Act stating that he meets the criteria of independence as provided in section 149(6) of the Act and Regulation 16 of SEBI Listing Regulations. He is not disqualified from being appointed as a Director in terms of section 164 of the Act.

In respect of his appointment, a notice in writing in the prescribed manner, as required under section 160 of the Act (as amended) and Rules made thereunder, has been received by the Company, regarding his candidature for the office of the director. He is not disqualified from being appointed as a Director in terms of section 164 of the Act.

According to section 152 of the Act, read with Schedule IV to the Act, in the opinion of the Board, his appointment as an Independent Director , fulfils the conditions specified in the Act and the Rules made thereunder as also the SEBI Listing Regulations and that the said appointment is independent of the Management.

He will also be eligible for payment of sitting fee and commission, as payable to other non-executive directors of the Company as per the Remuneration Policy of the Company.

The terms and conditions of appointment of independent director shall be open for inspection at the registered office of the Company by any member from Monday to Friday from [10] am to [5] pm, except holidays and the same shall also be available at the Company's website at https://mohinihealthandhygiene.com/

Brief Resume – Mr. Siddharth Jain has completed his Masters in Microbiology from Sardar Patel University, Gujarat and further he did Post Graduate Diploma in Clinical Research from Xcellon Institute a sister concern company of Claris Pharmaceuticals affiliates to Ganpat University He is working as a consultant , advisor and professional Service provider having 8 years of experience in the field of Site Selection / Feasibility Study, Clinical Project Management, Clinical Monitoring, Medical Writing, Regulatory Affair Support, Clinical Data Management ,Bio-Statistics, Marketing Support and clinical evaluation.

Major Directorships NIL

Committee Chairmanships NIL

Committee Memberships NIL

None of the Directors and Key Managerial Personnel of the Company, or their relatives, except Mr. Siddharth Jain is interested in this Resolution. The Board recommends this Resolution for your approval.

**Mrs. Kiran Patidar [DIN: 08554273]**

Mrs. Kiran Patidar, was appointed by the Board of Directors of the Company at its meeting held on 30th August, 2019 as an additional director in the capacity of Non-Executive Independent Director. He holds office until the ensuing AGM pursuant to section 161(1) of the Companies Act, 2013 ('the Act').

He has submitted the declaration of Independence, as required pursuant to section 149(7) of the Act stating that he meets the criteria of independence as provided in section 149(6) of the Act and Regulation 16 of SEBI Listing Regulations. He is not disqualified from being appointed as a Director in terms of section 164 of the Act.

In respect of his appointment, a notice in writing in the prescribed manner, as required under section 160 of the Act (as amended) and Rules made there under, has been received by the Company, regarding his candidature for the office of the director. He is not disqualified from being appointed as a Director in terms of section 164 of the Act.

According to section 152 of the Act, read with Schedule IV to the Act, in the opinion of the Board, his appointment as an Independent Director, fulfils the conditions specified in the Act and the Rules made there under as also the SEBI Listing Regulations and that the said appointment is independent of the Management.

He will also be eligible for payment of sitting fee and commission, as payable to other non-executive directors of the Company as per the Remuneration Policy of the Company.

The terms and conditions of appointment of independent director shall be open for inspection at the registered office of the Company by any member from Monday to Friday from [10] am to [5] pm, except holidays and the same shall also be available at the Company's website at https://mohinihealthandhygiene.com/

Brief Resume – She has over 8 years of experience as a physiotherapist; she has done her graduation in Physiotherapy from Rajeev Gandhi College Bhopal. She is an active social worker.

Major Directorships : NIL

Committee Chairmanships : NIL

Committee Memberships : NIL

None of the Directors and Key Managerial Personnel of the Company, or their relatives, except Mrs. Kiran Patidar is interested in this Resolution. The Board recommends this Resolution for your approval.

**Mr. Mukesh Vyas [DIN: 08425231 ]**

Mr. Mukesh Vyas, was appointed by the Board of Directors of the Company at its meeting held on 30th August, 2019 as an additional director in the capacity of Non-Executive Independent Director. He holds office until the ensuing AGM pursuant to section 161(1) of the Companies Act, 2013 ('the Act').

He has submitted the declaration of Independence, as required pursuant to section 149(7) of the Act stating that he meets the criteria of independence as provided in section 149(6) of the Act and Regulation 16 of SEBI Listing Regulations. He is not disqualified from being appointed as a Director in terms of section 164 of the Act.

In respect of his appointment, a notice in writing in the prescribed manner, as required under section 160 of the Act (as amended) and Rules made thereunder, has been received by the Company, regarding his candidature for the office of the director. He is not disqualified from being appointed as a Director in terms of section 164 of the Act.

According to section 152 of the Act, read with Schedule IV to the Act, in the opinion of the Board, his appointment as an Independent Director, fulfils the conditions specified in the Act and the Rules made thereunder as also the SEBI Listing Regulations and that the said appointment is independent of the Management.

He will also be eligible for payment of sitting fee and commission, as payable to other non-executive directors of the Company as per the Remuneration Policy of the Company.

The terms and conditions of appointment of independent director shall be open for inspection at the registered office of the Company by any member from Monday to Friday from [10] am to [5] pm, except holidays and the same shall also be available at the Company's website at https://mohinihealthandhygiene.com/

Brief Resume - Mukesh Vyas is a Postgraduate & Ph.D. in Management from ISSW, Indore. He is also a Law graduate. He has been in the field of Human Resources for the past 38 years. Currently, he is working as a consultant & professional advisor. He is advising companies to establish, revamp, restructure their organization to become a Competitive & Complaint.

He worked with Pratibha Syntex Pithampur as Corporate Head-HR. Prior to joining Pratibha Syntex, He worked 3 years as Vice President of HR for Pharma Businesses with the Wockhardt Group of Companies.

He also worked as General Manager HR with Mylan India Ltd.



His previous assignment included L&T Power, Chandigarh as Joint General Manager HR, Mahindra Two Wheelers as General Manager HR.

He also worked with Piramal Group as AVP HR for 16 Years. He also worked with Parasrampuria International, Century Textile, NTC (MP)Ltd & Gajra Gears Pvt Ltd.

In his career, Mukesh Vyas has attended various training and had an opportunity to get trained on various HR aspects including Gallup, Leadership development & Skill Development. He had also attended MDPs organized at IIM Indore.

He was awarded the Piramal HR Excellence award for his contributions in, deployment of the Self-Directed team and established a culture of "Economic pay for economic work done" governed through long term settlement. Mukesh Vyas has led the team which revives internal union from the influence of an outside union by persistent efforts of five years.

Major Directorships : Nilshikhaa Infraa India Limited

Committee Chairmanships : NIL

Committee Memberships (Other Company): NIL

He is a member of Audit Committee, Nomination and Remuneration Committee

Corporate Social Responsibility Committee

None of the Directors and Key Managerial Personnel of the Company, or their relatives, except Mr. Mukesh Vyas is interested in this Resolution. The Board recommends this Resolution for your approval.

**By Order of the Board of Directors**
**MOHINI HEALTH & HYGIENE LIMITED**

Sd/-
**ARNIKA JAIN**
Company Secretary & Compliance Officer
ACS 38265

DATE: 30.08.2019
PLACE: PITHAMPUR (M.P.)

# STORY PLOT
## BOARDS' REPORT

**To**

**The Members,**

Your Directors are pleased to present the 10thAnnual Report of the Company on the business and operations together with the Company's audited financial statements and the auditors' report thereon for the financial year ended March 31, 2019. The financial highlights for the year are given below:

### 1. FINANCIAL RESULTS

The financial performance, prospects, financial summary or highlights are as follows:

(Rs. In Lakhs)

| | STANDALONE | | CONSOLIDATED | |
|---|---|---|---|---|
| PARTICULARS | Year Ended 31st March, 2019 | Year Ended 31st March, 2018 | Year Ended 31st March, 2019 | Year Ended 31st March, 2018 |
| Revenue from operation & other income | 12732.05 | 14915.76 | 14791.58 | 17050.09 |
| Expenses (including depreciation & amortization expenses) | 11700.56 | 14185.35 | 13792.71 | 16328.56 |
| Profit before exceptional & extraordinary items and tax | 1031.49 | 730.41 | 998.86 | 721.52 |
| Profit/(Loss) before tax | 1031.49 | 730.41 | 998.86 | 721.52 |
| Tax Expenses: Current Tax<br>Deferred Tax | 212.35<br>52.46 | 123.00<br>94.51 | 212.35<br>54.23 | 123.00<br>96.39 |
| Profit(Loss) from the period from continuing Operations | 766.68 | 512.90 | 732.28 | 502.12 |
| Profit / (Loss) for the Period | 766.68 | 512.90 | 732.28 | 502.12 |

During the year under review, there has been decrease of 14.640% in the revenue of the Company (decreased to Rs.12732.05 Lakhs from Rs. 14915.76 Lakhs in the previous year). The overall expense of the Company has also decreased from 14185.35 Lakhs to 11700.56 Lakhs. Whereas the EBITDA of the Company has increased to Rs.2069.30 Lakhs from Rs 1860.77 Lakhs indicating increase in business operating margins. Profit after taxes have increased as against last year's earnings due to decrease in operating expenses and finance cost.

### 2. State of Company's affairs & future outlook:

Our Company is engaged in manufacturing and export of absorbent cotton, medical consumable products and cotton waste recycling.

Our manufacturing facility is well equipped with required facilities including machinery like effluent treatment plant, in-house testing laboratory, weight scale and forklift.



### 3. Change in nature of business, if any

During the year under review, there has been no change in nature of Business.

### 4. Changes in Share Capital

There was no change in the Share Capital of the company during the year.

At present, the Company has only one class of shares – Equity shares of Rs. 10 each. The paid up share capital of the company is Rs. 18,23,59,000/- divided into 18235900equity shares of Rs. 10 each.

**IPO Fund utilisation:**

The Company has raised funds for the repayment/payment of certain Unsecured Borrowings availed by our Company, to meet the working capital requirement and General Corporate Purposes. As the Company has raised funds in the month of February, 2018, during the year 2018-19, these funds were fully utilized for the said purpose only.

### 5. Amounts transferred to reserves

During the year under review, MAT Credit Entitlement of Rs. 46,64,554 has been transferred to the general reserves.

### 6. Dividend

The Company intends to invest in future opportunities and therefore, your Directors did not recommend any dividend for the year under review.

### 7. Deposits

Details relating to deposits covered under Chapter V of the Act are as follows:-

| | |
|---|---|
| Unsecured loans accepted During the year | NIL |
| Remain unpaid or unclaimed as at the end or the year | NIL |
| Where there has been any default in repayment of deposits or payment of interest thereon during the year | NIL |
| If so then no. of Cases and total amount involved<br>i. At the beginning of the year;<br>ii. Maximum during the year;<br>iii. At the end of the year. | |
| Details of deposits which are not in compliance with the requirement of Chapter V of the Act.<br>(Unsecured loan from others and members: no fresh unsecured loan accepted during the year.) | NIL |

### 8. Material Changes between the end of financial year and the date of the Board report

There are no material changes and commitments affecting the financial position of the Company occurred between the end of the financial year of the company to which thefinancial statement relate and the date of the report.

### 9. Transfer of unclaimed dividend to investor education and protection fund

The provisions of Section 125(2) of the Companies Act, 2013 ("the Act") do not apply as there was no dividend declared and paid last year.

## 10. Subsidiary Company

The Company has 97% control in Vedant Kotton Private Limited.In accordance with the first proviso of Section 129(3) of the Companies Act, 2013 read with Rule 5 of the Companies (Accounts) Rules, 2014, the balance sheet of the subsidiary company have not been attached to the Annual Report. A separate statement containing the salient features of financial statements of the subsidiaries in Form AOC-1 is annexed as Annexure I.

Further, the Annual Accounts of the subsidiary company and the related detailed information will be made available to the shareholders of the holding and subsidiary company seeking such information at any point of time and the Annual Accounts of the subsidiary company will also be kept for inspection by any member in the head office of the holding company and of the subsidiary company concerned. The Company will furnish a hard copy of details of accounts of subsidiary to any shareholder on demand. Further, the annual accounts for the financial year 2018-19 of its subsidiary company are available on the website of the company i.e.
www.mohinihealthandhygiene.com.

## 13. Audit Committee

The Audit Committee is constituted in terms of the provisions of Section 177 of the Act read with Companies (Meetings of Board and its Powers) Rules, 2014 and Listing Regulations.

Due to resignation of Mr. Gajendra Singh Narang, Audit committee is reconstituted.

Composition of the Audit Committee is as follows:

| | | |
|---|---|---|
| **Mr. Ramesh Chandra Jain**<br>Chairman & Member | **Mr. Mukesh Vyas**<br>Member | **Mr. Sarvapriya Bansal**<br>Member |

During the year under review, the Committee met 4 (Four) times.

The terms of reference of the Committee are in accordance with that specified in the provision of Section 177 of the Companies Act, 2013.

## 14. Nomination and Remuneration Committee

The Company has formulated Nomination and Remuneration Committee in terms of Section 178 of the Act read with Companies (Meetings of Board and its Powers) Rules, 2014 and Listing Regulations comprising three non-executive directors.



## 11. Extract of the annual return in form MGT-9

Pursuant to section 134(3) (a) and 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014, the extract of the Annual Return in Form No. MGT-9 has been annexed as "Annexure II" forming part of the Board Report.

## 12. Number of meeting of the Board

The Board meets at regular intervals to discuss and decide on business strategies/policies and review the financial performance of the Company and its subsidiaries. Additional meetings were held depending upon the requirements of the Company. During the year under review, the Board of Directors met 10(TEN) times and the Board Meetings were held on the following dates:

20th day of April, 2018 , 25thday of May, 2018,26th day of May, 2018;17th day of August, 2018; 27th day of October, 2018, 02nd November, 2018, 14th November, 2018, 17th December, 2018, 12th March, 2019, 28th March,2019"

Due to resignation of Mr. Gajendra Singh Narang, Nomination and Remuneration Committee is reconstituted.

Composition of the Committee is as follows:

| | | |
|---|---|---|
| **Mr. Ramesh Chandra Jain**<br>Chairman & Member | **Mr. Mukesh Vyas**<br>Member | **Mrs. Parul Agarwal**<br>Member |

During the year, the Nomination and Remuneration Committee met once.

## 15. Policy on Directors' Appointment and Remuneration and Other Details

In terms of the provisions of Section 178(3) of the Act, the Nomination and Remuneration Committee (NRC) is responsible for formulating the criteria for determining qualification, positive attributes and independence of a Director. The NRC is also responsible for recommending to the Board a policy relating to the remuneration of the Directors, Key Managerial Personnel and other employees. The Board has on the recommendation of the NRC approved and adopted a policy for selection and appointment of Directors, Senior Management Personnel and their remuneration. The said policy is available on the Company's website
athttps://mohinihealthandhygiene.com/policies.php

## 16. Stakeholders Relationship Committee

Pursuant to the provisions of Section 178 of the Companies Act, 2013, the Board of Directors had constituted Stakeholders Relationship Committee comprising of the following Directors as its members with the primary duty to look into redressal of investors' complaints like transfer of shares, non-receipt of annual report and other investor related matters.

| | | |
|---|---|---|
| **Mrs. Parul Agarwal**<br>Chairman & Member | **Mr. Avnish Sarvapriya Bansal**<br>Member | **Mr. Sarvapriya Bansal**<br>Member |

During the year, Stakeholders Relationship Committee has met Three times.

## 17. Corporate Social Responsibility (CSR)

### 17. 1 Corporate Social Responsibility (CSR) Committee

In accordance with the provision of Section 135 of the Act and Companies (Corporate Social Responsibility Policy) Rules, 2014, the Company has constituted a Corporate Social Responsibility Committee. The Committee constituted by the Company has met two times during the Financial Year 2018-19.

Due to resignation of Mr. Gajendra Singh Narang, Corporate Social Responsibility Committee is reconstituted.

Composition of the Committee is as follows:

| | | |
|---|---|---|
| **Mr. Sarvapriya Bansal**<br>Chairman & Member | **Mr. Avnish Sarvapriya Bansal**<br>Member | **Mr. Mukesh Vyas**<br>Member |

The Board has also framed its Corporate Social Responsibility Policy to provide benefit to the weaker section of the Society.

### 17.2 Details of Policy developed and implemented by the Company on its Corporate Social Responsibility initiatives

On recommendation of Corporate Social Responsibility Committee, Board has formulated Corporate Social Responsibility Policy and adopted the same.The Report on CSR activities as required under the Companies (Corporate Social Responsibility Policy) Rules, 2014 is annexed as "Annexure–III"and forms an integral part of this Report.

### 18. Directors Responsibility Statement

As required under Section 134 (5) of the Companies Act, 2013, the Board of Directors hereby confirm:-

(I) That in the preparation of the Annual Accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(ii) That the Directors had selected such accounting policies and applied them consistently & made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of the affairs of the Company at the end of the Financial Year and of the profit of the Company for that Financial Year;

(iii) That the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(iv) That the Directors had prepared the Annual Accounts on a going-concern basis;

(v) That the Directors, had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and

(vi) That the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

### 19. Declaration by Independent Directors as required under Section 149(7) of the Companies Act, 2013

Mr. Gajendra Singh Narang, Mr. Ramesh Chandra Jain, Mr. Siddharth Jain, Mrs. Kiran Patidar & Mr. Mukesh Vyas being the Independent Directors of the Company have given their statement of declaration under Section 149(7) of the Companies Act, 2013 ("the Act") that they meet the criteria of independence as provided in Section 149(6) of the Act, and their Declarations have been taken on record.

### 20. Auditors

### 20.1 Statutory Auditor

M/s. N. K. Dafria & Co. has completed their tenure in the Company. As communicated, some other auditor needs to be appointed. Therefore the board has recommended the members for the appointment of M/s Nishi Agrawal & Co.,Chartered Accountants for a term of 5 years at the ensuing Annual General Meeting of the Company, will be held on 30th September, 2019. They have confirmed their eligibility under Section 141(3)(g) of the Companies Act, 2013 and the Rules framed hereunder.

The Board has duly reviewed the Statutory Audit Report on the Accounts. The notes forming part of the accounts referred to in the Auditors Report of the Company are self-explanatory and do not call for any further explanation. The auditors have not reported any fraud under section 143(12) to the Central Government.

### 20.2 Secretarial Audit Report

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board has appointed Ms. Neelam Binjwa, Practicing Company Secretary, to conduct Secretarial Audit for the financial year 2018-19. The Secretarial Audit Report for the financial year ended March 31, 2019 is annexed herewith marked as "Annexure IV" to this Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

The Board in its meeting held on 30.08.2019 has appointed Ms. Neelam Binjwa, Practicing Company Secretary as Secretarial Auditor of the Company to conduct Secretarial Audit for the financial year 2019-20.



### 20.3 Cost Auditors

The Central Government has not mandated maintenance of cost records under sub section (1) of section 148 of the Act for the nature of industry in which the Company is doing business. Hence, appointment of cost auditor is also not applicable to the company.

### 20.4 Internal Auditors

Pursuant to the provisions of Section 138 of the Companies Act, 2013 and rules made there under, the Company has reappointed Mr. Pramod Mehta, Chartered Accountant as an Internal Auditor of the Company to conduct Internal Audit of records and documents of the Company for the financial year 2019-20.

### 21. Particulars of loans, guarantees or investments under section 186

During the year under review, the Company has not advanced any fresh loan, given any guarantee or made any investment falling under section 186 of the act.

### 22. Particulars of contracts or arrangements with related parties referred to in sub-section (1) of section 188 in the form AOC-2

In accordance with the provisions of Section 188 of the Companies Act, 2013 and rules made there under, the transactions entered into with related parties are in the ordinary course of business and on an arm's length basis, the details of which are included in the notes forming part of the financial statements. There are no material contracts or arrangement or transactions during the year. Accordingly, information in Form AOC-2, is not annexed.

The Policy on materiality of related party transactions and dealing with related party transactions as approved by the Board may be accessed on the Company's website at https://mohinihealthandhygiene.com/policies.php

Suitable disclosures as required under AS-18 have been made in the Note No 26 to the financial statements.

### 23. Conservation of energy, technology absorption, foreign exchange earnings and outgo

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

### 24. Risk management policy of the Company

The Company has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. These are discussed at the meetings of the Audit Committee and the Board of Directors of the Company.

### 25. Formal Annual Evaluation:

Pursuant to the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration and Stakeholder Relationship Committees.

### 26. Details of Directors and Key Managerial Personnel

The Board of Directors comprises of seven directors out of which one is Executive Chairman, one is Executive Managing Director, one is Non- Executive Director and remaining four are Non-Executive Independent Directors. As on date of this report, Board of Directorsand Key Managerial Personnel (KMP) of the Company was as follows:

| Name | Designation | Date of Appointment |
|---|---|---|
| Mr. Sarvapriya Bansal | Executive Whole Time Director | 24/06/2009 |
| Mr. Avnish Sarvapriya Bansal | Executive Managing Director | 24/06/2009 |
| Mrs. Parul Bansal | Non- Executive Director | 31/01/2017 |
| Mr. Ramesh Chandra Jain | Non-Executive Independent Director | 26/10/2017 |
| Mr. Siddharth Jain | Additional Non-Executive Independent Director | 30/08/2019 |
| Dr. Kiran Patidar | Additional Non-Executive Independent Director | 30/08/2019 |
| Dr. Mukesh Vyas | Additional Non-Executive Independent Director | 30/08/2019 |
| Mrs. Mukta Agrawal | Chief Financial Officer | 23/01/2017 |
| Mrs. Arnika Jain | Company Secretary | 28/03/2019 |

In accordance with Articles of Association of the Company and the Companies Act, 2013, one-third of the total Directors, other than Independent Directors of the Company, retire by rotation at every Annual General Meeting and accordingly, Mrs. Parul Bansal (DIN: 06856466) shall retire by rotation at the forthcoming Annual General Meeting and being eligible, offers herself for reappointment. The Directors have recommended-appointment of Mrs. Parul Bansal.

Mr. Gajendra Singh Narang Resigned from the post of Director as on 30th August, 2019 and Mr. Siddhath Jain , Mr Mukesh Vyas and Mrs. Kiran Patidar is appointed as an additional Non- Executive Independent Director

During the year, Ms.Shweta Bhamre resigned from the post of Company Secretary w.e.f. 28th March, 2019 and Mrs. Arnika Jain was appointed as Company Secretary w.e.f. 28th March,2019.

**27. Significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future**

During the year under review, there has not been any significant and material order passed by the regulators, courts or tribunals impacting the going concern status and company's operations in future.

**28. Internal Financial Control**

Your Company has well defined and adequate internal controls and procedures, commensurate with its size and nature of its operations. During the year, the Company got its internal controls over financial reporting and risk management process evaluated by independent Consultants. Besides, the Company has an Audit Committee, comprising Non- Executive Directors, which monitors systems, control, financial management and operations of the Company.

**29. Cost Records**

The Company is not required to maintain cost records as specified by the Central Government under Section 148(1) of the Companies Act, 2013

**30. Disclosure on establishment of a Vigil Mechanism**

The Company has established a vigil mechanism, also called the Whistle Blower Policy, which is adopted by the Board for Directors and employees to report concerns about unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct or Ethics Policy. It provides for adequate safeguards against victimization of persons who use such mechanism and makes provision for direct access to the Chairman of the Audit Committee in appropriate or exceptional cases. Confidentiality of Whistle Blower shall be maintained to the greatest extent possible.

**31. Particulars of employees**

There was no employee drawing remuneration in excess of limits prescribed under section 197(12) of the Companies Act, 2013 read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The Disclosure pertaining to remuneration as required under section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016 are as per Annexure VI

**32. Corporate Governance**

Since the Company's securities are listed on Emerge, SME Platform of NSE, by virtue of Regulation 15 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015the compliance with the corporate governance provisions as specified in regulations 17, 18, 19, 20, 21,22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V shall not apply. Hence, Corporate Governance does not form part of this report.

**33. Management Discussion And Analysis Report**

The Report on Management Discussion and Analysis for the Financial Year ended March 31, 2019 is annexed as Annexure VII to the Report.

**34. Listing**

The company is a professionally managed Listed Company, having its Shares listed on Emerge Platform of National Stock Exchange of India Limited (NSE). The Exchange have nationwide trading terminal and therefore, Shareholders/Investors are not facing any difficulty in trading the shares of the Company from any part of the country. The Company has paid the Annual Listing Fees to NSE and Annual Custody Fees to NSDL and CDSL.

**35. Fraud Reporting**

During the year, there is no fraud which has been reported to the Audit Committee / Board.

**36. Business Responsibility Report**

The Business Responsibility Reporting as required by Regulation 34(2)(f) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, is not applicable to your Company for the financial year ending March 31, 2019.

**37. Other statutory disclosures and information**

37.1. The company has not allotted any shares with differential rights during the year; hence there is nothing to disclose under provisions of Section 43 of the Act read with Rule 4(4) of the Companies (Share Capital and Debenture) Rule, 2014.

37.2. The company has not allotted any sweat equity shares during the year, hence there has not been anything to disclosure under provisions of section 54(1)(d) of the Act read with Rule 8(13) of the Companies (Share Capital and Debenture) Rule, 2014.

37.3. The company has not made any further issue of share capitalto employees under a scheme of employees' stock option during the year, hence there has not been anything to disclosure under provisions of section 62(1)(b) of the Act read with Rule 12(2) of the Companies (Share Capital and Debenture) Rule, 2014

37.4. The company has not giving any loan pursuant to provisions of section 67 of the act to its employees for purchase of its own shares hence there has not been anything to disclose under provisions of section 67(3) of the Act read with 16(4) of the Companies (Share Capital and Debentures) Rules, 2014.

37.5. With reference to the financial statement, the internal financial control of the company is adequate.

37.6. Your Company has always believed in providing a safe and harassment free workplace for every individual working in company's premises through various interventions and practices. The Company always endeavors to create and provide an environment that is free from discrimination and harassment including sexual harassment and for this purpose the company has in place a robust policy, aiming to obtain the complaints, investigate and prevent any kind of harassment of employees at all levels. For the current financial year end, no complaint was received to the company.

37.7. Your Company has constituted Internal Committees (IC) to investigate and inquire into sexual harassment complaints. During the year, no complaint with allegations of sexual harassment was filed with the Company.

**38. Acknowledgment**

**The Directors thank all the shareholders, customers, dealers, suppliers, bankers, financial institutions and all the other business associates for their continued support to the Company and the confidence reposed in its Management. The Directors also thank the Government authorities for their understanding and co-operation. The Directors wish to record their sincere appreciation of the significant contribution made by the employees of the Company at all levels to its profitable and successful operations.**

**For & on behalf of the Board of Directors of**
**Mohini Health & Hygiene Ltd.**

Sd/-
**Mr. Sarvapriya Bansal**
DIRECTOR
DIN: 02540139

Sd/-
**Mr. Avnish Sarvapriya Bansal**
MANAGING DIRECTOR
DIN: 02666814

Date: 30th August, 2019
Place: Pithampur (M.P.)



# ANNEXURE I
# FORM NO. AOC.1

**Statement containing salient features of the financial statement of Subsidiaries/associate companies/joint ventures (Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)**

**Part "A": Subsidiaries**
(Information in respect of each subsidiary to be presented with amounts in Rs.)

| | | |
|---|---|---|
| 1. | Name of the subsidiary | : Vedant Kotton Pvt. Ltd. |
| 2. | The date since when subsidiary was acquired | : 15.11.2017 |
| 3. | Reporting period for the subsidiary concerned, if different from the holding company's reporting period. | : Same Reporting Period as of Holding Company |
| 4. | Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries. | : N.A. |
| 5. | Share capital | : Rs. 1,00,000.00/- |
| 6. | Reserves and surplus | : Rs. (2,499,300.70) |
| 7. | Total Assets | : Rs. 29,844,982.30/- |
| 8. | Total Liabilities | : Rs. 29,844,982.30/- |
| 9. | Investments | : - |
| 10. | Turnover | : Rs. 205,931,899.95 /- |
| 11. | Profit/Loss before taxation | : Rs. 3,152,621.70/- (Loss) |
| 12. | Provision for taxation | : Rs. 283,120.00/- |
| 13. | Profit/Loss after taxation | : Rs. 3,435,741.70/- (Loss) |
| 14. | Proposed Dividend | : - |
| 15. | Extent of shareholding (in percentage) | : 97% |

Notes: The following information shall be furnished at the end of the statement:
1. Names of subsidiaries which are yet to commence operations
2. Names of subsidiaries which have been liquidated or sold during the year.

**Part "B": Associates and Joint Ventures: Not Applicable**

**For & on Behalf of the Board of Directors of**
**Mohini Health & Hygiene Ltd.**

Sd/-
**Mr. Sarvapriya Bansal**
Director
DIN: 02540139

Sd/-
**Mr. Avnish Sarvapriya Bansal**
Managing Director
DIN: 02666814

Sd/-
**Arnika Jain**
Company Secretary

Sd/-
**Mukta Agrawal**
CFO

Date: 30th August, 2019
Place: Pithampur (M.P.)

# ANNEXURE-II FORM NO. MGT-9 EXTRACT OF ANNUAL RETURN

**"[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]"**

**I. REGISTRATION AND OTHER DETAILS:**

| | |
|---|---|
| **CIN** | L17300MP2009PLC022058 |
| **Registration Date** | 24th June, 2009 |
| **Name of the Company** | **MOHINI HEALTH & HYGIENE LIMITED** |
| **Category / Sub-Category of the Company** | Limited by Shares/Public Company/Non-Govt. Company |
| **Address of the registered office & Contact Details** | Plot No 109, Sector 3 Industrial Area, Pithampur Dhar (MP) 454774 |
| **Whether listed Company (Yes/No)** | Yes |
| **Name, address and contact details of Registrar and Transfer Agent, if any** | **Link Intime India Pvt Ltd.**<br>Registrar & Share Transfer Agent (SEBI REG. No. INR000004058)<br>CIN NO - U67190MH1999PTC118368<br>C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West) Mumbai MH 400083 Tel.: 022 - 49186000 Fax: 022 - 4918 6060 |

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:**

All the Business Activities contributing 10% or more of the total turnover of the Company shall be stated:

| Name and Description of main Products / Services | NIC Code of the Product / Service* | % to total turnover of the Company** |
|---|---|---|
| Surgical Bleached Absorbent Cotton, Cotton Balls, Zig Zag Cotton, Cotton Ear Buds, Gamjee Rolls | 24236 | 99.51% |
| Ginning, Cleaning & Bailing of Bleached Cotton | 01405 | 0.49% |

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:**

| Name and address of the Company | Corporate Identification Number (CIN) | Holding/ Subsidiary/ Associate | % of Shares Held | Applicable Section |
|---|---|---|---|---|
| VEDANT KOTTON PRIVATE LIMITED 105, Apollo Avenue, 30-B Old Palasia, Near Nafees Hotel, Indore (M.P.)- 452001 | U18101MP2012PTC029493 | Subsidiary | 97% | 2(87)(ii) |



**IV. Shareholding Pattern (Equity Share Capital Breakup as Percentage of Total Equity):**

**a) Category-wise Shareholding:**

| Category of Share holder | No. of Shares held at the beginning of the year (As at 31st March, 2018) | | | | No. of Shares held at the end of the year (As at 31st March, 2019) | | | | % Change during the year |
|---|---|---|---|---|---|---|---|---|---|
| | Demat | Physical | Total | % of Total Shares | Demat | Physical | Total | % of Total Shares | |
| **A. PROMOTERS** | | | | | | | | | |
| (1) INDIAN | | | | | | | | | |
| a) Individual/ HUF | 11237236 | 0 | 11237236 | 61.62 % | 11282523 | 0 | 11282523 | 61.87% | 0.25 % |
| b) Central Govt. | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| c) State Govt(s) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| d) Bodies Corporate | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| e) Banks/FI | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| f) Any Other | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| **Sub Total A(1)** | **11237236** | **0** | **11237236** | **61.62%** | **11282523** | **0** | **11282523** | **61.87%** | **0.25 %** |
| (2) FOREIGN | | | | | | | | | |
| a) NRI-individuals | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| b) Other Individuals | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| c) Bodies Corporate | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| d) Banks/FI | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| e) Any Other | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| **Sub Total A(2)** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** | **0** |
| Total Shareholding of Promoter (A) = (A)(1) + (A)(2) | **11237236** | **0** | **11237236** | **61.62%** | **11282523** | **0** | **11282523** | **61.87%** | **0.25 %** |
| **B. PUBLIC SHAREHOLDING** | | | | | | | | | |
| (1) INSTITUTIONS | | | | | | | | | |
| a) Mutual Funds | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| b) Banks / FI | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| c) Central Govt | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| d) State Govt(s) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| e) Venture Capital Funds | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| f) Insurance Companies | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| g) FIIs | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| h) Foreign Venture Capital Fund | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| i) Others (specify) | 474000 | 0 | 474000 | 2.59% | 339000 | 0 | 339000 | 1.85% | -0.74% |
| Foreign Portfolio Investor | 474000 | 0 | 474000 | 2.59% | 339000 | 0 | 339000 | 1.85% | -0.74% |
| **Sub-total (B)(1)** | **474000** | **0** | **474000** | **2.59%** | **339000** | **0** | **339000** | **1.85%** | **-0.74%** |
| (2) NON INSTITUTIONS | | | | | | | | | |
| a) Bodies Corp. | | | | | | | | | |
| i) Indian | 495348 | 0 | 495348 | 2.72 % | 372021 | 0 | 372021 | 2.04 % | -0.68 % |
| ii) Overseas | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| b) Individuals | | | | | | | | | |

| | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|
| i) Individual shareholders holding nominal share capital upto Rs. 1 lakh | 1240706 | 0 | 1240706 | 6.80 % | 1163579 | 0 | 1163579 | 6.38 % | -0.42 % |
| ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh | 3641643 | 0 | 3641643 | 19.97 % | 4104080 | 0 | 4104080 | 22.51 % | 2.54 % |
| c) Qualified Foreign Investor | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| d) Any Other (specify) | 1146967 | 0 | 1146967 | 6.29 % | 974697 | - | 974697 | 5.34 % | -0.94 % |
| i) Non Resident Individuals | 144000 | 0 | 144000 | 0.79 % | 39000 | 0 | 39000 | 0.21% | -0.58 % |
| ii) HUF | 385200 | 0 | 385200 | 2.11 % | 537000 | | 537000 | 2.9% | 0.83 % |
| iii) Clearing Members | 188767 | 0 | 188767 | 1.04 % | 218697 | | 218697 | 1.20 % | 0.16 % |
| iv) Trusts | 429000 | | 429000 | 2.35 % | 180000 | 0 | 180000 | 0.99 % | -1.37 % |
| **Sub Total B(2)** | **6524664** | **0** | **6524664** | **35.78%** | **6614377** | **0** | **6614377** | **36.27 %** | **0.49 %** |
| **Total Public Shareholding (B)=(B)(1)+ (B)(2)** | **6998664** | **0** | **6998664** | **38.37%** | **6953377** | **0** | **6953377** | **38.12%** | **-0.25%** |
| C. Shares held by Custodian 0 for GDRs & ADRs | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | |
| **GRAND TOTAL (A+B+C)** | **18235900** | **0** | **18235900** | **100 %** | **18235900** | **0** | **18235900** | **100 %** | **0.00 %** |

## b) Shareholding of Promoters:

| Name of the Shareholder | Shareholding at the beginning of the year (As at 31st March, 2018) | | | Shareholding at the end of the year (As at 31st March, 2019) | | | % Change during the year |
|---|---|---|---|---|---|---|---|
| | No of shares | % of total shares of the Company | % of shares pledged/ encumbered to total shares (of individual promoter) | No of shares | % of total shares of the Company | % of shares pledged/ encumbered to total shares (of individual promoter) | |
| Mr. Avnish Bansal | 10115736 | 55.47 % | 0.00 % | 10142736 | 55.62 % | 0.00 % | 0.15% |
| Mr. Sarvapriya Nirmalesh Bansal | 1112500 | 6.10 % | 0.00 % | 1112500 | 6.10 % | 0.00 % | 0.00% |
| Ms. Namita Bansal | 9000 | 0.05 % | 0.00 % | 27287 | 0.15 % | 0.00 % | 0.10% |
| **Total** | **11237236** | **61.62 %** | **0.00%** | **11282523** | **61.87 %** | **0.00%** | **0.25 %** |

## c) Change in Promoter's Shareholding:

| Name of the Shareholder | Shareholding at the beginning of the year (As at 31st March, 2018) | | Date | Increase/ Decrease in shareholding | Reason | Shareholding at the end of the year (As at 31st March, 2019) | |
|---|---|---|---|---|---|---|---|
| | No.of shares | % of total shares of the Company | | | | No. of Shares | % of total shares of the Company |
| Mr. Avnish Bansal | 10115736 | 55.47 % | 3/29/2019 | +27000 | Transfer | 10142736 | 55.62 % |
| Mr. Sarvapriya Nirmalesh Bansal | 1112500 | 6.10 % | | | | 1112500 | 6.10 % |
| Mr. Namita Bansal | 9000 | 0.05% | | 18287 | | 27287 | 0.15 % |
| | | | 6/30/2018 | 3000 | Transfer | | |
| | | | 1/4/2019 | 3000 | Transfer | | |
| | | | 2/8/2019 | 3000 | Transfer | | |
| | | | 3/15/2019 | 6000 | Transfer | | |
| | | | 3/29/2019 | 3287 | Transfer | | |



## d) Shareholding Pattern of top ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs):

| Top 10 Shareholders | Shareholding at the beginning of the year (As at 31st March, 2018) | | Date MM/ DD/YY | Increase/ Decrease in shareho-lding | Reason | Shareholding at the end of the year (As at 31st March, 2019) | |
|---|---|---|---|---|---|---|---|
| | No.of shares | % of total shares of the Company | | | | No. of Shares | % of total shares of the Company |
| Mr. Mukul Mahavir Prasad Agrawal | 1260000 | 6.91 % | 07/20/18 | 159000 | Transfer | 1419000 | 7.78% |
| Mr. Akshyesh Arya | 445736 | 2.44 % | - | - | - | 445736 | 2.44 % |
| HYPNOS FUND LIMITED | 213000 | 1.17 % | - | - | - | 213000 | 1.17 % |
| ANANTHARAMAKRISHNA P . | 186000 | 1.02 % | - | - | - | 186000 | 1.02% |
| PANTOMATH SABRIMALA AIF PANTOMATH SABRIMALA SME GROWTH FUND SERIES I | 180000 | 0.99 % | - | - | - | 180000 | 0.99 % |
| P F DADABHOY | 12000 | 0.07 % | 04/27/18 | 12000 | Transfer | 132000 | 0.72% |
| | | | 07/06/18 | 6000 | Transfer | | |
| | | | 09/07/18 | 6000 | Transfer | | |
| | | | 11/02/18 | 3000 | Transfer | | |
| | | | 11/9/18 | 3000 | Transfer | | |
| | | | 11/23/18 | 15000 | Transfer | | |
| | | | 11/30/18 | 87000 | Transfer | | |
| | | | 12/7/18 | -27000 | Transfer | | |
| | | | 12/21/18 | 3000 | Transfer | | |
| | | | 2/22/19 | 3000 | Transfer | | |
| | | | 3/1/19 | 9000 | Transfer | | |
| PANTOMATH STOCK BROKERS PRIVATE LIMITED | 231000 | 1.27% | 4/6/18 | 3000 | Transfer | 129000 | 0.71% |
| | | | 4/20/18 | 3000 | Transfer | | |
| | | | 5/4/18 | 3000 | Transfer | | |
| | | | 5/11/18 | 6000 | Transfer | | |
| | | | 5/18/18 | 6000 | Transfer | | |
| | | | 6/8/18 | 6000 | Transfer | | |
| | | | 6/15/18 | -3000 | Transfer | | |
| | | | 6/22/18 | 3000 | Transfer | | |
| | | | 6/30/18 | -6000 | Transfer | | |
| | | | 7/6/18 | 3000 | Transfer | | |
| | | | 7/27/18 | 6000 | Transfer | | |
| | | | 8/24/18 | -9000 | Transfer | | |
| | | | 9/14/18 | 3000 | Transfer | | |
| | | | 9/21/18 | 3000 | Transfer | | |
| | | | 9/29/18 | 3000 | Transfer | | |
| | | | 10/5/18 | 6000 | Transfer | | |
| | | | 10/12/18 | -3000 | Transfer | | |
| | | | 10/19/18 | -3000 | Transfer | | |
| | | | 10/26/18 | 6000 | Transfer | | |
| | | | 11/2/18 | -6000 | Transfer | | |

| Top 10 Shareholders | Shareholding at the beginning of the year (As at 31st March, 2018) | | Date | Increase/ Decrease in shareho-lding | Reason | Shareholding at the end of the year (As at 31st March, 2019) | |
|---|---|---|---|---|---|---|---|
| | No.of shares | % of total shares of the Company | | | | No. of Shares | % of total shares of the Company |
| | | | 11/9/18 | -6000 | Transfer | | |
| | | | 11/23/18 | -3000 | Transfer | | |
| | | | 11/30/18 | 3000 | Transfer | | |
| | | | 12/7/18 | -3000 | Transfer | | |
| | | | 12/14/18 | 3000 | Transfer | | |
| | | | 12/28/18 | -3000 | Transfer | | |
| | | | 12/31/18 | -33000 | Transfer | | |
| | | | 1/4/19 | -3000 | Transfer | | |
| | | | 1/11/19 | -27000 | Transfer | | |
| | | | 1/18/19 | -18000 | Transfer | | |
| | | | 1/25/19 | -3000 | Transfer | | |
| | | | 2/1/19 | 6000 | Transfer | | |
| | | | 2/15/19 | 9000 | Transfer | | |
| | | | 2/22/19 | 18000 | Transfer | | |
| | | | 3/1/19 | -6000 | Transfer | | |
| | | | 3/8/19 | 3000 | Transfer | | |
| | | | 3/15/19 | 21000 | Transfer | | |
| | | | 3/22/19 | -3000 | Transfer | | |
| | | | 3/29/19 | -6000 | Transfer | | |
| | | | 3/30/19 | -81000 | Transfer | | |
| KANAKRAY HIRALAL THAKER . | 0 | 0.00 % | 1/11/19 | 39000 | Transfer | 99016 | 0.54% |
| | | | 2/1/19 | 3000 | Transfer | | |
| | | | 2/15/19 | 36000 | Transfer | | |
| | | | 2/22/19 | 21000 | Transfer | | |
| | | | 3/22/19 | 11 | Transfer | | |
| | | | 3/29/19 | 5 | Transfer | | |
| INDIA MAX INVESTMENT FUND LIMITED | 234000 | 1.28 % | 5/11/18 | -15000 | Transfer | 99000 | 0.54% |
| | | | 5/18/18 | -27000 | Transfer | | |
| | | | 6/1/18 | -36000 | Transfer | | |
| | | | 7/20/18 | -27000 | Transfer | | |
| | | | 9/7/18 | -30000 | Transfer | | |
| MANISH KUMAR JINDAL | 6000 | 0.03 % | 4/20/18 | 3000 | Transfer | 99000 | 0.54% |
| | | | 5/18/18 | 3000 | Transfer | | |
| | | | 6/8/18 | 3000 | Transfer | | |
| | | | 7/6/18 | 9000 | Transfer | | |
| | | | 7/13/18 | 3000 | Transfer | | |
| | | | 10/19/18 | 15000 | Transfer | | |
| | | | 10/26/18 | 3000 | Transfer | | |
| | | | 11/9/18 | 3000 | Transfer | | |
| | | | 12/14/18 | 48000 | Transfer | | |
| | | | 3/22/19 | 3000 | Transfer | | |



## (e) Shareholding of Directors and Key Managerial Personnel:

| Name of the Shareholder | Shareholding at the beginning of the year (As at 31st March, 2017) | | Date wise Increase/ Decrease in Shareholding during the year | Increase/ Decrease in shareholding | Reason | Shareholding at the end of the year (As at 31st March, 2018) | |
|---|---|---|---|---|---|---|---|
| | No.of shares | % of total shares of the Company | | | | No. of Shares | % of total shares of the Company |
| Mr. Avnish Bansal | 10115736 | 55.47 % | 29-03-19 | 27000 | Transfer | 10142736 | 55.62 % |
| Mr. Sarvapriya Nirmalesh Bansal | 1112500 | 6.10% | | | | 1112500 | 6.10 % |

**(V) INDEBTEDNESS:** Indebtedness of the Company including interest outstanding/accrued but not due for payment (in Rs.):

| Particulars | Secured Loans Excluding Deposits | Unsecured Loans | Deposits | Total Indebtedness |
|---|---|---|---|---|
| **Indebtedness at the beginning of the Financial Year (As at 31st March, 2018)** | | | | |
| I) Principal Amount | 512,810,996.00 | 42,211,327.00 | - | 555,022,323.00 |
| ii) Interest Due but not paid | - | - | - | - |
| iii) Interest Accrued but not due | - | - | - | - |
| **Total ( i + ii + iii)** | **512,810,996.00** | **42,211,327.00** | **0.00** | **555,022,323.00** |
| **Change in indebtedness during the Financial Year** | | | | |
| i) Addition | 5,664,802.00 | 10,161,239.00 | | 15826041.00 |
| ii) Reduction | 28,078,490.00 | 32,133,591.00 | | 60,212,081.00 |
| Net Change | -22,413,688.00 | -21,972,352.00 | 0.00 | -44,386,040.00 |
| **Indebtedness at the end of the Financial Year (As at 31st March, 2019)** | | | | |
| i) Principal Amount | 490,397,308.00 | 20,238,975.00 | | 510,636,283.00 |
| ii) Interest Due but not paid | - | - | - | - |
| iii) Interest Accrued but not due | - | - | - | - |
| **Total (i + ii + iii)** | **490,397,308.00** | **20,238,975.00** | **0.00** | **510636283.00** |

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL (in Rs.):

### A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

| Particulars of Remuneration | Name of MD/WTD/ Manager | | Total Amount |
|---|---|---|---|
| | Mr. Avnish Bansal (MD) | Mr. Sarvapriya Bansal (WTD) | |
| Gross salary | | | |
| (a) Salary as per provisions contained in Section 17(1) of theIncome-tax Act, 1961 | Rs. 2,400,000/- | Rs. 2,400,000/- | Rs. 4,800,000/- |
| (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 | - | - | - |
| Stock Option | - | - | - |
| Sweat Equity | - | - | - |
| Commission - as % of profit - others, specify… | - | - | - |
| Others, please specify | - | - | - |
| **Total (A)** | **Rs. 2,400,000/-** | **Rs. 2,400,000/-** | **Rs. 4,800,000/-** |
| Ceiling as per the Act | Total Managerial remuneration is within the limit of 10% of the net profit of the Company as per Section 197 and 198 and Schedule V of the Companies Act, 2013. | | |

### B. Remuneration to other Directors: N.A.

| Particulars of Remuneration | Name of Directors | | | | Total Amount |
|---|---|---|---|---|---|
| | ----- | ---- | ---- | — | |
| Independent Directors | - | - | - | - | - |
| Fee for attending Board committee meetings | - | - | - | - | - |
| Commission | - | - | - | - | - |
| Others, please specify | - | - | - | - | - |
| Total (1) | - | - | - | - | - |
| Other Non-Executive Directors | - | - | - | - | - |
| Fee for attending Board committee meetings | - | - | - | - | - |
| Commission | - | - | - | - | - |
| Others, please specify | - | - | - | - | - |
| Total (2) | - | - | - | - | - |
| Total (B)=(1+2) | - | - | - | - | - |
| Total Managerial Remuneration | - | - | - | - | - |
| Overall Ceiling as per the Act | - | - | - | - | - |



### C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD (in Rs.) :

| Particulars of Remuneration | Key Managerial Personnel | | | |
|---|---|---|---|---|
| | CEO | CS | CFO | Total |
| Gross salary | | | | |
| (a) Salary as per provisions contained in Section 17(1) of the Income- tax Act, 1961 | - | 269,100/- | 540,000/- | 809,100/- |
| (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 | - | - | - | - |
| Stock Option | - | - | - | - |
| Sweat Equity | - | - | - | - |
| Commission | - | - | - | - |
| - as % of profit | - | - | - | - |
| others, specify… | - | - | - | - |
| Others, please specify | - | - | - | - |
| **Total** | **-** | **269,100/-** | **540,000/-** | **809,100/-** |

## VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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

**For and on Behalf of the Board of Directors of**
**Mohini Health & Hygiene Limited**

Sd/-
**Mr. Sarvapriya Bansal**
Director
Din: 02540139
201, Rivoli Apartment
135-baikunthdham, Indore

Sd/-
**Mr. Avnish Sarvapriya Bansal**
Managing Director
Din: 02666814
201, Rivoli Apartment
135-baikunthdham, Indore

# ANNEXURE – III

**REPORT ON**
**CSR ACTIVITIES/ INITIATIVES**
**[Pursuant to Section 135 of the Act & Rules made there under]**

1. **A brief outline of the Company's CSR policy, including overview of the projects or programmes proposed to be undertaken and reference to the web-link to the CSR Policy and projects or programmes:**

The Corporate Social Responsibility Policy ("Policy") of the Company is in line with the provisions of Section 135 of the Companies Act 2013 ("Act") read with Schedule VII to the Act and the Companies (Corporate Social Responsibility Policy) Rules, 2014. The Policy lays down the guiding principles that shall be applicable to the CSR projects/programme/ activities of the Company. The Policy is primarily aimed at supporting the Company's consistent efforts to promote education, vocation skills development and health care activities. The Board of Directors approved this Policy, on the basis of the recommendations of the CSR Committee.

**Policy Objectives:**

The objective of the CSR Policy is to lay down the guiding principles in undertaking various programs and projects by or on behalf of the Company relating to Corporate Social Responsibility within the meaning of section 135 of the Companies Act, 2013 read with Schedule VII of the Act and the CSR Policy Rules 2014. ("Rules").

The summary of the CSR Policy is available on the Company's website at http://www.mohinihealthandhygiene.com/

A list of the programs that the Company proposed to be undertaken is given in the policy.

2. **The composition of the CSR Committee:**

| Name of the Member(s) | Nature of Directorship |
|---|---|
| Mr. Sarvapriya Bansal | Director |
| Mr. Avnish Sarvapriya Bansal | Director |
| Mr. Mukesh Vyas | Additional Non Executive Independent Director |
| Mr. Gajendra Singh Narang | Independent Director (Ceased with effect from 30th August, 2019 |

**Average Net Profit of the Company for last three Financial Years (i.e. 2015-2016, 2016-2017 & 2017-2018) : Rs. 61,162,454.00/-**

**Prescribed CSR expenditure (2% of amount): Rs. 1,223,249.00/-**

3. **Details of CSR activities/projects undertaken during the year:**

a) Total amount to be spent for Financial Year 2018-2019 : Rs.1,223,249.00

b) Total amount spent for Financial Year 2018-2019 : Rs. 1,842,917.00/-

d) Amount un-spent (for F.Y. 2018-2019) : NIL

e) Manner in which the amount spent during Financial Year 2018-2019 is as detailed below:



| Sr. No. | CSR project/ activity identified | Sector in Which the Project is covered | Projects/ Programmes 1.Local area/ others- 2.Specify the State and district where projects or programs were undertaken | Amount outlay (budget) project/ programme wise | Amount spent on the projects or programs Sub-heads: 1) Direct expenditure on projects or programs 2)Overheads | Cumulative spend up to the reporting period (Amount in Rs.) | Amount spent: Direct/ through implementing agency* |
|---|---|---|---|---|---|---|---|
| 1. | Promoting Self Employment & Health Awareness amongst the group of People in rural area | Promoting Self Employment & Health Awareness | Madhya Pradesh | Not specifically provided | Direct expenditure on projects | 10,22,917.00 | Direct |
| 2. | Promoting Social Business projects amongst the group of people in the rural area | Promoting Livelihood Enhancement | Madhya Pradesh | | Direct expenditure on projects | 6,00,000.00 | Direct |
| 3. | To promote educational and social training to the tribal children | Promoting Education Including Special Education | Madhya Pradesh | | Direct expenditure on projects | 2,20,000.00 | Direct |
| | | | | | **Total** | **18,42,917.00** | |

4. **Justification for unspent money out of 2% of the average net profit of the last 3 Financial Years-**

- **NA**

5. **CSR Committee Responsibility Statement-**

'The implementation and monitoring of Corporate Social Responsibility (CSR) Policy, is in compliance with CSR objectives and policy of the Company.'

**For & on Behalf of the Board of Directors of**
**Mohini Health & Hygiene Ltd.**

Sd/-
**Mr. Sarvapriya Bansal**
Director
DIN: 02540139

Sd/-
**Mr. Avnish Sarvapriya Bansal**
Managing Director
DIN: 02666814

Date: 30th August, 2019
Place: Pithampur (M.P.)

# ANNEXURE – IV
# FORM NO. MR-3
# SECRETARIAL AUDIT REPORT FOR THE 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 Personnel) Rules, 2014]**

To,
The Members,
**MOHINI HEALTH & HYGIENE LIMITED**
(Formerly Known as Mohini Fibers Limited)
CIN- L17300MP2009PLC022058
Plot No 109, Sector 3 Industrial Area,
Pithampur Dhar MP 454774 IN

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **MOHINI HEALTH & HYGIENE LIMITED** (hereinafter called 'the company'). The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Company's Board of Directors is responsible for the matters of Compliances of the various provisions of the Companies Act, 2013 and other applicable laws. Our responsibility to conduct the audit of the Compliances made during the year upon test check basis. We have adopted such methods and procedure and based on our verification of the **MOHINI HEALTH & HYGIENE LIMITED** books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended 31st March, 2019 has complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 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;

(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, 1992;

© The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;

(d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

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 Agreement entered into by the Company with the Stock Exchange and the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015;

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

We further report that:

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

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

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

We further report that:

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

We further report that:-

During the audit period of the company, there were instances of:

**Appointment of Internal Auditor**

Company has appointed M/s Pramod Mehta as Internal Auditor of the company for the financial year 2018-2019 w.e.f. 17th, August 2018.

Appointment of Key Managerial Personnel under section 203 of Companies Act, 2013.

Ms. Shweta Bhamare has resigned from the post of company secretary and Compliance officer of the Company and Mrs. ARNIKA JAIN has appointed as Company Secretary and compliance officer of the Company in Board Meeting held on 28th March, 2019 in Place of Previous Company secretary.

**Corporate Social Responsibility**

During the year Company has complied the Corporate Social Responsibility provisions and has spent the amount of Rs. 18,42,917.00/- (Rupees Eighteen Lakhs Fourty Two Thousand Nine Hundred Seventeen) on CSR activities .

**For Neelam Binjwa**
**(Practicing Company Secretary)**

Sd/-
**Neelam Binjwa**

**Proprietor**
**M. NO: A39252**
**C.O.P. No. 15361**

Place: Pithampur (M.P.)
Date: 16.08.2019



To,
The Members,
**MOHINI HEALTH & HYGIENE LIMITED**
(Formerly Known as Mohini Fibers Limited)
CIN- L17300MP2009PLC022058
Plot No 109, Sector 3 Industrial Area,
Pithampur Dhar MP 454774 IN

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.

- Company has held all requisite no. of Board Meetings/audit committee meetings/ Nomination & Remuneration committee complied with the provision of Companies Act, 2013.
- Management properly maintained minutes book and duly authenticated by the chairman.
- Management has kept and properly entered records in all statutory books in their registered office.
- All Request for transfer of shares received by the company during the year have been executed by registrars & share transfer agents Link Intime India Pvt. Ltd.
- Notice of Board meetings were duly sent to all the directors.
- Notice of annual general meeting has been duly sent to all the members.
- company has not directly indirectly advanced any loans to any of the its Director or KMP or any other person in whom the director is interested or given any guarantee or provided any security in connection with any loan taken by him or such other person (under section 185 & 186) .
- Company has not accept any deposit (u/s 73)

5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, Standards are the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For Neelam Binjwa**
**(Practicing Company Secretary)**

Sd/-
**Neelam Binjwa**

**Proprietor**
**M. NO: A39252**
**C.O.P. No. 15361**
Place: Pithampur (M.P.)
Date: 16.08.2019

# ANNEXURE – V CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

**[Section 134(3)(m) of the Companies Act, 2013, read with Rule 8(3) of the Companies (Accounts) Rules, 2014]**

**Particulars of Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo required under Section 134(3)(m) of the Companies Act, 2013 read with Rule, 8 of the Companies (Accounts) Rules, 2014**

## A) CONSERVATION OF ENERGY:

| Particulars | Current Reporting Period 31.03.2019 |
|---|---|
| a. The steps taken or impact on conservation of energy | The company provides high priority to energy conservation schemes to conserve natural resources and is regularly taking effective steps to conserve energy wherever possible. This continues to remain thrust area with studies, discussions and analysis being undertaken regularly for further improvements. Energy conservation is an ongoing process in the Company. The Company continued its efforts to improve energy usage efficiencies. |
| b. The steps taken by the company for utilizing alternate sources of energy | The Company has not taken any step for utilizing alternate source of energy. |
| c. The capital investment on energy conservation equipment's | The Company has not made any capital investment in energy conservation equipment. |



## B) TECHNOLOGY ABSORPTION:

| Particulars | Current Reporting Period 31.03.2019 |
|---|---|
| a) The efforts made towards technology absorption | The company has been using indigenous as well as imported machinery. The Company has been making efforts for absorption of latest technology. |
| b) The benefits derived like product improvement, cost reduction, product development or import substitution | The Company has installed fully automated machinery reducing manual intervention. Introduction of new technology helped in improvement of quality of the products as well as up gradation of existing products. |
| c) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year) | The Company has not imported any technology during the last three years |
| (i) the details of technology imported | |
| (ii) the year of import | |
| (iii) whether the technology been fully absorbed | |
| (iv) if not fully absorbed, areas where absorption not taken place, and the reasons thereof | |
| d) The expenditure incurred on Research and Development | The Company has not incurred any expenditure on research and development |

## C) FOREIGN EXCHANGE EARNINGS AND OUTGO:

| Particulars | Current Reporting Period 31.03.2019 |
|---|---|
| The Foreign Exchange earned in terms of actual inflows during the year | Rs 1,082,601,302.71/- |
| The Foreign Exchange outgo during the year in terms of actual outflows. | Rs 8,111,573.00/- |

**For & on Behalf of the Board of Directors of**
**Mohini Health & Hygiene Limited**

Sd/-
**Mr. Sarvapriya Bansal**
Director
DIN: 02540139

Sd/-
**Mr. Avnish Sarvapriya Bansal**
Managing Director
DIN: 02666814

Date: 30th August, 2019
Place: Pithampur (M.P.)

# ANNEXURE-VI DETAILS OF REMUNERATION OF DIRECTORS AND EMPLOYEES

**Pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5 of Companies (Appointment & Remuneration) Rules, 2014**

| | | |
|---|---|---|
| The Ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the Financial Year 2018-19 | **Director's Name** | **Ratio to median remuneration** |
| | Mr. Avnish Bansal | 16:76 |
| | Mr. Sarvapriya Bansal | 16:76 |
| The Percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the Financial Year 2018-19 | **Director's/CFO/CS** | **% increase in remuneration** |
| | Mr. Avnish Bansal (Director) | Nil |
| | Mr. Sarvapriya Bansal (Director) | Nil |
| | Ms. Shweta Bhamare (Company Secretary) | Nil |
| | Mrs. Mukta Agrawal (CFO) | Nil |
| Percentage increase in the median remuneration of employees in the Financial Year 2018-2019 | During Financial Year 2018-2019, the percentage increase in the median remuneration of employees as compared to previous year was approximately 26.13% | |
| Number of permanent employees on the rolls of the Company | There were 210 employees as on 31st March, 2019 | |
| Average percentile increase in salaries of Employees other than managerial Personnel as against the percentile increase in the managerial remuneration | The average percentile increase in salaries of Employees in the Financial Year was 15.57% whereas there has been no increase in managerial remuneration | |
| Affirmation that the remuneration is as per the remuneration policy of the Company | It is hereby affirmed that the remuneration paid during the year is as per the Remuneration Policy of the Company. | |

*Median Remuneration of FY 2018-2019is Rs.1,43,188/- and of FY 2017-2018 is Rs.1,13,520/-

Note: The Statement of Particulars of Top Ten employees pursuant to the Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 of the Company is given below:



| Name of Employee | Department | Total Net Pay Per Annum (in`) | Nature of employment whether contractual or otherwise | Qualification & Experience | Date of commencement of employment | Age | Last employment held by such employee before joining the Company | % of shares held the of Company | Whether employees is relative of any director of the co. |
|---|---|---|---|---|---|---|---|---|---|
| Mr. Sarvapriya Bansal | Director | 24,00,000 | Regular Employment | B.Com 16 Years | 24/06/2009 | 62 | Pratibha Syntex Limited | 6.10% | Mr. Sarvapriya Bansal is father of Mr. Avnish Bansal Managing Director/ Promoter of the Company |
| Mr. Avnish Bansal | Managing Director | 24,00,000 | Regular Employment | B.Com 10 Years | 24/06/2009 | 34 | - | 55.62% | Mr. Avnish Bansal is son of Mr. Sarvapriya Bansal Director/ Promoter of the Company |
| Mr. Sheheryar Datta | President (Inter national Marketing) | 17,10,000 | Regular Employment | MBA International Marketing 4 Years | 02/07/2014 | 40 | Jindal Medicat Ltd. | Nil | - |
| Mrs. Neha Mundra | Manager (Accounts) | 9,45,000 | Regular Employment | CA 2years | 01/04/2017 | 32 | | Nil | - |
| Mr. Piyush Kothari | Plant Head | 9,00,000 | Regular Employment | B.E (Mech.) 3 Years | 16/07/2014 | 48 | Jindal Medicat Ltd. | Nil | - |
| Mrs. Riddhi Mundra | Marketing Manager | 8,00,000 | Regular Employment | M.Sc | 01/07/2018 | 31 | | Nil | - |
| Mrs. Varsha Kothari | Admin Incharge | 750000 | Regular Employment | MSC- 6 years | 16/07/2014 | 48 | Jindal Medicat Ltd | | |
| Mrs. Shantelle Datta | Admin | 720000 | Regular Employment | MBA International Marketing 7 Years | 01/03/2016 | 38 | Lowe Lintas | Nil | - |
| Mr. Anil Kumar Sambyal | Production Manager | 6,00,000 | Regular Employment | B.A 3 Years | 13/02/2014 | 39 | Jindal Medicat Ltd. | Nil | - |
| Mrs. Agrawal Mukta | CFO | 5,40,000 | Regular Employment | M.Com 2 Years | 23.01.2017 | 30 | RS Goyal & Associates, Chartered Accountants | Nil | |

Further, there were no Employee in the FY 2018-2019 who drawn salary in aggregate and not less than Rs. 1.02 Crores and Rs. 8.50 Lacs per month either throughout or part of the F.Y., respectively.

# ANNEXURE-VII MANAGEMENT DISCUSSION & ANALYSIS

**Industry Structure and Developments**

**Healthcare Industry**

The Indian healthcare sector is one of the fastest growing sectors with a rising coverage for disease, services and increasing expenditure by the public.

Indian healthcare delivery system is categorised into two major components - public and private. The Government, i.e. public healthcare system comprises limited secondary and tertiary care institutions in key cities and focuses on providing basic healthcare facilities in the form of primary healthcare centres (PHCs) in rural areas. The private sector provides majority of secondary, tertiary and quaternary care institutions with a major concentration in metros, tier I and tier II cities.

India's competitive advantage lies in its large pool of well-trained medical professionals. India is also cost competitive compared to its peers in Asia and Western countries.

The Mohini Health & Hygiene Limited is also contributing it's valuables achievements in providing the health care accessories for the people in India and abroad. To cater the needs of consumers MHHL is making research in the health care products & for providing hygienic life style to people.

Health care industry has also become one of the leading destinations for high-end diagnostic services with tremendous capital investment for advanced diagnostic facilities, thus catering to a greater proportion of population. Now a day's consumers have become more conscious towards their healthcare upkeep.

**Market Size**

The healthcare market can increase three fold to Rs 8.6 trillion (US$ 133.44 billion) by 2022.

India is experiencing 22-25 per cent growth in medical tourism and the industry is expected to reach US$ 9 billion by 2020.

There is a significant scope for enhancing healthcare services considering that healthcare spending as a percentage of Gross Domestic Product (GDP) is rising. The government's expenditure on the health sector has grown to 1.4 per cent in FY18 from 1.2 per cent in FY14. The Government of India is planning to increase public health spending to 2.5 per cent of the country's GDP by 2025.



# OPPORTUNITIES AND THREATS.

**Opportunities and Threats.**

Opportunities

**Booming Medical Tourism Market**

- Indian medical tourism industry is US$3 bn having posted~20% CAGR in 2009-15 and is expected to clock ~30% CAGR over the next 5 years
- Cost arbitrage (30-70% cheaper) to play a major role in attracting international patients

**Indian Healthcare on Investors' Radar**

- Strategic and financial investors are betting big on the under-penetrated Indian healthcare market
- Recent strategic & financial transactions imply increased investors' interest.

**National Health Policy 2017 has set Ambitious Targets**

- Universal healthcare coverage - Increase health expenditure as a percentage of GDP from the existing 1.15 % to 2.50 % by 2025
- The Ayushman Bharat - Pradhan Mantri Jan Arogya Yojana (PMJAY), the largest government funded healthcare program is targeting more than 500 million beneficiaries

**Threats**

- The existing healthcare infrastructure of India is not sufficient to meet the needs of the rising population. There is a shortage of funds and staff in the public healthcare institutions.
- High costs of land, building associated with rapidly evolving medical technology put burden on the operator
- Limited support from the government and patients financial inability restricts the delivery of healthcare services to tier 1 cities
- India has 0.7 doctors per 1,000 patients as compared to China's 1.9 doctors
- India is the world's second largest populated country. From 760 million in 1985 to 1.3 billion in 2015, the rising population demands a continuous growth and improvement in the healthcare facilities.
- The public expenditure on health is only 1.2 % of the total health expenditure. This is extremely low when compared to the WHO recommendation of 5%.
- Rural-urban disparity: There is a huge demand-supply gap in the rural areas which is reflected by the higher percentage of the population and a lower percentage of healthcare services in the rural areas. The primary healthcare centers (PHCs) are short of more than 3,000 doctors as a majority of healthcare professionals are located in the urban areas.

**Segment - wise or product-wise performance**

The Company is engaged in manufacturing of absorbent cotton, medical consumable products and cotton waste recycling and there are no separate reportable segments.

**Outlook**

The Company is continuously working on strengthening the business. It has been successfully executing major orders from prestigious customers and it has been enjoying the confidence of all customers across the country with repeat orders. The Company has embarked on improving margins in all products by reducing the various costs and focused on the high margin products. The results of these initiatives are expected to improve the overall profitability of the Company further during the current year.

**Risks and concerns**

There has been considerable progress in implementing a structured risk management framework in the Company. The framework is now well documented with laid down dissemination procedures and this is updated periodically.

**Internal control systems and their adequacy**

The Company believes that internal control is a necessary concomitant of the principle of governance that freedom of management should be exercised within a framework of appropriate checks and balances. The Company remains committed to ensuring an effective internal control environment that provides assurance on the efficiency of operations and security of assets.

Well established and robust internal audit processes, both at business and corporate levels, continuously monitor the adequacy and effectiveness of the internal control environment across the Company and the status of compliance with operating systems, internal policies and regulatory requirements. In the networked IT environment of the Company, validation of IT security continues to receive focused attention of the internal audit team.

The Internal Audit function consisting of professionally qualified accountants and other specialists reviews the quality of planning and execution of all ongoing projects involving significant expenditure to ensure that project management controls are adequate to yield 'value for money'.

The Audit Committee of the Board met four times during the year. It reviewed, inter-alia, the adequacy and effectiveness of the internal control environment and monitored implementation of internal audit recommendations including those relating to strengthening of the Company's risk management policies and systems. It also engaged in overseeing financial disclosures.

**Discussion on financial performance with respect to operational performance**

The financial year 2018-19 was good for company. Company achieved a growth of 13.26% in exports from 9751.06 Lakhs to Rs. 11043.69 Lakhs. Company's EBIDTA is increased by 11.21% from 1860.77 Lakhs to 2069.30 Lakhs.

**Material developments in Human Resources / Industrial Relations front, including number of people employed**

The Company continues to maintain a very cordial and healthy relationship with its work force across all its units. A dynamic and transparent performance appraisal system along with various positive initiatives towards employee welfare requirements ensured maintaining the employees' morale at greater heights. The Company also offers financial support for medical and other needs of employees from time to time.

**Acknowledgment**

The Directors would like to express their sincere appreciation for the co-operation and support received from shareholders, bankers, financial institutions, regulatory bodies, customers, suppliers, employees at all levels and other business constituents during the year under review.

**For & on Behalf of the Board of Directors**
**Mohini Health & Hygiene Limited**

Sd/-
CHAIRMAN
**Mr. Sarvapriya Bansal**
DIN 02540139

Date: 30th August, 2019
Place: Pithampur (M.P.)



# MANAGEMENT RESPONSIBILITY STATEMENT

The Management of Company accepts responsibility for the integrity and objectivity of these financial statements, as well as for estimates and judgments relating to matters not concluded by the year-end. The management believes that the financial statements reflect fairly the form and substance of transactions and reasonably presents the company's financial condition, and results of operations. To ensure this, the company has installed a system of internal controls, which is reviewed, evaluated and updated on an ongoing basis. Our management has conducted periodic audits to provide reasonable assurance that the company's established policies and procedures have been followed. However, there are inherent limitations that should be recognized in weighing the assurances provided by any system of internal controls.

These financial statements have been audited by M/s N.K. Dafria & Co., Chartered Accountants, the Statutory Auditors of the Company.

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS**
**MOHINI HEALTH & HYGIENE LIMITED**
Sd/-
CHAIRMAN
**Mr. Sarvapriya Bansal**
DIN 02540139

Date: 30th August, 2019
Place: Pithampur (M.P.)

**Declaration**

This is to confirm that all the members of the Board of Directors and the Senior Management personnel have affirmed compliance with the Code of Conduct, applicable to them as laid down by the Board of Directors in terms of clause 49(1)(D)(ii) of the Listing Agreement entered into with the Stock Exchanges, for the year ended March, 31st, 2019.

**For & on Behalf of the Board of Directors**
**Mohini Health & Hygiene Limited**

Sd/-
CHAIRMAN
**Mr. Sarvapriya Bansal**
DIN 02540139

Date: 30th August, 2019
Place: Pithampur (M.P.)

# INDEPENDENT AUDITORS' REPORT

**To**
**The Members of**
**Mohini Health & Hygiene Limited**
**Pithampur.**

**Report on the Standalone Financial Statements**

We have audited the accompanying Standalone financial statements of MOHINI HEALTH & HYGIENE LIMITED ("the Company") which comprises the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss, Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

**Management's Responsibility for the Standalone Financial Statements**

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

**Auditors' Responsibility**

Our responsibility is to express an opinion on these Standalone financial statements based on our audit.

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.



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

**Opinion**

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

**Report on Other Legal and Regulatory Requirements**

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

2. As required by section 143 (3) of the Act, we report that:

a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;

b. In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

c. The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;

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

e. On the basis of written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 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 over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B"; and

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

i. The Company does not have any pending litigations which would impact its financial position except as provided in point B (1) of Notes to Accounts.

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.

**For N.K. Dafria & Co.**
Chartered Accountants
Firm Reg. No. 005550C

Sd/-
**N. Dafria**
**(Partner)**
M. No. 073860

Place: Indore
Date: 03 May, 2019

**As required by the Companies (Auditor's Report) Order, 2016 and according to the information and explanations given to us during the course of audit and on the basis of such checks as were considered appropriate, We report that:**

# ANNEXURE "A" TO THE AUDITORS REPORT

| Sr.No. | Particulars | Auditors Remark |
|---|---|---|
| (I) | (a) Whether the company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets; | The Company has maintained proper records showing full particulars, including quantitative details & situation of fixed assets. |
| | (b) Whether these fixed assets have been physically verified by the management at reasonable intervals; whether any material discrepancies were noticed on such verification and if so, whether the same have been properly dealt with in the books of account; | According to the information & explanations given to us, the fixed assets have been physically verified by the management during the interim period at reasonable intervals. As explained to us, no material discrepancies were noticed as compared to the books records, on such physical verification. |
| | (c) Whether title deeds of immovable properties are held in the name of the company. If not, provide details thereof. | According to the information and explanations given to us, all the immovable properties are in the name of the company. |
| (ii) | Whether physical verification of inventory has been conducted at reasonable intervals by the management and whether any material discrepancies were noticed and if so, how they have been dealt with in the books of account; | As explained to us, inventory of the Company has been physically verified during the interim period by the management at regular intervals. No material discrepancies were noticed as compared to the books records, on such physical verification. |
| (iii) | Whether the company has granted any loans, secured or unsecured to companies, firms or other parties covered by clause (76) of Section 2 of the Companies Act, 2013. If so, | As per the information and explanations given to us, the company has not granted any loans, secured or unsecured, to companies, firms or other parties covered by clause (76) of Section 2 of the Companies Act, 2013. |
| | (a)Whether the terms and conditions of the grant of such loans are not prejudicial to the company's interest; | Not Applicable |
| | (b) Whether receipt of the principal amount and interest are regular. If not provide details thereof; and | Not Applicable |
| | (c) If overdue amount is more than rupees five lakhs, whether reasonable steps have been taken by the company for recovery of the principal and interest; | Not Applicable |
| (iv) | In respect of loans, investments and guarantees, whether provisions of Section 185 and 186 of the Companies Act, 2013 have been complied with. If not, provide details thereof. | As per the information and explanations given to us, the company has complied with the provisions of Sec-185 & Sec-186 of the Companies Act, 2013. |
| (v) | In case the company has accepted deposits, whether the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 & the rules framed there under, where applicable, have been complied with? If not, the nature of such contraventions be stated; If an order has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal, whether the same has been complied with or not? | According to the information and explanations given to us, the Company has not accepted deposits from the public and the other security deposits accepted are not considered as deposits as per section 73 to 76. Accordingly, the provisions of Section 73 to 76 of the Companies Act, 2013 and rules framed there under have been complied with. |
| (vi) | Whether maintenance of cost records has been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 and whether such accounts & records have been so made and maintained; | According to the information & explanation given to us, cost records has been maintained by the company as prescribed under sub section (1) of section 148 of the Companies Act, 2013. |
| (vii) | (a) whether the company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-Lax, , service tax, duty of customs, duty of excise, value added tax, and any other statutory dues with the appropriate authorities and if not, the extent of the arrears of outstanding statutory dues as at the last day of the financial year concerned for a period of more than six months from the date they became payable, shall be indicated by the Auditor. | According to the information and explanations given to us and according to the records, the Company has generally been regular in depositing undisputed statutory dues with appropriate authorities during the year. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding for a period of more than six months from the date they became payable. except as mentioned in below point. |
| | (b) Where dues of income tax or goods and service tax or duty of customs or duty of excise or value added tax have not been deposited on account of any dispute, then the amounts involved and the forum where dispute is pending shall be mentioned. (A mere representation to the concerned Department shall not be treated as a dispute). | According to the information and explanations given to us and the statutory examination of the records, there are no disputed dues which have not been deposited on account of Disputed matters pending before the appellate authorities except as mentioned below |

| Name of Statute | Nature of Dues | Amount Disputed | Period to which dues relate | Authority where dispute is pending for decision |
|---|---|---|---|---|
| The Income Tax Act, 1961 | Income Tax | 1589050.00 | AY 2010-11 | CIT(Appeals)-III |
| The Income Tax Act, 1961 | Income Tax | 670370.00 | AY 2011-12 | CIT(Appeals)-III |
| The Income Tax Act, 1961 | Income Tax | 4250600.00 | AY 2012-13 | CIT(Appeals)-III |
| The Income Tax Act, 1961 | Income Tax | 2947910.00 | AY 2013-14 | CIT(Appeals)-III |
| The Income Tax Act, 1961 | Income Tax | 21043650.00 | AY 2014-15 | CIT(Appeals)-III |
| The Income Tax Act, 1961 | Income Tax | 25850.00 | AY 2015-16 | CIT(Appeals)-III |
| The Income Tax Act, 1961 | Income Tax | 19716740.00 | AY 2016-17 | CIT(Appeals)-III |

| | | |
|---|---|---|
| (viii) | Whether the company has defaulted in repayment of dues to a financial institution or bank or debenture holders? If yes, the period and amount of default to be reported (in case of banks and financial institutions, lender wise details to be provided). | In our opinion and according to the information and explanation given to us, the Company has not defaulted in repayment of dues to the bank or financial institutions during the reported period. |
| (ix) | Whether moneys raised by way of public issue/ follow-on offer (including debt instruments) and term loans were applied for the purposes for which those are raised. If not, the details together with delays / default and subsequent rectification, if any, as may be applicable, be reported; | According to the information and explanations given to us during the year company has not raised money through IPO and term loan. |
| (x) | Whether any fraud by the company or any fraud on the Company by its officers/ employees has been noticed or reported during the year; if yes, the nature & the amount involved be indicated. | According to the information and explanations given to us, no fraud has been noticed or reported during the quarter by the company or on the company. |
| (xi) | Whether managerial remuneration has been paid / provided in accordance with the requisite approvals mandated by the provisions of section 197 read with schedule V to the Companies Act? If not, state the amount involved and steps taken by the company for securing refund of the same. | According to information given to us managerial remuneration has been paid in accordance with the provisions of section 197 read with schedule V of the Companies Act, 2013. |



| | | |
|---|---|---|
| (xii) | Whether the Nidhi Company has complied with the Net Owned Fund in the ratio of 1: 20 to meet out the liability and whether the Nidhi Company is maintaining 10% liquid assets to meet out the unencumbered liability. | Not Applicable |
| (xiii) | Whether all transactions with the related parties are in compliance with Section 188 and 177 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc. as required by the accounting standards and Companies Act, 2013. | According to the information given to us all transactions with the related parties are in compliance with Section 188 and 177. Also, the details of the related party transactions have been disclosed in the Financial Statements as required by the accounting standards and the Companies Act, 2013. |
| (xiv) | Whether the company has made any preferential allotment / private placement of shares or fully or partly convertible debentures during the year under review and if so, as to whether the requirement of Section 42 of the Companies Act, 2013 have been complied and the amount raised have been used for the purposes for which the funds were raised. If not, provide details thereof. | According to the information and explanations given to us, the company has not issued shares through private placement during the year. |
| (xv) | Whether the company has entered into any non-cash transactions with directors or persons connected with him & if so, whether provisions of Section 192 of Companies Act, 2013 have been complied with. | According to the information and explanations given to us and according to the records, the company has not entered into any non-cash transactions with directors or persons connected with him. |
| (xvi) | Whether the company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and if so, whether the registration has been obtained. | Not Applicable |

**For N.K. Dafria & Co.**
Chartered Accountants
Firm Reg. No. 005550C

Sd/-
**N. Dafria**
Partner
M. No. 073860

Place: Indore
Date: 03 May, 2019

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

# ANNEXURE-B TO THE AUDITORS' REPORT

We have audited the internal financial controls over financial reporting of **MOHINI HEALTH AND HYGIENE LIMITED** ("the Company") as of 31st March 2019 in conjunction with our audit of the standalone financial statements of the Company for the period ended on that date.

## Management's Responsibility for Internal Financial Controls

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

## Auditors' Responsibility

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

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

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



## Meaning of Internal Financial Controls over Financial Reporting

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

(I) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(ii) 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

(iii) 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 condensed financial statements.

## Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

## Opinion

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

**For N.K. Dafria & Co.**
Chartered Accountants
Firm Reg. No. 005550C

Sd/-
**N. Dafria**
Partner
M. No. 073860

Place: Indore
Date: 03 May, 2019

# BALANCE SHEET

**As At 31st March 2019**
**MOHINI HEALTH & HYGIENE LIMITED**
**CIN : L17300MP2009PLC022058**

| Particulars | Notes | Figures as at the end of current reporting period | Figures as at the end of previous reporting period |
|---|---|---|---|
| **I. EQUITY AND LIABILITIES** | | | |
| **(1) Shareholder's Funds** | | | |
| (a) Share Capital | 1 | 182,359,000.00 | 182,359,000.00 |
| (b) Reserves and Surplus | 2 | 265,214,608.00 | 183,881,564.00 |
| ( c) Security Premium | | 214,567,000.00 | 214,567,000.00 |
| (2) Non-Current Liabilities | | - | |
| (a) Long-term borrowings | 3 | 193,806,397.00 | 271,447,096.00 |
| (b) Deferred tax liabilities (Net) | 4 | 35,298,335.00 | 30,052,820.00 |
| (3) Current Liabilities | | - | |
| (a) Short-term borrowings | 5 | 248,605,626.00 | 230,628,078.00 |
| (b) Trade payables | 6 | 37,142,965.00 | 47,227,576.00 |
| (c) Other current liabilities | 7 | 142,568,970.00 | 160,054,039.00 |
| (d) Short-term provisions | 8 | 14,698,901.00 | 12,541,791.00 |
| **Total** | | **1,334,261,802.00** | **1,332,758,964.00** |
| **II. ASSETS** | | | |
| (1) Non-current assets | | | |
| (a) Fixed assets | | | |
| (i) Tangible assets | 9 | 631,281,373.00 | 636,090,796.00 |
| (ii) Intangible assets | | - | - |
| (iii) Capital work-in-progress | | 4,375,962.00 | - |
| (iv) Intangible assets under development | | 162,300.00 | - |
| (b) Non-current investments | 10 | 1,115,500.00 | 1,115,500.00 |
| (c) Other non-current assets | 11 | 16,558,643.00 | 30,219,884.00 |
| (2) Current assets | | - | |
| (a) Inventories | 12 | 183,465,300.00 | 135,333,807.00 |
| (b) Trade receivables | 13 | 284,445,866.00 | 358,225,638.00 |
| (c) Cash and cash equivalents | 14 | 7,247,654.00 | 23,805,248.00 |
| (d) Short-term loans and advances | | - | - |
| (e) Other current assets | 15 | 205,609,204.00 | 147,968,091.00 |
| **Total** | | **1,334,261,802.00** | **1,332,758,964.00** |

Significant Accounting Policies And Notes to Accounts - 26
are an integral part of these financial statements.
report of even date annexed

**For N. K. Dafria & Company**
Chartered Accountants
Firm Reg. No. 005550C

Sd/-
**CA Nitin Dafria**
Partner
M.No.073860
Indore : 03-05-2019

**For Mohini Health & Hygiene Ltd.**

Sd/-
**Sarvapriya Bansal**
Director
DIN : 02540139

Sd/-
**Avnish Bansal**
Director
DIN : 02666814

Sd/-
**Arnika Jain**
Company Secretary

Sd/-
**Mukta Agrawal**
CFO



# STATEMENT OF PROFIT & LOSS

**For the Period Ended on 31st March 2019**
**MOHINI HEALTH & HYGIENE LIMITED**
**CIN : L17300MP2009PLC022058**

| Particulars | Notes | Figures as at the end of current reporting period | Figures as at the end of previous reporting period |
|---|---|---|---|
| I. Revenue from operations | 16 | | |
| - Operating Revenues | | 1,218,414,863.00 | 1,410,970,900.00 |
| - Other Operating Revenues | | 49,218,552.00 | 65,379,536.00 |
| | | **1,267,633,415.00** | **1,476,350,436.00** |
| II. Other Income | 17 | 5,571,582.00 | 15,225,678.00 |
| **III. Total Revenue (I +II)** | | **1,273,204,997.00** | **1,491,576,114.00** |
| IV. Expenses: | | | |
| Cost of materials consumed | 18 | 849,708,309.00 | 1,070,829,052.00 |
| Purchase of Stock-in-Trade | 19 | 3,736,640.00 | 34,077,909.00 |
| Changes in inventories of finished goods, work-in-progress and Stock-in-Trade | 20 | (5,286,712.00) | 18,134,852.00 |
| Direct Manufacturing Expenses | 21 | 119,939,841.00 | 97,007,726.00 |
| Employee benefit expense | 22 | 9,300,238.00 | 9,046,436.00 |
| Other expenses | 25 | 26,874,237.00 | 21,677,772.00 |
| Export Selling Expenses | 25 | 62,002,556.00 | 54,725,764.00 |
| | | **1,066,275,109.00** | **1,305,499,511.00** |
| **V. Profit before Interest, Depreciation & Tax** | | **206,929,888.00** | **186,076,603.00** |
| Financial costs | 23 | 54,022,667.00 | 66,309,437.00 |
| Depreciation and amortization expense | 24 | 49,758,115.00 | 46,726,347.00 |
| VI. Profit before exceptional and extraordinary items and tax | (III-IV) | 103,149,106.00 | 73,040,819.00 |
| VII. Exceptional Items | | - | - |
| VIII. Profit before extraordinary items and tax | (V-VI) | 103,149,106.00 | 73,040,819.00 |
| IX. Extraordinary Items (Prior Period Items) | | - | - |
| **X. Profit before tax (VII - VIII)** | | **103,149,106.00** | **73,040,819.00** |
| XI. Tax expense: | | | |
| (1) Current tax | | 21,235,101.00 | 12,300,000.00 |
| (2) Deferred tax | | 5,245,515.00 | 9,450,847.00 |
| **XII. Profit (Loss) from the perid from continuing operations** | **(IX-X)** | **76,668,490.00** | **51,289,972.00** |
| XIII. Profit/(Loss) from discontinuing operations | | - | - |
| XIV. Tax expense of discounting operations | | - | - |
| XV. Profit/(Loss) from Discontinuing operations | (XII-XIII) | - | - |
| XVI. Profit/(Loss) for the period (XI + XIV) | | 76,668,490.00 | 51,289,972.00 |
| **XVII. Earning per equity share:** | | | |
| (1) Basic | | 4.20 | 2.81 |
| (2) Diluted | | 4.20 | 2.81 |

Significant Accounting Policies And Notes to Accounts - 26
are an integral part of these financial statements.
report of even date annexed

**For N. K. Dafria & Company**
Chartered Accountants
Firm Reg. No. 005550C

Sd/-
**CA Nitin Dafria**
Partner
M.No.073860

Indore : 03-05-2019

**For Mohini Health & Hygiene Ltd.**

Sd/-
**Sarvapriya Bansal**
Director
DIN : 02540139

Sd/-
**Avnish Bansal**
Director
DIN : 02666814

Sd/-
**Arnika Jain**
Company Secretary

Sd/-
**Mukta Agrawal**
CFO

# CASH FLOW STATEMENT

**For the Period Ended on 31.03.2019**
**MOHINI HEALTH & HYGIENE LIMITED**
**CIN : L17300MP2009PLC022058**

| (A) CASH FLOW FROM OPERATING ACTIVITIES | 2018-19 | 2017-18 |
|---|---|---|
| Net profit before Tax & Extra ordinary items | 103,149,106.00 | 73,040,819.00 |
| Adjustment for - | | |
| Add:- Depreciation | 42,861,377.00 | 39,889,610.00 |
| Less:- Interest income | (2,142,628.00) | (1,672,050.00) |
| Less:- Profit on sale of Machinery | (259,059.00) | (964,690.00) |
| Add : Finance Cost | 54,022,667.00 | 66,309,437.00 |
| Add : Loss on Sales of Machinery | - | 131,748.00 |
| Operating profit before working capital changes | 197,631,463.00 | 176,734,874.00 |
| Movements in working capital | | |
| (Decrease)/Increase in trade Payables | (10,084,611.00) | 5,449,090.00 |
| (Increase)/Decrease in Receivables | 73,779,772.00 | (117,689,367.00) |
| (Increase) /Decrease in Other Current Assets | (52,976,559.00) | (58,740,158.00) |
| (Increase)/Decrease in Inventories | (48,131,493.00) | (16,943,685.00) |
| (Decrease)/Increase in current liabilities | (17,485,069.00) | 66,165,368.00 |
| (Decrease)/Increase in Short term Provisions | (2,704,054.00) | (18,027,839.00) |
| (Increase)/Decrease in other Non-Current Assets | 13,661,241.00 | (14,353,818.00) |
| Income Tax Paid | (16,373,937.00) | (5,698,491.00) |
| Net cash from operating activities (A) | 137,316,753.00 | 16,895,974.00 |
| **B) CASH FLOW FROM INVESTMENT ACTIVITIES** | | |
| Purchase of Fixed Assets including CWIP | (46,494,074.00) | (78,204,558.00) |
| Sale of Fixed Assets | 4,162,917.00 | 29,497,737.00 |
| Increase / (Decrease) in Non-current Investments | - | (1,115,500.00) |
| Interest Received | 2,142,628.00 | 1,672,050.00 |
| Net cash from in Investing activities (B) | (40,188,529.00) | (48,150,271.00) |
| **C) CASH FLOW FROM FINANCING ACTIVITIES** | | |
| Increase in Share Capital | - | 63,840,000.00 |
| Increase in Secuirity Premium | - | 201,384,000.00 |
| Proceeds from /(repayments of) Short Term loans | 17,977,548.00 | (31,636,472.00) |
| Proceeds from /(repayments of) Long Term loans | (77,640,699.00) | (115,032,445.00) |
| Interest Paid | (54,022,667.00) | (66,309,437.00) |
| Net Cash from Financing Activities ( C ) | (113,685,818.00) | 52,245,646.00 |
| **D) Net Increase / (decrease) in Cash & Cash Equivalents (A+B+C)** | **(16,557,594.00)** | **20,991,349.00** |
| Opening Cash and Cash Equivalent | 23,805,248.00 | 2,813,899.00 |
| Closing Cash and Cash Equivalent ( Note 6) | 7,247,654.00 | 23,805,248.00 |
| **E) Increase/(Decrease) in Cash & Cash Equivalents** | **(16,557,594.00)** | **20,991,349.00** |

The cash flow is prepared under indirect method as set out in Accounting Standard-3

**For N. K. Dafria & Company**
Chartered Accountants
Firm Reg. No. 005550C

Sd/-
**CA Nitin Dafria**
Partner
M.No.073860
Indore : 03.05.2019

**On behalf of the board**

Sd/-
**Sarvapriya Bansal**
Director
DIN : 02540139

Sd/-
**Avnish Bansal**
Director
DIN : 02666814



# NOTES FORMING INTEGRAL PART OF FINANCIAL STATEMENTS

**For the Year Ended on 31st March 2019**
**MOHINI HEALTH & HYGIENE LIMITED**
**CIN : L17300MP2009PLC022058**

| PARTICULARS | AMOUNT (Rs.) 31.03.2019 | AMOUNT (Rs.) 2017-18 |
|---|---|---|
| **NOTE 1 : SHARE CAPITAL** | | |
| **Authorised Share Capital:** 2,00,00,000 Equity Shares of Rs.10/- each | 200,000,000.00 | 200,000,000.00 |
| **Issued, Subscribed & Paid up:** 1,82,35,900 Equity Shares of Rs.10/- each | 182,359,000.00 | 182,359,000.00 |
| **TOTAL** | **182,359,000.00** | **182,359,000.00** |

**1.1 The Reconciliation of the number of shares and amount outstanding is set out below**

| | As at March 31, 2019 | | As at March 31, 2018 | |
|---|---|---|---|---|
| | No. of Share | Amount | No. of Share | Amount |
| Equity Share at Begning of the year | 18,235,900 | 182,359,000.00 | 2,962,975 | 29,629,750.00 |
| Add: Share issued during the year | 0 | 0.00 | 15,272,925 | 152,729,250.00 |
| Equity Share at end of the year | 18,235,900 | 182,359,000.00 | 18,235,900 | 182,359,000.00 |

**1.2 Terms/Right attached to Equity Shares**

The Company has only one class of equity shares having a par value of Rs.10/- per share. Each holder of equity shares is entitled to one vote per share . The company declares and pays dividend in indian ruees. In the event of iquidation of the company , the holders of the equity shares will be entitled to receive remaining assets of the company after distribution of all preferential amount. The distribution will be in proportion of the number of equity shares held by the shareholders.

**1.3 The details of shareholders holding more than 5% shares:-**

| Name of the Shareholder | As at March 31, 2019 | | As at March 31, 2018 | |
|---|---|---|---|---|
| | No. of shares %held | % of holding | No. of shares %held | % of holding |
| Shri Avnish Bansal | 10,142,736 | 55.62 | 10,115,736 | 55.47 |
| Shri Mukul Mahavir Prasad Agrawal | 1,419,000 | 7.78 | 1,260,000 | 6.91 |
| Shri Sarvapriya Bansal | 1,112,500 | 6.10 | 1,112,500 | 6.10 |
| **Total** | **12,674,236** | **69.50** | **12,488,236** | **68.48** |

**NOTE 2 : RESERVES & SURPLUS:**

| | | |
|---|---|---|
| **Profit & Loss Account** | | |
| Balance as at the begining of the period | 183,881,564.00 | 109,704,899.00 |
| Add : MAT Credit Entitlement | 4,664,554.00 | 22,886,693.00 |
| Add: Profit for the year | 76,668,490.00 | 51,289,972.00 |
| Balance as at the end of the year | 265,214,608.00 | 183,881,564.00 |
| **TOTAL** | **265,214,608.00** | **183,881,564.00** |

# NOTES FORMING INTEGRAL PART OF FINANCIAL STATEMENTS

**For the Year Ended on March 31, 2019**
**MOHINI HEALTH & HYGIENE LIMITED**
**CIN : L17300MP2009PLC022058**

| Particulars | ANNE XURES | Amount (Rs.) 31.03.2019 | Amount (Rs.) 31.03.2019 | Amount (Rs.) 31.03.2019 | Amount (Rs.) 2017-18 |
|---|---|---|---|---|---|
| **NOTE 3 : LONG TERM BORROWINGS** | | | | | |
| **Secured** | | **More than 1 Year** | **Less than 1 Year** | **Total** | **Total** |
| I) M.P Financial Corporation | | 85,000,000.00 | 31,341,507.00 | 116,341,507.00 | 138,775,213.00 |
| ii) State Bank of India | | 70,000,000.00 | 11,997,282.00 | 81,997,282.00 | 93,997,282.00 |
| iii) Edelweiss Retail Finance Ltd | | 10,467,144.00 | 5,139,796.00 | 15,606,940.00 | 20,034,917.00 |
| iv) Hero Fincorp Ltd | | 16,031,862.00 | 6,108,867.00 | 22,140,729.00 | 27,549,990.00 |
| v) Car Loan - ICICI Bank | | 0.00 | 771,546.00 | 771,546.00 | 1,742,192.00 |
| vi) Car Loan - ICICI Bank | | 2,147,350.00 | 532,805.00 | 2,680,155.00 | 0.00 |
| vii) Equipment Loan - ICICI Bank | | 567,511.00 | 441,875.00 | 1,009,386.00 | 0.00 |
| viii) Commercial Equipment Loan | | 0.00 | 0.00 | 0.00 | 83,324.00 |
| ix) Car Loan - Toyota Financials | | 1,024,215.00 | 219,922.00 | 1,244,137.00 | 0.00 |
| **Sub Total** | | **185,238,082.00** | **56,553,600.00** | **241,791,682.00** | **282,182,918.00** |
| | | | | | |
| Unsecured | | | | | |
| i) From Directors | 1 | 0.00 | 0.00 | 0.00 | 3,066,000.00 |
| ii) Inter-corporate loan | 2 | 8,568,315.00 | 11,670,660.00 | 20,238,975.00 | 39,145,327.00 |
| **Sub Total** | | **8,568,315.00** | **11,670,660.00** | **20,238,975.00** | **42,211,327.00** |
| **TOTAL** | | **193,806,397.00** | **68,224,260.00** | **262,030,657.00** | **324,394,245.00** |




# NOTES FORMING INTEGRAL PART OF FINANCIAL STATEMENTS

**For the Year Ended on March 31, 2019**
**MOHINI HEALTH & HYGIENE LIMITED**
**CIN : L17300MP2009PLC022058**


**TERMS OF REPAYMENT OF SECURED LOANS**

| Name of Bank / Institution | Security | Purpose | Sanc. Amount (in Lacs) | Sanction Date | Nature of Loan | Rate of Interest | Rebate (if any) | EMI Year | Nos of Installments | Amount of Each Principal (in Lakhs) | Total Amount | Moratorium Period |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| 1. Madhya Pradesh Financial Corporation | First Charge on Entire Fixed Assets of Company at Plot No 109, Sector No 3, Indsutrial Area, Pithmapur Dist Dhar | Setting of New Project of Manufacture Surgical, Bleached & Absorbent Cotton | 1600.00 | 9/25/ 2013 | Term Loan | 15.25% | 2.25% | 2015-16 | 4 | 40 | 160.00 | One and Half year |
| | | | | | | | | 2016-17 | 1 | 40 | 40.00 | |
| | | | | | | | | 2016-17 | 3 | 50 | 150.00 | |
| | | | | | | | | 2017-18 | 4 | 50 | 200.00 | |
| | | | | | | | | 2018-19 | 3 | 50 | 150.00 | |
| | | | | | | | | 2018-19 | 1 | 60 | 60.00 | |
| | | | | | | | | 2019-20 | 4 | 60 | 240.00 | |
| | | | | | | | | 2020-21 | 4 | 60 | 240.00 | |
| | | | | | | | | 2021-22 | 4 | 60 | 240.00 | |
| | | | | | | | | 2022-23 | 2 | 60 | 120.00 | |
| | | | | | | | | **TOTAL** | | | **1600.00** | |
| 2. Madhya Pradesh Financial Corporation | First Charge on Entire Fixed Assets of Company at Plot No 109, Sector No 3, Indsutrial Area, Pithmapur Dist Dhar | Expansion of Project to Manufacture Surgical, Bleached & Absorbent Cotton | 400.00 | 10/22/ 2014 | Term Loan | 15.25% | 2.% | 2015-16 | 2 | 10.00 | 20.00 | One Year |
| | | | | | | | | 2016-17 | 2 | 10.00 | 20.00 | |
| | | | | | | | | 2016-17 | 2 | 12.50 | 25.00 | |
| | | | | | | | | 2017-18 | 4 | 12.50 | 50.00 | |
| | | | | | | | | 2018-19 | 2 | 12.50 | 25.00 | |
| | | | | | | | | 2018-19 | 2 | 15.00 | 30.00 | |
| | | | | | | | | 2019-20 | 4 | 15.00 | 60.00 | |
| | | | | | | | | 2020-21 | 2 | 15.00 | 30.00 | |
| | | | | | | | | 2020-21 | 2 | 17.50 | 35.00 | |
| | | | | | | | | 2021-22 | 4 | 17.50 | 70.00 | |
| | | | | | | | | 2022-23 | 2 | 17.50 | 35.00 | |
| | | | | | | | | **TOTAL** | | | **400.00** | |
| 3. Madhya Pradesh Financial Corporation | First Charge on Entire Fixed Assets of Company at Plot No 109, Sector No 3, Indsutrial Area, Pithmapur Dist Dhar | Expansion of Project to Manufacture Surgical, Bleached & Absorbent Cotton | 1000.00 | 7/5/ 2016 | Term Loan | 13.25% | 0% | 2016-17 | 5 | 1 | 5.00 | 4 Months |
| | | | | | | | | 2017-18 | 5 | 4 | 20.00 | |
| | | | | | | | | 2017-18 | 7 | 5 | 35.00 | |
| | | | | | | | | 2018-19 | 12 | 10 | 120.00 | |
| | | | | | | | | 2019-20 | 12 | 10 | 120.00 | |
| | | | | | | | | 2020-21 | 12 | 15 | 180.00 | |
| | | | | | | | | 2021-22 | 12 | 15 | 180.00 | |
| | | | | | | | | 2022-23 | 4 | 15 | 60.00 | |
| | | | | | | | | 2022-23 | 8 | 20 | 160.00 | |
| | | | | | | | | 2023-24 | 6 | 20 | 120.00 | |
| | | | | | | | | **TOTAL** | | | **1000.00** | |

# NOTES FORMING INTEGRAL PART OF FINANCIAL STATEMENTS

**For the Year Ended on March 31, 2019**
**MOHINI HEALTH & HYGIENE LIMITED**
**CIN : L17300MP2009PLC022058**

**TERMS OF REPAYMENT OF SECURED LOANS**

| Name of Bank / Institution | Security | Purpose | Sanc. Amount (in Lacs) | Sanction Date | Nature of Loan | Rate of Interest | Nos of Installments | Amount of Each Installment | Total Amount | Moratorium Period |
|---|---|---|---|---|---|---|---|---|---|---|
| Hero Fincorp Ltd | Plant & Machinery Financed by Hero Fincorp Ltd | Expansion of Project to Manufacture Surgical, Bleached & Absorbent Cotton | 200.00 | 6/10/16 | Equipment | 13.00% | 60 | 455062 | 200.00 | 3 Months |
| Hero Fincorp Ltd | Plant & Machinery Financed by Hero Fincorp Ltd | Expansion of Project to Manufacture Surgical, Bleached & Absorbent Cotton | 117.00 | 28/8/17 | Equipment | 13.00% | 60 | 266211 | 117.00 | 2 Months |
| Hero Fincorp Ltd | Plant & Machinery Financed by Hero Fincorp Ltd | Expansion of Project to Manufacture Surgical, Bleached & Absorbent Cotton | 250.00 | 5/11/16 | Equipment | 15.00% | 60 | 594749 | 250.00 | 1 Months |
| ICICI Bank Ltd | Mercedes Car | Vehicle Loan | 43.06 | 15/1/15 | Vehicle | 10.25% | 60 | 92046 | 43.06 | 1 Months |
| ICICI Bank Ltd | Endeavour | Vehicle Loan | 30.02 | 17/7/18 | Vehicle | 8.65% | 60 | 61987 | 30.05 | Nil |
| ICICI Bank Ltd | Voltas Make Electric Forklift | Logistics of Goods | 13.50 | 16/5/18 | Equipment | 9.50% | 36 | 43240 | 13.50 | 1 Months |
| Toyota Financial Services | Innova | Vehicle Loan | 13.00 | 2/1/19 | Vehicle | 9.24% | 60 | 27144 | 13.00 | Nil |
| | | | **TOTAL** | | | | | | **666.61** | |



# NOTES FORMING INTEGRAL PART OF FINANCIAL STATEMENTS

**For the Year Ended on 31st March 2019**
**MOHINI HEALTH & HYGIENE LIMITED**
**CIN : L17300MP2009PLC022058**

| PARTICULARS | ANNEXURES | AMOUNT (Rs) 31.03.2019 | AMOUNT (Rs) 2017-18 |
|---|---|---|---|
| **NOTE 4 : DEFERRED TAX LIABILITY (NET)** | | | |
| Deferred Tax Liability | | 35,298,335.00 | 30,052,820.00 |
| (Depreciation difference on Fixed Assets ) | | | |
| **TOTAL** | | **35,298,335.00** | **30,052,820.00** |
| **NOTE 5 : SHORT TERM BORROWINGS** | | | |
| **Secured** | | | |
| **a) Working Capital Loan** | | | |
| i) ICICI Bank - Cash Credit Limit | | 147,069,438.00 | 130,232,947.00 |
| ii) Yes Bank Ltd - Cash Credit Limit | | 101,536,188.00 | 100,395,131.00 |
| (Both the loans are Secured by First | | | |
| charge on stocks, debtors and other | | | |
| currents assets and second charge on | | | |
| the fixed assets of the company and | | | |
| personal guarantee of the directors) | | | |
| **TOTAL** | | **248,605,626.00** | **230,628,078.00** |
| **NOTE 6: TRADE PAYABLES** | | | |
| Due to Micro, Small and Medium | | | |
| Enterprises | | - | - |
| Due to others | 3 | 37,142,965.00 | 47,227,576.00 |
| **TOTAL** | | **37,142,965.00** | **47,227,576.00** |
| **NOTE 7: OTHER CURRENT LIABILITIES** | | | |
| Repayment of Loans within a year ( Refer Note -3 ) | | 68,224,260.00 | 52,947,149.00 |
| Sundry Creditors - Capital | 4 | 14,898,499.00 | 31,135,771.00 |
| Creditors - Others | 5 | 55,213,247.00 | 73,369,889.00 |
| Duties and Taxes | 6 | 338,388.00 | 1,331,483.00 |
| Sundry Debtors having Credit Balances | 7 | 3,334,576.00 | 709,747.00 |
| Deposit against Rent | | 560,000.00 | 560,000.00 |
| **TOTAL** | | **142,568,970.00** | **160,054,039.00** |
| **NOTE 8: SHORT-TERM PROVISIONS** | | | |
| Provisions | 8 | 14,698,901.00 | 12,541,791.00 |
| **TOTAL** | | **14,698,901.00** | **12,541,791.00** |

| | | | |
|---|---|---|---|
| **NOTE 10: NON- CURRENT INVESTMENTS** | | | |
| Investment in Unquoted Shares of Vedant Kotton Pvt Ltd | | 1,115,500.00 | 1,115,500.00 |
| (9700 Equity Shares having face value of Rs. 10 per share purchased at Rs. 115/- each) | | 0.00 | 0.00 |
| **TOTAL** | | **1,115,500.00** | **1,115,500.00** |
| **NOTE 11: OTHER NON CURRENT ASSETS** | | | |
| Deposits | 9 | 16,558,643.00 | 30,219,884.00 |
| **TOTAL** | | **16,558,643.00** | **30,219,884.00** |
| **NOTE 12 : INVENTORIES** | | | |
| (As valued and certified by | | | |
| the management) | | | |
| Trading Inventories | | 0.00 | 0.00 |
| Manufacturing | | | |
| Finished Goods | | 67,128,224.00 | 61,841,512.00 |
| Raw Material | | 85,982,402.00 | 53,983,033.00 |
| Stores & Spares (Incl. Packing Material) | | 30,354,674.00 | 19,509,262.00 |
| **TOTAL** | | **183,465,300.00** | **135,333,807.00** |
| **NOTE 13 : TRADE RECEIVABLES** | | | |
| (Unsecured & considered good) | | | |
| Others | 10 | 171,951,644.40 | 243,208,108.00 |
| Over six months | 10 | 112,494,221.60 | 115,017,530.00 |
| **TOTAL** | | **284,445,866.00** | **358,225,638.00** |
| **NOTE 14 : CASH & CASH EQUIVALENTS** | | | |
| Cash In Hand | | 461,160.00 | 1,118,611.00 |
| Balances with scheduled banks | | | |
| Axis Bank CA A/c- Indore | | 996,400.00 | 22,607,297.00 |
| Axis Bank CA A/c - Gondal | | 0.00 | 19,544.00 |
| ICICI Bank Ltd | | 5,000,000.00 | 29,483.00 |
| State Bank of India | | 790,094.00 | 30,313.00 |
| **TOTAL** | | **7,247,654.00** | **23,805,248.00** |
| **NOTE 15 : OTHER CURRENT ASSETS** | | | |
| TDS recoverable from NBFC | | 1,394,953.00 | 1,084,879.00 |
| Prepaid Insurance | | 660,910.00 | 404,391.00 |
| Prepaid Expenses | | 0.00 | 45,194.00 |
| Prepaid Pollution Control Board Fees | | 230,000.00 | 60,000.00 |
| VAT Tax Receivable - Gujarat | | 152,844.00 | 152,844.00 |
| Loans to Employees | | 823,960.00 | 1,005,099.00 |
| Interest Receivable | | 127,181.00 | 143,436.00 |
| Income Tax - Appeal | | 11,732,572.00 | 2,530,000.00 |
| Initial Public Offer Expenses | | 20,690,212.00 | 27,586,950.00 |
| Duty Drawback | | 2,308,244.00 | 0.00 |
| MEIS Receivable | | 9,921,517.00 | 0.00 |
| GST Input | | 982,633.00 | 0.00 |
| IGST Receivable on Export | | 18,958,908.00 | 0.00 |
| MP Trifac Subsidy Receivable | | 7,917,839.00 | 7,253,777.00 |
| Office of Textile Commissioner Subsidy | | 56,875,841.00 | 55,913,683.00 |
| MAT Credit Entitlement | | 30,751,247.00 | 26,086,693.00 |
| Creditors having debit balance | 11 | 42,080,343.00 | 25,701,145.00 |
| **TOTAL** | | **205,609,204.00** | **147,968,091.00** |



| | | | |
|---|---|---|---|
| **NOTE 16 :REVENUE FROM OPERATIONS** | | | |
| - Operating Revenue | | | |
| Domestic Sales | | 114,045,298.00 | 435,864,511.00 |
| Export Sales | | 1,104,369,565.00 | 975,106,389.00 |
| | | 1,218,414,863.00 | 1,410,970,900.00 |
| - Other Operating Revenue | | | |
| Job Work | | 1,982,068.00 | 4,860,902.00 |
| Duty Drawback | | 14,633,063.00 | 15,866,029.00 |
| Foreign Currency Gain | | 11,591,139.00 | 26,721,813.00 |
| MEIS Receivable | | 21,012,282.00 | 17,930,792.00 |
| Export Commission | | 0.00 | 0.00 |
| | | 49,218,552.00 | 65,379,536.00 |
| **TOTAL** | | **1,267,633,415.00** | **1,476,350,436.00** |
| **NOTE 17 :OTHER INCOME** | | | |
| Other Operating income | | | |
| Discount Received | | 1,363,895.00 | 999,075.00 |
| Interest on FDRs | | 845,922.00 | 1,453,535.00 |
| Interest on Deposits | | 1,013,735.00 | 218,515.00 |
| Interest on MPEB Deposit | | 282,971.00 | 0.00 |
| Profit on Sale of Plant & Machinery | | 259,059.00 | 964,690.00 |
| Rent Income | | 1,806,000.00 | 1,839,863.00 |
| TUFs Reimbursement | | 0.00 | 9,750,000.00 |
| **TOTAL** | | **5,571,582.00** | **15,225,678.00** |
| **NOTE 18 : COST OF MATERIALS CONSUMED** | | | |
| Raw Material Consumed | | | |
| Opening Stock | | 73,492,295.00 | 38,413,759.00 |
| Add: Raw Material Purchased | | 892,553,090.00 | 1,105,907,588.00 |
| | | 966,045,385.00 | 1,144,321,347.00 |
| Less : Closing Stock | | 116,337,076.00 | 73,492,295.00 |
| **TOTAL** | | **849,708,309.00** | **1,070,829,052.00** |
| **NOTE 19 : PURCHASE OF STOCK-IN-TRADE** | | | |
| Purchase | | 3,736,640.00 | 34,077,909.00 |
| **TOTAL** | | **3,736,640.00** | **34,077,909.00** |
| **NOTE 20 : CHANGES IN INVENTORIES OF** | | | |
| FINISHED GOODS, STOCK-IN- | | | |
| PROCESS AND STOCK-IN-TRADE | | | |
| Inventories (at end of the Year) | | | |
| Trading Inventory | | 0.00 | 0.00 |
| Manufacturing | | | |
| Finished Goods / Stock-in-Trade | | 67,128,224.00 | 61,841,512.00 |
| Inventories (at beginning of the Year) | | | |
| Trading Inventory | | 0.00 | 20,982,000.00 |
| Manufacturing | | | |
| Finished Goods / Stock-in-Trade | | 61,841,512.00 | 58,994,364.00 |
| **TOTAL** | | **5,286,712.00** | **(18,134,852.00)** |

| | | | |
|---|---|---|---|
| **NOTE 21 : DIRECT MANUFACTURING EXPENSES** | | | |
| Electricity Charges | | 43,279,751.00 | 36,745,334.00 |
| Plant Expenses | | 16,491,098.00 | 16,859,646.00 |
| Salary & Wages | | 52,890,127.00 | 39,241,773.00 |
| Water Charges | | 7,278,865.00 | 4,160,973.00 |
| **TOTAL** | | **119,939,841.00** | **97,007,726.00** |
| **NOTE 22 : EMPLOYEE BENEFIT EXPENSE** | | | |
| ESIC Exp | | 1,121,171.00 | 1,058,902.00 |
| P.F. Exp | | 1,301,267.00 | 1,013,518.00 |
| House Rent Allowance | | 163,360.00 | 79,800.00 |
| Staff Welfare Expenses | | 629,622.00 | 649,086.00 |
| Director Remuneration | | 4,800,000.00 | 4,800,000.00 |
| Bonus | | 1,284,818.00 | 1,445,130.00 |
| **TOTAL** | | **9,300,238.00** | **9,046,436.00** |
| **NOTE 23 :FINANCE COST** | | | |
| Bank Charges | | 2,419,288.00 | 823,781.00 |
| Interest on LCBD | | 875,344.00 | 799,714.00 |
| Interest on Term Loan | | 35,186,507.00 | 40,979,618.00 |
| Interest on Unsecured Loan | | 4,532,277.00 | 5,460,640.00 |
| Interest on Vehicle Loans | | 413,667.00 | 265,954.00 |
| Interest on Working Capital Loan | | 18,508,622.00 | 26,569,852.00 |
| Loan Processing Fees | | 2,180,875.00 | 2,776,246.00 |
| Less : Interest Reimbursement Subsidy | | (10,093,913.00) | (11,366,368.00) |
| **TOTAL** | | **54,022,667.00** | **66,309,437.00** |
| **NOTE 24 :DEPRECIATION AND** | | | |
| **AMORTISATION EXPENSE** | | | |
| Depreciation and amortization expense | | 42,861,377.00 | 39,889,610.00 |
| IPO Expenses Amortized | | 6,896,738.00 | 6,836,737.00 |
| **TOTAL** | | **49,758,115.00** | **46,726,347.00** |
| **NOTE 25 :** | | | |
| **OTHER EXPENSES** | | | |
| Auditors Remuneration | | | |
| - Audit fee | | 100,000.00 | 100,000.00 |
| - Income Tax consultancy fee | | 10,000.00 | 10,000.00 |
| Business Promotion Expenses | | 1,243,998.00 | 2,212,447.00 |
| Corporate Social Responsibility | | 1,842,917.00 | 407,917.00 |
| Designing Expenses | | 842,504.00 | 0.00 |
| Discount Allowed & Written off | | 544,920.00 | 0.00 |
| Export Credit Guarantee Corporation | | 0.00 | 116,107.00 |
| Electricity Expenses | | 231,884.00 | 0.00 |
| Freight & Transportation | | 2,227,060.00 | 1,976,948.00 |
| Housekeeping Expenses | | 168,627.00 | 80,545.00 |
| Insurance Expenses | | 1,007,394.00 | 844,490.00 |
| Internal Audit Fees | | 879,666.00 | 480,000.00 |
| Interest on Taxes | | 0.00 | 0.00 |



| | | | |
|---|---|---|---|
| Job Charges Paid | | 0.00 | 0.00 |
| Keyman Insurance | | 1,205,000.00 | 1,205,000.00 |
| Rent & Lease Rent | | 2,243,518.00 | 1,698,858.00 |
| Legal & Professional Charges | | 4,251,176.00 | 2,981,451.00 |
| Local conveyence expenses | | 102,576.00 | 89,385.00 |
| Loss on Sale of Fixed Assets | | 0.00 | 131,748.00 |
| Maintenance Charges | | 273,835.00 | 197,608.00 |
| Office Expenses | | 374,730.00 | 916,761.00 |
| Postage & Courier Expenses | | 369,051.00 | 431,582.00 |
| Printing & Stationery Expenses | | 133,869.00 | 36,570.00 |
| Professional Tax | | 2,500.00 | 2,500.00 |
| Repair & Maintenance Charges (Computer) | | 193,169.00 | 160,332.00 |
| Repair & Maintenance Charges (Vehicle) | | 107,398.00 | 288,291.00 |
| Repair & Maintenance Charges (Building) | | 48,733.00 | 481,117.00 |
| Sample Testing Charges | | 38,800.00 | 29,983.00 |
| Security Expense | | 1,105,896.00 | 0.00 |
| Taxation | | | |
| - Entry Tax | | 0.00 | 3,696.00 |
| - GST | | 165,759.00 | 19,020.00 |
| - Interest on Taxes | | 2,472.00 | 1,695.00 |
| - Income Tax | | 2,129,401.00 | 2,605,906.00 |
| - Property Tax | | 186,140.00 | 392,250.00 |
| - Sales Tax | | 13,984.00 | 691,166.00 |
| - Service Tax | | 9,398.00 | 8,220.00 |
| Telephone Expenses | | 312,411.00 | 339,826.00 |
| Traveling Expenses (Domestic) | | | |
| - Directors | | 671,539.00 | 1,238,656.00 |
| - Others | | 1,544,162.00 | 940,694.00 |
| Traveling Expenses (Foreign) | | 1,536,658.00 | 7,856.00 |
| Vehicle Running Expenses | | 753,092.00 | 549,147.00 |
| **TOTAL** | | **26,874,237.00** | **21,677,772.00** |
| | | | |
| **Export Selling Expenses** | | | |
| Commission on Sales | | 5,628,747.00 | 5,441,967.00 |
| Freight & Transportation on Exports | | 56,373,809.00 | 49,283,797.00 |
| **TOTAL** | | **62,002,556.00** | **54,725,764.00** |

# NOTES TO AND FORMING PART OF THE BALANCE SHEET

**Financial Year - 31st March 2019**
**MOHINI HEALTH & HYGIENE LIMITED**
**CIN : L17300MP2009PLC022058**

**NOTE-9**

**FIXED ASSETS**

**A) GINNING, CLEANING BAILING OF PROCESSED COTTON AND COMBER NOIL - LOCATION PITHAMPUR** **Amount in Rs.**

| F I X E D A S S E T S | | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| Name of Asset | Gross Block | | | | | Depreciation/amortisation | | | | Net Block | |
| | As on 01.04.2018 | Addition During the year | Deduction During the year | As on 31.03.2019 | Rate of Depreciation | As on 01.04.2018 | For the year | Adjustment | As on 31.03.2019 | As on 31.03.2019 | As on 31.03.2018 |
| Leasehold Land | 3366490.00 | 22510235.00 | 0.00 | 25876725.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 25,876,725.00 | 3,366,490.00 |
| Plant & Machinery | 2459702.00 | 0.00 | 0.00 | 2459702.00 | 6.33% | 931604.00 | 155699.00 | 0.00 | 1087303.00 | 1,372,399.00 | 1,528,098.00 |
| Factory Building | 28529429.00 | 0.00 | 0.00 | 28529429.00 | 3.17% | 5760438.00 | 904383.00 | 0.00 | 6664821.00 | 21,864,608.00 | 22,768,991.00 |
| Office Building | 15883386.00 | 0.00 | 0.00 | 15883386.00 | 3.17% | 1976295.00 | 503503.00 | 0.00 | 2479798.00 | 13,403,588.00 | 13,907,091.00 |
| Site Development | 5653488.00 | 0.00 | 0.00 | 5653488.00 | 1.58% | 1097871.00 | 89325.00 | 0.00 | 1187196.00 | 4,466,292.00 | 4,555,617.00 |
| Computer | 973263.00 | 133520.00 | 0.00 | 1106783.00 | 31.67% | 924600.00 | 26442.00 | 0.00 | 951042.00 | 155,741.00 | 48,663.00 |
| Other Assets | 697247.00 | 507134.00 | 0.00 | 1204381.00 | 9.50% | 560542.00 | 76602.00 | 0.00 | 637144.00 | 567,237.00 | 136,705.00 |
| Vehicles | 9252321.00 | 5348557.00 | 1006850.00 | 13594028.00 | 11.88% | 4527459.00 | 1416268.00 | 638020.00 | 5305707.00 | 8,288,321.00 | 4,724,862.00 |
| **TOTAL** | **66815326.00** | **28499446.00** | **1006850.00** | **94307922.00** | | **15778809.00** | **3172222.00** | **638020.00** | **18313011.00** | **75,994,911.00** | **51,036,517.00** |



**B) SURGICAL BLEACHED AND ABSORBENT COTTON - LOCATION PITHAMPUR** **Amount in Rs.**

| F I X E D A S S E T S | | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| Name of Asset | Gross Block | | | | | Depreciation/amortisation | | | | Net Block | |
| | As on 01.04.2018 | Addition During the year | Deduction During the year | As on 31.03.2019 | Rate of Depreciation | As on 01.04.2018 | For the year | Adjustment Earlier Year | As on 31.03.2019 | As on 31.03.2019 | As on 31.03.2018 |
| Plant & Machinery | 570686324.00 | 12630326.31 | 2838758.00 | 580477892.31 | 6.33% | 75685200.00 | 36525474.00 | 174770.00 | 112035904.00 | 468,441,988.31 | 495,001,124.00 |
| Factory Building | 99600985.00 | 0.00 | 0.00 | 99600985.00 | 3.17% | 9599160.00 | 3157351.00 | 0.00 | 12756511.00 | 86,844,474.00 | 90,001,825.00 |
| **TOTAL** | **670287309.00** | **12630326.31** | **2838758.00** | **680078877.31** | | **85284360.00** | **39682825.00** | **174770.00** | **124792415.00** | **555,286,462.31** | **585,002,949.00** |

**C) GINNING, CLEANING BAILING OF PROCESSED COTTON AND COMBER NOIL - LOCATION GONDAL** **Amount in Rs.**

| F I X E D A S S E T S | | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| Name of Asset | Gross Block | | | | | Depreciation/amortisation | | | | Net Block | |
| | As on 01.04.2018 | Addition During the year | Deduction During the year | As on 31.03.2019 | Rate of Depreciation | As on 01.04.2018 | For the year | Adjustment | As on 31.03.2019 | As on 31.03.2019 | As on 31.03.2018 |
| Plant & Machinery | 0.00 | 0.00 | 0.00 | 0.00 | 11.88% | 0.00 | 0.00 | 0.00 | 0.00 | - | - |
| Vehicles | 58250.00 | 0.00 | 58250.00 | 0.00 | 11.88% | 6920.00 | 6330.00 | 13250.00 | 0.00 | - | 51,330.00 |
| **TOTAL** | **58250.00** | **0.00** | **58250.00** | **0.00** | | **6920.00** | **6330.00** | **13250.00** | **0.00** | **-** | **51,330.00** |
| **TOTAL** | **737160885** | **41129772** | **3903858** | **774386799** | | **101070089** | **42861377** | **826040** | **143105426** | **631,281,373.31** | **636,090,796.00** |

# INDEPENDENT AUDITORS' REPORT

**To the Members of**

**Mohini Health & Hygiene Limited**

**Pithampur.**

### Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of **MOHINI HEALTH & HYGIENE LIMITED** ("hereinafter referred to as the "holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred as "Group"), which comprises the Consolidated Balance Sheet as at March 31, 2019, the Consolidated Statement of Profit and Loss, Consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information ("hereinafter referred to as the "consolidated financial statement").

### Management's Responsibility for the Consolidated 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 Consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated 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, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the holding & its subsidiary 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, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

### Auditors' Responsibility

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

### Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the holding & its subsidiary as at March 31, 2019, and its Consolidated Profit and its Consolidated Cash Flow for the year ended on that date.

### Report on Other Legal and Regulatory Requirements

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

a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;

b. In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

c. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the books of account;

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

e. On the basis of written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 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 over financial reporting of the holding & its subsidiary and the operating effectiveness of such controls, refer to our separate Report in "Annexure B"; and

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

i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements, Refer Point B (1) of Notes to Accounts of the Financial Statement.

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

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

**For N.K. Dafria & Co.**
Chartered Accountants
Firm Reg. No. 005550C

Sd/-
**N. Dafria**
Partner
M. No. 073860

Place: Indore
Date: 03 May, 2019

**As required by the Companies (Auditor's Report) Order, 2016 and according to the information and explanations given to us during the course of audit and on the basis of such checks as were considered appropriate, we report that:**

# ANNEXURE "A" TO THE AUDITORS REPORT

| Sr.No. | Particulars | Auditors Remark |
|---|---|---|
| (I) | (a) Whether the Group is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets; | The Group has maintained proper records showing full particulars, including quantitative details & situation of fixed assets. |
| | (b) Whether these fixed assets have been physically verified by the management at reasonable intervals; whether any material discrepancies were noticed on such verification and if so, whether the same have been properly dealt with in the books of account; | According to the information and explanations given to us, the fixed assets have been physically verified by the management during the interim period at reasonable intervals. As explained to us, no material discrepancies were noticed as compared to the books records, on such physical verification. |
| | (c) Whether title deeds of immovable properties are held in the name of the holding or its subsidiary. If not, provide details thereof. | According to the information & explanations given to us, all the immovable properties are in the name of the holding or its subsidiary. |
| (II) | Whether physical verification of inventory has been conducted at reasonable intervals by the management and whether any material discrepancies were noticed and if so, how they have been dealt with in the books of account; | As explained to us, inventory of the group has been physically verified during the interim period by the management at regular intervals. No material discrepancies were noticed as compared to the books records, on such physical verification. |
| (III) | Whether the company has granted any loans, secured or unsecured to companies, firms or other parties covered by clause (76) of Section 2 of the Companies Act, 2013. If so, | As per the information and explanations given to us, the company has not granted any loans, secured or unsecured, to companies, firms or other parties covered by clause (76) of Section 2 of the Companies Act, 2013. |
| | (a) Whether the terms and conditions of the grant of such loans are not prejudicial to the group's interest; | Not Applicable |
| | (b) Whether receipt of the principal amount and interest are regular. If not provide details thereof; and | Not Applicable |



| Sr.No. | Particulars | Auditors Remark |
|---|---|---|
| | (c) If overdue amount is more than rupees five lakhs, whether reasonable steps have been taken by the group for recovery of the principal and interest; | Not Applicable |
| (iv) | In respect of loans, investments and guarantees, whether provisions of Section 185 and 186 of the Companies Act, 2013 have been complied with. If not, provide details thereof. | As per the information and explanations given to us, the group has complied with the provisions of Sec-185 & Sec-186 of the Companies Act, 2013. |
| (v) | In case the group has accepted deposits, whether the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under, where applicable, have been complied with? If not, the nature of such contraventions be stated; If an order has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal, whether the same has been complied with or not? | According to the information and explanations given to us, the group has not accepted deposits from the public and the other security deposits accepted are not considered as deposits as per section 73 to 76. Accordingly, the provisions of Section 73 to 76 of the Companies Act, 2013 and rules framed there under have been complied with. |
| (vi) | Whether maintenance of cost records has been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 and whether such accounts and records have been so made and maintained; | According to the information & explanation given to us, cost records has been maintained by the company as prescribed under sub section (1) of section 148 of the Companies Act, 2013. |
| (vii) | (a) whether the company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-Lax, , service tax, duty of customs, duty of excise, value added tax, and any other statutory dues with the appropriate authorities and if not, the extent of the arrears of outstanding statutory dues as at the last day of the financial year concerned for a period of more than six months from the date they became payable, shall be indicated by the Auditor. | According to the information and explanations given to us and according to the records, the group has generally been regular in depositing undisputed statutory dues with appropriate authorities during the year. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding for a period of more than six months from the date they became payable as mentioned in below table. |
| (b) | Where dues of income tax or sales tax or service tax or duty of customs or duty of excise or value added tax have not been deposited on account of any dispute, then the amounts involved and the forum where dispute is pending shall be mentioned. (A mere representation to the concerned Department shall not be treated as a dispute). | According to the information and explanations given to us and the statutory examination of the records, there are no disputed dues which have not been deposited on account of Disputed matters pending before the appellate authorities except as mentioned in below table. |

| Name of Statute | Nature of Dues | Amount Disputed | Period to which dues relate | Authority where dispute is pending for decision |
|---|---|---|---|---|
| The Income Tax Act, 1961 | Income Tax | 1589050.00 | AY 2010-11 | CIT(Appeals)-III |
| The Income Tax Act, 1961 | Income Tax | 670370.00 | AY 2011-12 | CIT(Appeals)-III |
| The Income Tax Act, 1961 | Income Tax | 4250600.00 | AY 2012-13 | CIT(Appeals)-III |
| The Income Tax Act, 1961 | Income Tax | 2947910.00 | AY 2013-14 | CIT(Appeals)-III |
| The Income Tax Act, 1961 | Income Tax | 21043650.00 | AY 2014-15 | CIT(Appeals)-III |
| The Income Tax Act, 1961 | Income Tax | 25850.00 | AY 2015-16 | CIT(Appeals)-III |
| The Income Tax Act, 1961 | Income Tax | 19716740.00 | AY 2016-17 | CIT(Appeals)-III |

| | | |
|---|---|---|
| (viii) | Whether the group has defaulted in repayment of dues to a financial institution or bank or debenture holders? If yes, the period and amount of default to be reported (in case of banks and financial institutions, lender wise details to be provided). | In our opinion and according to the information and explanation given to us, the group has not defaulted in repayment of dues to the bank or financial institutions during the reported period. |
| (ix) | Whether moneys raised by way of public issue/ follow-on offer (including debt instruments) and term loans were applied for the purposes for which those are raised. If not, the details together with delays / default and subsequent rectification, if any, as may be applicable, be reported; | According to the information and explanations given to us during the year holding company has not raised any money through IPO and term loan. |
| (x) | Whether any fraud by the group or any fraud on the group by its officers/ employees has been noticed or reported during the year; if yes, the nature and the amount involved be indicated. | According to the information and explanations given to us, no fraud has been noticed or reported during the quarter by the group or on the group. |
| (xi) | Whether managerial remuneration has been paid / provided in accordance with the requisite approvals mandated by the provisions of section 197 read with schedule V to the Companies Act? If not, state the amount involved and steps taken by the company for securing refund of the same. | According to information given to us managerial remuneration has been paid in accordance with the provisions of section 197 read with schedule V of the Companies Act, 2013. |
| (xii) | Whether the Nidhi Company has complied with the Net Owned Fund in the ratio of 1: 20 to meet out the liability and whether the Nidhi Company is maintaining 10% liquid assets to meet out the unencumbered liability. | Not Applicable |
| (xiii) | Whether all transactions with the related parties are in compliance with Section 188 and 177 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc. as required by the accounting standards and Companies Act, 2013. | According to the information given to us all transactions with the related parties are in compliance with Section 188 and 177. Also, the details of the related party transactions have been disclosed in the Interim Financial Statements as required by the accounting standards and the Companies Act, 2013. |
| (xiv) | Whether the holding & its subsidiary has made any preferential allotment / private placement of shares or fully or partly convertible debentures during the year under review and if so, as to whether the requirement of Section 42 of the Companies Act, 2013 have been complied and the amount raised have been used for the purposes for which the funds were raised. If not, provide details thereof. | According to the information and explanations given to us, the holding company has not issued shares through private placement during the year. |
| (xv) | Whether the group has entered into any non-cash transactions with directors or persons connected with him and if so, whether provisions of Section 192 of Companies Act, 2013 have been complied with. | According to the information and explanations given to us and according to the records, the group has not entered into any non-cash transactions with directors or persons connected with him. |
| (xvi) | Whether the holding & its subsidiary is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and if so, whether the registration has been obtained. | Not Applicable |

**For N.K. Dafria & Co.**
Chartered Accountants
Firm Reg. No. 005550C

Sd/-
**N. Dafria**
Partner
M. No. 073860

Place: Indore

Date: 03 May, 2019

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

# ANNEXURE-B TO THE AUDITORS' REPORT

We have audited the internal financial controls over financial reporting of **MOHINI HEALTH AND HYGIENE LIMITED** ("hereinafter referred to as the "holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred as "Group") as of 31st March 2019 in conjunction with our audit of the consolidated financial statements of the Company for the period ended on that date.

### Management's Responsibility for Internal Financial Controls

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

### Auditors' Responsibility

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

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

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

### Meaning of Internal Financial Controls over Financial Reporting

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

(I) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the group;

(ii) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of consolidated financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the holding & its subsidiary; and

(iii) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the group's assets that could have a material effect on the consolidated 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 Group has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2019, based on the internal control over financial reporting criteria established by the holding & its subsidiary considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For N.K. Dafria & Co.**
Chartered Accountants
Firm Reg. No. 005550C

Sd/-
**N. Dafria**
Partner
M. No. 073860

Place: Indore

Date: 03 May, 2019

# CONSOLIDATED BALANCE SHEET

**AS AT 31ST MARCH 2019 (MOHINI HEALTH & HYGIENE LIMITED)**
**CIN : LI7300MP2009PLC022058**

| Particulars | Notes | Consolidated Figures as at the end of current reporting period | Figures as at the end of previous reporting period |
|---|---|---|---|
| **I. EQUITY AND LIABILITIES** | | | |
| **(1) Shareholder's Funds** | | | |
| (a) Share Capital | 1 | 182,359,000.00 | 182,359,000.00 |
| (b) Reserves and Surplus | 2 | 261,340,248.35 | 182,833,784.00 |
| (c) Security Premium | | 214,567,000.00 | 214,567,000.00 |
| **(2) Minority Interest** | **3** | **-** | **32,593.00** |
| **(3) Non-Current Liabilities** | | | |
| (a) Long-term borrowings | 4 | 193,806,397.00 | 274,435,096.00 |
| (b) Deferred tax liabilities (Net) | 5 | 35,678,584.00 | 30,255,625.00 |
| **(4) Current Liabilities** | | | |
| (a) Short-term borrowings | 6 | 248,605,626.00 | 230,628,078.00 |
| (b) Trade payables | 7 | 39,330,415.00 | 108,393,617.00 |
| (c) Other current liabilities | 8 | 142,756,598.00 | 140,840,991.00 |
| (d) Short-term provisions | 9 | 15,608,074.00 | 12,588,528.00 |
| **Total** | | **1,334,051,942.35** | **1,376,934,312.00** |
| **II. ASSETS** | | | |
| **(1) Non-current assets** | | | |
| (a) Fixed assets | 10 | | |
| (i) Tangible assets | | 643,041,720.31 | 647,606,942.00 |
| (ii) Intangible assets | | - | - |
| (iii) Capital work-in-progress | | 4,375,962.00 | - |
| (iv) Intangible assets under development | | 162,300.00 | - |
| (b) Non-current investments | | | - |
| (c) Other non-current assets | 11 | 16,558,643.00 | 30,335,228.00 |
| **(2) Current assets** | | | |
| (a) Inventories | 12 | 187,816,802.26 | 139,036,606.00 |
| (b) Trade receivables | 13 | 262,176,483.00 | 364,548,773.00 |
| (c) Cash and cash equivalents | 14 | 7,360,549.18 | 24,084,525.00 |
| (d) Short-term loans and advances | | - | - |
| (e) Other current assets | 15 | 212,559,482.60 | 171,322,238.00 |
| **Total** | | **1,334,051,942.35** | **1,376,934,312.00** |

Significant Accounting Policies And Notes To Accounts are an integral part of these financial statements.
report of even date annexed 26 - -

**For N. K. Dafria & Co.**
Chartered Accountants
FRN - 005550C

On behalf of the board

Sd/-
**CA Nitin Dafria**
Partner
M.No.073860
Indore : 03rd May 2019

Sd/-
**Sarvapryia Bansal**
Director
DIN : 02540139

Sd/-
**Avnish Bansal**
Director
DIN : 02666814

Sd/-
**Arnika Jain**
Company Secretary

Sd/-
**Mukta Agrawal**
CFO



# CONSOLIDATED STATEMENT OF PROFIT & LOSS

**For the Period Ended on 31st March 2019**
**MOHINI HEALTH & HYGIENE LIMITED | CIN : L17300MP2009PLC022058**

| Particulars | Notes | Figures as at the end of current reporting period | Figures as at the end of previous reporting period |
|---|---|---|---|
| Revenue from operations | 16 | | |
| - Operating Revenues | | 1,424,346,763.00 | 1,625,345,779.00 |
| - Other Operating Revenues | | 49,218,552.00 | 65,379,536.00 |
| | | **1,473,565,315.00** | **1,690,725,315.00** |
| Other Income | 17 | 5,592,521.25 | 14,283,198.00 |
| **III. Total Revenue (I +II)** | | **1,479,157,836.25** | **1,705,008,513.00** |
| **Expenses:** | | | |
| Cost of materials consumed | 18 | 897,846,990.34 | 1,143,578,655.00 |
| Purchase of Stock-in-Trade | 19 | 159,944,685.70 | 171,175,899.00 |
| Changes in inventories of finished goods, work-in-progress and Stock-in-Trade | 20 | (5,287,941.10) | 18,134,852.00 |
| Direct Manufacturing Expenses | 21 | 122,539,690.34 | 99,442,232.00 |
| Employee benefit expense | 22 | 9,300,238.00 | 9,046,436.00 |
| Other expenses | 25 | 28,090,083.00 | 23,486,254.00 |
| Export Selling Expenses | 25 | 62,002,556.00 | 54,725,764.00 |
| | | **1,274,436,302.28** | **1,519,590,092.00** |
| **Profit before Interest, Depreciation & Tax** | | **204,721,533.97** | **185,418,421.00** |
| Financial costs | 23 | 54,036,640.62 | 66,345,678.00 |
| Depreciation and amortization expense | 24 | 50,798,477.00 | 46,920,604.00 |
| Profit before exceptional and extraordinary items and tax | (III-IV) | 99,886,416.35 | 72,152,139.00 |
| Exceptional Items | | | - |
| Profit before extraordinary items and tax | (V-VI) | 99,886,416.35 | 72,152,139.00 |
| Extraordinary Items (Prior Period Items) | | | - |
| **Profit before tax (VII - VIII)** | | **99,886,416.35** | **72,152,139.00** |
| Tax expense: | | | |
| (1) Current tax | | 21,235,101.00 | 12,300,255.00 |
| (2) Deferred tax | | 5,422,959.00 | 9,639,492.00 |
| Profit (Loss) from the period from continuing operations | (IX-X) | 73,228,356.35 | 50,212,392.00 |
| Profit/(Loss) from discontinuing operations | | - | - |
| Tax expense of discounting operations | | - | - |
| Profit/(Loss) from Discontinuing operations | (XII-XIII) | - | - |
| **Profit/(Loss) after Discontinued Operations(XI + XIV)** | | **73,228,356.35** | **50,212,392.00** |
| Adjustment for Consolidation | | | |
| (1)Pre Acquisition Profit/Loss | | - | 283,304.00 |
| (2)Minority Share in Post Acquisition Profit/Loss | | (32,593.00) | (11,243.00) |
| Profit/(Loss) for the Period(XVI - XVII) | | 73,260,949.35 | 49,940,331.00 |
| **Earning per equity share:** | | | |
| (1) Basic | | 4.02 | 2.74 |
| (2) Diluted | | 4.02 | 2.74 |

Significant Accounting Policies And Notes to Accounts - are an integral part of these financial statements. 26

**For N. K. Dafria & Co.**
Chartered Accountants
Firm Reg. No. 005550C
Sd/-
**CA Nitin Dafria**
Partner
M.No.073860
Indore : 03rd May 2019

**On behalf of the board**

Sd/-
**Sarvapriya Bansal**
Director
DIN : 02540139

Sd/-
**Avnish Bansal**
Director
DIN : 02666814

Sd/-
**Arnika Jain**
Company Secretary

Sd/-
**Mukta Agrawal**
CFO

# CONSOLIDATED CASH FLOW STATEMENT

**FOR THE YEAR ENDED ON 31.03.2019**
**MOHINI HEALTH & HYGIENE LIMITED | CIN : L17300MP2009PLC022058**

| Cash Flow From Operating Activities | 2018-19 | 2017-18 |
|---|---|---|
| Net profit before Tax & Extra ordinary Items | 99,886,416.30 | 72,152,139.00 |
| Adjustment for - | - | - |
| Add:- Depreciation | 43,901,739.00 | 40,083,867.00 |
| Less:- Interest income | (2,142,628.00) | (1,674,250.00) |
| Less:- Profit on sale of Machinery | (259,059.00) | (20,011.00) |
| Add : Finance Cost | 54,036,640.62 | 66,346,363.00 |
| Add : Loss on Sales of Machinery | - | 122,752.00 |
| | - | - |
| **Operating profit before working capital changes** | **195,423,108.92** | **177,010,860.00** |
| Movements in working capital | | |
| (Decrease)/Increase in trade Payables | (40,286,659.00) | 46,481,356.00 |
| (Increase)/Decrease in Receivables | 93,549,791.34 | (121,172,914.00) |
| (Increase) /Decrease in Other Current Assets | (36,215,540.60) | (80,894,723.00) |
| (Increase)/Decrease in Inventories | (48,780,196.86) | (20,646,484.00) |
| (Decrease)/Increase in current liabilities | (17,485,069.00) | 66,165,368.00 |
| (Decrease)/Increase in Short term Provisions | (1,884,061.00) | (18,010,390.00) |
| (Increase)/Decrease in other Non-Current Assets | 13,661,241.00 | (14,353,818.00) |
| (Decrease)/Increase in Short term Loans & Advances | - | 5,544,942.00 |
| Income Tax Paid | (16,373,937.00) | (5,794,721.00) |
| **Net cash from operating activities (A)** | **141,608,677.80** | **34,329,476.00** |
| **CASH FLOW FROM INVESTMENT ACTIVITIES** | | |
| Purchase of Fixed Assets including CWIP | (47,778,637.00) | (78,204,558.00) |
| Sale of Fixed Assets | 4,162,917.00 | 17,497,737.00 |
| Increase / (Decrease) in Non-current Investments | - | (1,115,500.00) |
| Interest Received | 2,142,628.00 | 1,674,250.00 |
| **Net cash from in Investing activities (B)** | **(41,473,092.00)** | **(60,148,071.00)** |
| **CASH FLOW FROM FINANCING ACTIVITIES** | | |
| Increase in Share Capital | - | 63,840,000.00 |
| Increase in Secuirity Premium | - | 201,384,000.00 |
| Proceeds from /(repayments of) Short Term loans | 14,989,548.00 | (36,636,472.00) |
| Proceeds from /(repayments of) Long Term loans | (77,812,467.00) | (115,262,830.00) |
| Interest Paid | (54,036,640.62) | (66,346,363.00) |
| **Net Cash from Financing Activities ( C )** | **(116,859,559.62)** | **46,978,335.00** |
| **Net Increase / (decrease) in Cash & Cash Equivalents (A+B+C)** | **(16,723,973.82)** | **21,159,740.00** |
| Opening Cash and Cash Equivalent | 24,084,525.00 | 2,924,785.00 |
| Closing Cash and Cash Equivalent ( Note 6) | 7,360,551.18 | 24,084,525.00 |
| **Increase/(Decrease) in Cash & Cash Equivalents** | **(16,723,973.82)** | **21,159,740.00** |

On behalf of the board

Sd/-
**Sarvapriya Bansal**
Director
DIN : 02540139

Sd/-
**Avnish Bansal**
Director
DIN : 02666814

Sd/-
**Arnika Jain**
Company Secretary

Sd/-
**Mukta Agrawal**
CFO



# NOTES FORMING INTEGRAL PART OF FINANCIAL STATEMENTS

**For the Year Ended on 31st March 2019**
**MOHINI HEALTH & HYGIENE LIMITED**
**CIN : L17300MP2009PLC022058**

| PARTICULARS | AMOUNT (Rs.) 2018-18 | AMOUNT (Rs.) 2016-17 |
|---|---|---|
| **NOTE 1 : SHARE CAPITAL** | | |
| **Authorised Share Capital:**<br>2,00,00,000 Equity Shares of Rs. 10/- each | 200,000,000.00 | 200,000,000.00 |
| Issued,Subscribed and Paid up:<br>1,82,35,900 Equity Shares of Rs.10/- each | 182,359,000.00 | 182,359,000.00 |
| TOTAL | 182,359,000.00 | 182,359,000.00 |

**1.1 The Reconciliation of the number of shares and amount outstanding is set out below**

| | As at March 31, 2019 | | As at March 31, 2018 | |
|---|---|---|---|---|
| | **No. of Share** | **Amount** | **No. of Share** | **Amount** |
| Equity Share at Begning of the year | 18,235,900 | 182,359,000 | 2,962,975 | 29,629,750.00 |
| Add: Share issued during the year | 0 | 0.00 | 15,272,925 | 152,729,250.00 |
| Equity Share at end of the year | 18,235,900 | 182,359,000.00 | 18,235,900 | 182,359,000.00 |

**1.2 Terms/Right attached to Equity Shares**

The Company has only one class of equity shares having a par value of Rs.10/- per share. Each holder of equity shares is entitled to one vote per share . The company declares and pays dividend in indian ruees. In the event of iquidation of the company , the holders of the equity shares will be entitled to receive remaining assets of the company after distribution of all preferential amount. The distribution will be in proportion of the number of equity shares held by the shareholders.

| **1.3 The details of shareholders holding more than 5% shares:-** | **As at March 31, 2019** | | **As at March 31, 2018** | |
|---|---|---|---|---|
| **Name of the Shareholder** | **No.of shares %held** | **% of holding** | **No.of shares %held** | **% of holding** |
| Shri Avnish Bansal | 10,142,736 | 55.62 | 10,115,736 | 55.47 |
| Shri Mukul Mahavir Prasad Agrawal | 1,419,000 | 7.78 | 1,260,000 | 6.91 |
| Shri Sarvapriya Bansal | 1,112,500 | 6.10 | 1,112,500 | 6.10 |
| **Total** | **12,674,236** | **69.50** | **12,488,236** | **68.48** |

**NOTE 2 : RESERVES & SURPLUS:**

| **Profit & Loss Account** | | |
|---|---|---|
| Balance as at the beglnning of the year | 182,531,923.00 | 110,782,792.00 |
| Less : Opening Reserves of Vedant Kotton Pvt Ltd | 0.00 | (1,077,893.00) |
| Add : MAT Credit Entitlement | 5,245,515.00 | 22,886,693.00 |
| Add: Profit for the year | 73,260,949.35 | 49,940,331.00 |
| **Balance as at the end of the year** | **261,038,387.35** | **182,531,923.00** |

**Capital Reserve - Vedant Kotton Pvt Ltd**

| | | |
|---|---|---|
| Share in Share Capital | 97,000.00 | 97,000.00 |
| Share in Opening Reserves | 1,045,556.00 | 1,045,556.00 |
| Share in Pre Acqusition Profit | 274,805.00 | 274,805.00 |
| Less:Cost of Investment | (1,115,500.00) | (1,115,500.00) |
| | **301,861.00** | **301,861.00** |
| **TOTAL** | **261,340,248.35** | **182,833,784.00** |

**NOTE 3:MINORITY INTEREST**

| | | |
|---|---|---|
| Share in Share Capital | 3,000.00 | 3,000.00 |
| Share in Opening Reserves | 32,337.00 | 32,337.00 |
| Share in Pre Acqusition Profit | 8,499.00 | 8,499.00 |
| Share in Post Acquisition Profit | (43,836.00) | (11,243.00) |
| **TOTAL** | **0.00** | **32,593.00** |

| Particulars | ANNE XURES | Amount (Rs.) 2018-19 | Amount (Rs.) 2018-19 | Amount (Rs.) 2018-19 | Amount (Rs.) 2017-18 |
|---|---|---|---|---|---|
| **NOTE 4 : LONG TERM BORROWINGS** | | | | | |
| **Secured** | | **More than 1 Year** | **Less than 1 Year** | **Total** | **Total** |
| I) M.P Financial Corporation | | 85,000,000.00 | 31,341,507.00 | 116,341,507.00 | 138,775,213.00 |
| ii) State Bank of India | | 70,000,000.00 | 11,997,282.00 | 81,997,282.00 | 93,997,282.00 |
| iii) Edelweiss Retail Finance Ltd | | 10,467,144.00 | 5,139,796.00 | 15,606,940.00 | 20,034,917.00 |
| iv) Hero Fincorp Ltd | | 16,031,862.00 | 6,108,867.00 | 22,140,729.00 | 27,549,990.00 |
| v) Car Loan from ICICI Bank | | 2,147,350.00 | 1,304,351.00 | 3,451,701.00 | 1,742,192.00 |
| vi) Commercial Equipment Loan | | 0.00 | 0.00 | 0.00 | 83,324.00 |
| vii) Equipment Loan ICICI Bank | | 567,511.00 | 441,875.00 | 1,009,386.00 | |
| viil) Car Loan from Kotak Mahindra | | 0.00 | 0.00 | 0.00 | 171,768.00 |
| ix) Car Loan from Toyota Financial Services | | 1,024,215.00 | 219,922.00 | 1,244,137.00 | 0.00 |
| **Sub Total** | | **185,238,082.00** | **56,553,600.00** | **241,791,682.00** | **282,354,686.00** |
| **Unsecured** | | | | | |
| i) From Directors | 1 | 0.00 | 0.00 | 0.00 | 3,066,000.00 |
| ii) From Shareholders | | 0.00 | 0.00 | 0.00 | 0.00 |
| iii) Inter-corporate loan | 2 | 8,568,315.00 | 11,670,660.00 | 20,238,975.00 | 39,145,327.00 |
| iv) From Others | 3 | 0.00 | 0.00 | 0.00 | 2,988,000.00 |
| **Sub Total** | | **8,568,315.00** | **11,670,660.00** | **20,238,975.00** | **45,199,327.00** |
| **TOTAL** | | **193,806,397.00** | **68,224,260.00** | **262,030,657.00** | **327,554,013.00** |



# NOTES FORMING INTEGRAL PART OF CONSOLIDATED FINANCIAL STATEMENTS

**For the Year Ended on March 31, 2019**
**MOHINI HEALTH & HYGIENE LIMITED**
**CIN : L17300MP2009PLC022058**

**TERMS OF REPAYMENT OF SECURED LOANS**

| Name of Bank / Institution | Security | Purpose | Sanc. Amount (in Lacs) | Sanction Date | Nature of Loan | Rate of Interest | Rebate (if any) | EMI Year | Nos of Installments | Amount of Each Principal (in Lakhs) | Total Amount | Moratorium Period |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| Madhya Pradesh Financial Corporation | First Charge on Entire Fixed Assets of Company at Plot No 109, Sector No 3, Indsutrial Area, Pithmapur Dist Dhar | Setting of New Project to Manufacture Surgical, Bleached & Absorbent Cotton | 1600.00 | 25-09-13 | Term Loan | 15.25% | 2.25% | 2015-16 | 4 | 40 | 160.00 | One and Half year |
| | | | | | | | | 2016-17 | 1 | 40 | 40.00 | |
| | | | | | | | | 2016-17 | 3 | 50 | 150.00 | |
| | | | | | | | | 2017-18 | 4 | 50 | 200.00 | |
| | | | | | | | | 2018-19 | 3 | 50 | 150.00 | |
| | | | | | | | | 2018-19 | 1 | 60 | 60.00 | |
| | | | | | | | | 2019-20 | 4 | 60 | 240.00 | |
| | | | | | | | | 2020-21 | 4 | 60 | 240.00 | |
| | | | | | | | | 2021-22 | 4 | 60 | 240.00 | |
| | | | | | | | | 2022-23 | 2 | 60 | 120.00 | |
| | | | | | | | | **TOTAL** | | | **1600.00** | |
| Madhya Pradesh to Financial Corporation | First Charge on Entire Fixed Assets of Companyat Plot No 109, Sector No 3, Indsutrial Area, Pithmapur, Dist Dhar | Expansion of Project Manufacture Surgical, Bleached & Absorbent Cotton | 400.00 | 22-10-14 | Term Loan | 15.25% | 2% | 2015-16 | 2 | 10.00 | 20.00 | One year |
| | | | | | | | | 2016-17 | 2 | 10.00 | 20.00 | |
| | | | | | | | | 2016-17 | 2 | 12.50 | 25.00 | |
| | | | | | | | | 2017-18 | 4 | 12.50 | 50.00 | |
| | | | | | | | | 2018-19 | 2 | 12.50 | 25.00 | |
| | | | | | | | | 2018-19 | 2 | 15.00 | 30.00 | |
| | | | | | | | | 2019-20 | 4 | 15.00 | 60.00 | |
| | | | | | | | | 2020-21 | 2 | 15.00 | 30.00 | |
| | | | | | | | | 2020-21 | 2 | 17.50 | 35.00 | |
| | | | | | | | | 2021-22 | 4 | 17.50 | 70.00 | |
| | | | | | | | | 2022-23 | 2 | 17.50 | 35.00 | |
| | | | | | | | | **TOTAL** | | | **400.00** | |

| Name of Bank / Institution | Security | Purpose | Sanc. Amount (in Lacs) | Sanction Date | Nature of Loan | Rate of Interest | Rebate (if any) | EMI Year | Nos of Installments | Amount of Each Principal (in Lakhs) | Total Amount | Moratorium Period |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| State Bank of India | 1. First Charge on Entire Plant & Machinery Financed by State Bank of India at Plot No 109, Sector No 3, Indsutrial Area, Pithmapur Dist Dhar | Expansion of Project to Manufacture Surgical, Bleached & Absorbent Cotton | 1000.00 | 7/5/2016 | Term Loan | 13.25% | 0% | 2016-17 | 5 | 1 | 5.00 | 4 Months |
| | | | | | | | | 2017-18 | 5 | 4 | 20.00 | |
| | | | | | | | | 2017-18 | 7 | 5 | 35.00 | |
| | | | | | | | | 2018-19 | 12 | 10 | 120.00 | |
| | | | | | | | | 2019-20 | 12 | 10 | 120.00 | |
| | | | | | | | | 2020-21 | 12 | 15 | 180.00 | |
| | | | | | | | | 2021-22 | 12 | 15 | 180.00 | |
| | | | | | | | | 2022-23 | 4 | 15 | 60.00 | |
| | | | | | | | | 2022-23 | 8 | 20 | 160.00 | |
| | | | | | | | | 2023-24 | 6 | 20 | 120.00 | |
| | | | | | | | | **TOTAL** | | | **1000.00** | |

| Name of Bank / Institution | Security | Purpose | Sanc. Amount (in Lacs) | Sanction Date | Nature of Loan | Rate of Interest | Nos of Installments | Amount of Each | Total Amount Installments | Moratorium Period |
|---|---|---|---|---|---|---|---|---|---|---|
| Hero Fincorp Ltd | Plant & Machinery Financed by Hero Fincorp Ltd | Expansion of Project to Manufacture & Surgical, Bleached Absorbent Cotton | 200.00 | 10/6/2016 | Equipment | 13.00% | 60 | 455062 | 200.00 | 3 Months |
| Hero Fincorp Ltd | Plant & Machinery Financed by Hero Fincorp Ltd | Expansion of Project to Manufacture Surgical, Bleached & Absorbent Cotton | 117.00 | 8/28/2017 | Equipment | 13.00% | 60 | 266211 | 117.00 | 2 Months |
| Edelweiss Retails Finance Ltd | Plant & Machinery Financed by Edelweiss Retails Finance Ltd | Expansion of Project to Manufacture Surgical, Bleached & Absorbent Cotton | 250.00 | 11/5/2016 | Equipment | 15.00% | 60 | 594749 | 250.00 | 1 Months |
| ICICI Bank Ltd | Mercedes Car | Vehicle Loan | 43.06 | 1/15/2015 | Vehicle | 10.25% | 60 | 92046 | 43.06 | 1 Months |
| ICICI Bank Ltd | Endeavour | Vehicle Loan | 30.02 | 7/17/2018 | Vehicle | 8.65% | 60 | 61987 | 30.05 | Nil |
| ICICI Bank Ltd | Voltas Make Electric Forklift | Logistics of Goods | 13.50 | 5/16/2018 | Equipment | 9.50% | 36 | 43240 | 13.50 | 1 Months |
| Toyota Financial Services | Innova | Vehicle Loan | 13.00 | 1/2/2019 | Vehicle | 9.24% | 60 | 27144 | 13.00 | Nil |
| | | | | | | **TOTAL** | | | | **666.61** |



# NOTES FORMING INTEGRAL PART OF CONSOLIDATED FINANCIAL STATEMENTS

**For the Year Ended on 31st March 2019**
**MOHINI HEALTH & HYGIENE LIMITED**
**CIN : L17300MP2009PLC022058**

| PARTICULARS | ANNEXURES | AMOUNT (Rs) 2018-19 | AMOUNT (Rs) 2017-18 |
|---|---|---|---|
| **NOTE 5 : DEFERRED TAX LIABILITY (NET)** | | | |
| Deferred Tax Liability (Depreciation difference on Fixed Assets ) | | 35,678,584.00 | 30,255,625.00 |
| **TOTAL** | | **35,678,584.00** | **30,255,625.00** |
| **NOTE 6 : SHORT TERM BORROWINGS** | | | |
| **Secured** | | | |
| **Working Capital Loan** | | | |
| ICICI Bank - Cash Credit Limit | | 147,069,438.00 | 130,232,947.00 |
| Yes Bank Ltd - Cash Credit Limit | | 101,536,188.00 | 100,395,131.00 |
| (Both the loans are Secured by First charge on stocks, debtors | | | |
| and other currents assets and second charge on the fixed assets | | | |
| of the company and personal guarantee of the directors) | | | |
| **TOTAL** | | **248,605,626.00** | **230,628,078.00** |
| **NOTE 7: TRADE PAYABLES** | | | |
| Due to Micro, Small and Medium | | | |
| Enterprises | | - | - |
| Due to others | 4 | 39,330,415.00 | 108,393,617.00 |
| **TOTAL** | | **39,330,415.00** | **108,393,617.00** |
| **NOTE 8: OTHER CURRENT LIABILITIES** | | | |
| Current Liabilities | Note - 3 | 68,224,260.00 | 53,118,917.00 |
| Sundry Creditors - Capital | 5 | 14,898,499.00 | 31,135,771.00 |
| Creditors - Others | 6 | 55,397,747.00 | 53,966,002.00 |
| Duties and Taxes | 7 | 341,516.00 | 1,350,554.00 |
| Sundry Debtors having Credit Balances | 8 | 3,334,576.00 | 709,747.00 |
| Deposit against Rent | | 560,000.00 | 560,000.00 |
| **TOTAL** | | **142,756,598.00** | **140,840,991.00** |
| **NOTE 9: SHORT-TERM PROVISIONS** | | | |
| Provisions | 9 | 15,608,074.00 | 12,588,528.00 |
| **TOTAL** | | **15,608,074.00** | **12,588,528.00** |
| **NOTE 11: OTHER NON CURRENT ASSETS** | | | |
| Deposits | 10 | 16,558,643.00 | 30,335,228.00 |
| **TOTAL** | | **16,558,643.00** | **30,335,228.00** |
| **NOTE 12: INVENTORIES** | | | |
| **(As valued and certified by** | | | |
| the management) | | | |
| Trading Inventories | | 0.00 | 0.00 |
| Manufacturing | | | |
| Finished Goods | | 67,128,224.00 | 61,841,512.00 |
| Raw Material | | 90,333,904.26 | 57,685,832.00 |
| Stores & Spares (Incl. Packing Material) | | 30,354,674.00 | 19,509,262.00 |
| **TOTAL** | | **187,816,802.26** | **139,036,606.00** |

| | | | |
|---|---|---|---|
| **NOTE 13 : TRADE RECEIVABLES** | | | |
| **(Unsecured & considered good)** | | | |
| Others | 11 | 155,367,824.00 | 249,531,243.00 |
| Over six months | 11 | 106,808,659.00 | 115,017,530.00 |
| **TOTAL** | | **262,176,483.00** | **364,548,773.00** |
| **NOTE 14 : CASH & CASH EQUIVALENTS** | | | |
| Cash In Hand | | 461,476.00 | 1,196,930.00 |
| Balances with scheduled banks | | | |
| Axis Bank CA A/c- Indore | | 996,400.00 | 22,607,297.00 |
| Axis Bank CA A/c - Gondal | | 0.00 | 19,544.00 |
| ICICI Bank Ltd | | 5,000,000.00 | 29,483.00 |
| State Bank of India - Mohini Health & Hygiene Ltd | | 790,094.00 | 30,313.00 |
| State Bank of India - Vedant Kotton Pvt Ltd | | 112,579.18 | 200,958.00 |
| **TOTAL** | | **7,360,549.18** | **24,084,525.00** |
| **NOTE 15 : OTHER CURRENT ASSETS** | | | |
| Fixed Deposit (Sales Tax) | | 15,344.00 | 1,092,948.00 |
| Deposit with Kotak Primus | | 20,065.00 | 418,507.00 |
| Jawaharlal Sahkari Soot Girni Ltd. | | 100,000.00 | 45,194.00 |
| TDS Recoverable on Kotak Mahindra | | 8,955.00 | 60,000.00 |
| TDS Recoverable From NBFC | | 1,394,953.00 | 0.00 |
| GST Receivable | | 2,702,030.00 | 2,910,786.00 |
| TCS 1% | | 722,698.00 | 1,005,099.00 |
| Prepaid Insurance | | 680,392.00 | 143,436.00 |
| Prepaid Membership Fees | | 14,160.00 | 0.00 |
| Income Tax - Appeal | | 11,732,572.00 | 2,530,000.00 |
| Income Tax - Receivable | | 0.00 | 208,374.00 |
| VAT Receivable | | 152,844.00 | 0.00 |
| Prepaid Pollution Control Board Fees | | | |
| Initial Public Offer Expenses | | 20,690,212.00 | 27,586,950.00 |
| Interest Receivable | | 127,181.00 | 0.00 |
| Loan to Employees | | 823,960.00 | 0.00 |
| Duty Drawback | | 2,308,243.00 | 0.00 |
| MEIS Receivable | | 9,921,519.00 | 0.00 |
| IGST Receivable on Export | | 18,958,908.00 | 0.00 |
| Goods And Service Tax | | 982,633.00 | 0.00 |
| MP Trifac Subsidy Receivable | | 7,917,839.00 | 7,253,777.00 |
| Office of Textile Commissioner Subsidy | | 56,875,841.00 | 55,913,683.00 |
| Shree Ganesh Integrated Textile Park Pvt Ltd | | 1,010,000.00 | 1,010,000.00 |
| MAT Credit Entitlement | | 31,332,208.00 | 26,086,693.00 |
| Creditors having debit balance | 12 | 43,836,925.60 | 45,056,791.00 |
| **TOTAL** | | **212,329,482.60** | **171,322,238.00** |
| **NOTE 16 :REVENUE FROM OPERATIONS** | | | |
| **- Operating Revenue** | | | |
| Domestic Sales | | 319,977,198.00 | 798,681,829.00 |
| Export Sales | | 1,104,369,565.00 | 975,106,389.00 |
| Less : Inter Company Sales | | 0.00 | (148,442,439.00) |
| | | **1,424,346,763.00** | **1,625,345,779.00** |
| **- Other Operating Revenue** | | | |
| Job Work | | 1,982,068.00 | 4,860,902.00 |
| Duty Drawback | | 14,633,063.00 | 15,866,029.00 |
| Foreign Currency Gain | | 11,591,139.00 | 26,721,813.00 |
| MEIS Receivable | | 21,012,282.00 | 17,930,792.00 |
| Export Commission | | 0.00 | 0.00 |
| | | **49,218,552.00** | **65,379,536.00** |
| **TOTAL** | | **1,473,565,315.00** | **1,690,725,315.00** |



| | | | |
|---|---|---|---|
| **NOTE 17 :OTHER INCOME** | | | |
| **Other Operating income** | | | |
| Discount Received | | 1,373,548.25 | 999,073.00 |
| Interest on FDRs | | 845,922.00 | 1,455,735.00 |
| Interest on Deposits | | 1,013,735.00 | 0.00 |
| Interest on MPEB Deposit | | 282,971.00 | 218,515.00 |
| Interest on Income Tax Return | | 11,286.00 | 0.00 |
| Profit on Sale of Plant & Machinery | | 259,059.00 | 20,012.00 |
| Rent Income | | 1,806,000.00 | 1,839,863.00 |
| TUFs Reimbursement | | 0.00 | 9,750,000.00 |
| **TOTAL** | | **5,592,521.25** | **14,283,198.00** |
| **NOTE 18 : COST OF MATERIALS CONSUMED** | | | |
| **Raw Material Consumed** | | | |
| Opening Stock | | 77,195,095.00 | 38,413,759.00 |
| Add: Raw Material Purchased | | 941,339,245.10 | 1,330,802,430.00 |
| Less : Inter Company Purchases | | 0.00 | (148,442,439.00) |
| (Inc. Direct Exp ) | | 1,018,534,340.10 | 1,220,773,750.00 |
| Less : Closing Stock | | 120,687,349.76 | 77,195,095.00 |
| **TOTAL** | | **897,846,990.34** | **1,143,578,655.00** |
| **NOTE 19 : PURCHASE OF STOCK-IN-TRADE** | | | |
| Purchase | | 159,944,685.70 | 171,175,899.00 |
| **TOTAL** | | **159,944,685.70** | **171,175,899.00** |
| **NOTE 20 : CHANGES IN INVENTORIES OF** | | | |
| **FINISHED GOODS, STOCK-IN- PROCESS AND STOCK-IN-TRADE** | | | |
| Inventories (at end of the Year) | | | |
| Trading Inventory | | 1,229.10 | 0.00 |
| Manufacturing | | | |
| Finished Goods / Stock-in-Trade | | 67,128,224.00 | 61,841,512.00 |
| Inventories (at beginning of the Year) | | | |
| Trading Inventory | | 0.00 | 20,982,000.00 |
| Manufacturing | | | |
| Finished Goods / Stock-in-Trade | | 61,841,512.00 | 58,994,364.00 |
| **TOTAL** | | **5,287,941.10** | **(18,134,852.00)** |
| **NOTE 21 : DIRECT MANUFACTURING EXPENSES** | | | |
| Electricity Charges | | 44,493,917.34 | 37,775,335.00 |
| Salaries and Wages | | 53,929,510.00 | 40,246,378.00 |
| Plant Expenses | | 16,837,398.00 | 17,259,546.00 |
| Water Charges | | 7,278,865.00 | 4,160,973.00 |
| **TOTAL** | | **122,539,690.34** | **99,442,232.00** |
| **NOTE 22 : EMPLOYEE BENEFIT EXPENSE** | | | |
| ESIC Exp | | 1,121,171.00 | 1,058,902.00 |
| P.F. Exp | | 1,301,267.00 | 1,013,518.00 |
| House Rent Allowance | | 163,360.00 | 79,800.00 |
| Staff Welfare Expenses | | 629,622.00 | 649,086.00 |
| Director Remuneration | | 4,800,000.00 | 4,800,000.00 |
| Bonus | | 1,284,818.00 | 1,445,130.00 |
| **TOTAL** | | **9,300,238.00** | **9,046,436.00** |
| **NOTE 23 :FINANCE COST** | | | |
| Bank Charges | | 2,424,444.62 | 829,562.00 |
| Interest on LCBD | | 875,344.00 | 799,714.00 |
| Interest on Term Loan | | 35,186,507.00 | 40,979,618.00 |
| Interest on Unsecured Loan | | 4,532,277.00 | 5,460,640.00 |
| Interest on Vehicle Loans | | 422,484.00 | 296,414.00 |
| Interest on Working Capital Loan | | 18,508,622.00 | 26,569,852.00 |
| Loan Processing Fees | | 2,180,875.00 | 2,776,246.00 |
| Less : TUFs Interest Reimbursement | | (10,093,913.00) | (11,366,368.00) |
| **TOTAL** | | **54,036,640.62** | **66,345,678.00** |

| | | | |
|---|---|---|---|
| **NOTE 24 :DEPRECIATION AND** | | | |
| AMORTISATION EXPENSE | | | |
| Initial Public Offer Expenses Amortized | | 6,896,738.00 | 6,836,737.00 |
| Depreciation and amortization expense | | 43,901,739.00 | 40,083,867.00 |
| **TOTAL** | | **50,798,477.00** | **46,920,604.00** |
| **NOTE 25 : OTHER EXPENSES** | | | |
| **Auditors Remuneration** | | | |
| - Audit fee | | 120,000.00 | 120,000.00 |
| - Income Tax consultancy fee | | 15,000.00 | 15,000.00 |
| Business Promotion Expenses | | 1,243,998.00 | 2,212,447.00 |
| Corporate Social Responsibility | | 1,842,917.00 | 407,917.00 |
| Donation | | 140,000.00 | 0.00 |
| Designing Expenses | | 842,504.00 | 0.00 |
| Discount Allowed | | 544,920.00 | 0.00 |
| Export Credit Guarantee Corporation | | 0.00 | 116,107.00 |
| Electricity Expense | | 231,884.00 | 0.00 |
| Freight & Transportation | | 2,231,760.00 | 1,976,948.00 |
| Housekeeping Expenses | | 168,627.00 | 80,545.00 |
| Insurance Expenses | | 1,017,349.00 | 846,526.00 |
| Internal Audit Fees | | 0.00 | 480,000.00 |
| Keyman Insurance | | 1,205,000.00 | 1,205,000.00 |
| Factory Rent | | 0.00 | 414,111.00 |
| Legal & Professional Charges | | 5,146,742.00 | 4,588,712.00 |
| Local conveyence expenses | | 111,126.00 | 89,385.00 |
| Loss on Sale of Fixed Assets | | 0.00 | 122,751.00 |
| Maintenance Charges | | 273,835.00 | 197,608.00 |
| Office Expenses | | 374,730.00 | 916,761.00 |
| Postage & Courier Expenses | | 369,051.00 | 431,582.00 |
| Printing & Stationery Expenses | | 135,959.00 | 36,570.00 |
| Professional Tax | | 5,000.00 | 5,000.00 |
| Rent | | 3,233,518.00 | 1,464,747.00 |
| Repair & Maintenance Charges (Computer) | | 193,169.00 | 160,332.00 |
| Repair & Maintenance Charges (Vehicle) | | 107,398.00 | 288,291.00 |
| Repair & Maintenance Charges (Building) | | 48,733.00 | 481,117.00 |
| Sample Testing Charges | | 38,800.00 | 29,983.00 |
| Security Expense | | 1,105,896.00 | 0.00 |
| Taxation | | | |
| - Entry Tax | | 0.00 | 3,696.00 |
| - GST | | 173,609.00 | 19,020.00 |
| - Interest on Taxes | | 11,773.00 | 2,377.00 |
| - Income Tax | | 2,129,401.00 | 2,605,906.00 |
| - Property Tax | | 186,140.00 | 392,250.00 |
| - Sales Tax | | 13,984.00 | 691,166.00 |
| - Service Tax | | 9,398.00 | 8,220.00 |
| Telephone Expenses | | 312,411.00 | 339,826.00 |
| Traveling Expenses (Domestic) | | | |
| - Directors | | 671,539.00 | 1,238,656.00 |
| - Others | | 1,544,162.00 | 940,694.00 |
| Traveling Expenses (Foreign) | | 1,536,658.00 | 7,856.00 |
| Vehicle Running Expenses | | 753,092.00 | 549,147.00 |
| **TOTAL** | | **28,090,083.00** | **23,486,254.00** |
| Export Selling Expenses | | | |
| Commission on Sales | | 5,628,747.00 | 5441967 |
| Freight & Transportation on Exports | | 56,373,809.00 | 49283797 |
| **TOTAL** | | **62,002,556.00** | **54,725,764.00** |



# NOTES TO AND FORMING PART OF THE BALANCE SHEET

**For the Year Ended on March 31, 2019**
**MOHINI HEALTH & HYGIENE LIMITED**
**CIN : L17300MP2009PLC022058**
**NOTE-10**
**FIXED ASSETS**

**A) GINNING, CLEANING BAILING OF PROCESSED COTTON AND COMBER NOIL - LOCATION PITHAMPUR** **Amount in Rs.**

| F I X E D A S S E T S | | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| Name of Asset | Gross Block | | | | | Depreciation/amortisation | | | | Net Block | |
| | As on 01.04.2018 | Addition During the year | Deduction During the year | As on 31.03.2019 | Rate of Depreciation | As on 01.04.2018 | For the year | Adjustment | As on 31.03.2019 | As on 31.03.2019 | As on 31.03.2018 |
| Leasehold Land | 3366490.00 | 0.00 | 0.00 | 3366490.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 3366490.00 | 3366490.00 |
| Leasehold Land | 3366490.00 | 22510235.00 | 0.00 | 25876725.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 25876725.00 | 3366490.00 |
| Plant & Machinery | 17668499.00 | 0.00 | 0.00 | 17668499.00 | 6.33% | 9089489.00 | 479296.00 | 0.00 | 9568785.00 | 8099714.00 | 8579010.00 |
| Electrical Installation | 3098178.00 | 0.00 | 0.00 | 3098178.00 | 6.33% | 2304479.00 | 246103.00 | 0.00 | 2550582.00 | 547596.00 | 793699.00 |
| Factory Building | 28529429.00 | 0.00 | 0.00 | 28529429.00 | 3.17% | 5760438.00 | 904383.00 | 0.00 | 6664821.00 | 21864608.00 | 22768991.00 |
| Office Building | 15883386.00 | 0.00 | 0.00 | 15883386.00 | 3.17% | 1976295.00 | 503503.00 | 0.00 | 2479798.00 | 13403588.00 | 13907091.00 |
| Site Develop ment | 5653488.00 | 0.00 | 0.00 | 5653488.00 | 1.58% | 1097871.00 | 89325.00 | 0.00 | 1187196.00 | 4466292.00 | 4555617.00 |
| Computer | 973263.00 | 133520.00 | 0.00 | 1106783.00 | 31.67% | 814532.00 | 136510.00 | 0.00 | 951042.00 | 155741.00 | 158731.00 |
| Other Assets | 697247.00 | 507134.00 | 0.00 | 1204381.00 | 9.50% | 564775.00 | 76602.00 | 0.00 | 641377.00 | 563004.00 | 132472.00 |
| Vehicles | 9252321.00 | 5348557.00 | 1006850.00 | 13594028.00 | 11.88% | 4527459.00 | 1416268.00 | 638020.00 | 5305707.00 | 8288321.00 | 4724862.00 |
| **TOTAL** | **85122301.00** | **28499446.00** | **1006850.00** | **112614897.00** | | **26135338.00** | **3851990.00** | **638020.00** | **29349308.00** | **83265589.00** | **58986963.00** |

**B) SURGICAL BLEACHED AND ABSORBENT COTTON - LOCATION PITHAMPUR**

| F I X E D A S S E T S | | | | | | | | | | | Amount in Rs. |
|---|---|---|---|---|---|---|---|---|---|---|---|
| Name of Asset | Gross Block | | | | | Depreciation/amortisation | | | | Net Block | |
| | As on 01.04.2018 | Addition During the year | Deduction During the year | As on 31.03.2019 | Rate of Depre ciation | As on 01.04.2018 | For the year | Adjustment of Earlier Year | As on 31.03.2019 | As on 31.03.2019 | As on 31.03.2018 |
| Plant & Machinery | 570686324.00 | 12630326.31 | 2838758.00 | 580477892.31 | 6.33% | 75685200.00 | 36525474.00 | 174770.00 | 112035904.00 | 468441988.31 | 495001124.00 |
| Factory Building | 99600985.00 | 0.00 | 0.00 | 99600985.00 | 3.17% | 9599160.00 | 3157351.00 | 0.00 | 12756511.00 | 86844474.00 | 90001825.00 |
| **TOTAL** | **670287309.00** | **12630326.31** | **2838758.00** | **680078877.31** | | **85284360.00** | **39682825.00** | **174770.00** | **124792415.00** | **555286462.31** | **585002949.00** |
| Plant & Machinery | 0.00 | 0.00 | 0.00 | 0.00 | 3.17% | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| **TOTAL** | **0.00** | **0.00** | **0.00** | **0.00** | | **0.00** | **0.00** | **0.00** | **0.00** | **0.00** | **0.00** |

**C) GINNING, CLEANING BAILING OF PROCESSED COTTON AND COMBER NOIL - LOCATION GONDAL**

| F I X E D A S S E T S | | | | | | | | | | | Amount in Rs. |
|---|---|---|---|---|---|---|---|---|---|---|---|
| Name of Asset | Gross Block | | | | | Depreciation/amortisation | | | | Net Block | |
| | As on 01.04.2018 | Addition During the year | Deduction During the year | As on 31.03.2019 | Rate of Depreciation | As on 01.04.2018 | For the year | Adjustment of earlier year | As on 31.03.2019 | As on 31.03.2019 | As on 31.03.2018 |
| Plant & Machinery | 4529985.00 | 1284563.00 | 0.00 | 5814548.00 | 6.33% | 1520988.00 | 271213.00 | 0.00 | 1792201.00 | 4022347.00 | 3008997.00 |
| Vehicles | 58250.00 | 0.00 | 58250.00 | 0.00 | 11.88% | 6920.00 | 6330.00 | 13250.00 | 0.00 | 0.00 | 51330.00 |
| **TOTAL** | **4588235.00** | **1284563.00** | **58250.00** | **5814548.00** | | **1527908.00** | **277543.00** | **0.00** | **1792201.00** | **4022347.00** | **3060327.00** |

**D) Vedant Kotton pvt. Ltd**

| F I X E D A S S E T S | | | | | | | | | | | Amount in Rs. |
|---|---|---|---|---|---|---|---|---|---|---|---|
| Name of Asset | Gross Block | | | | | Depreciation/amortisation | | | | Net Block | |
| | As on 01.04.2018 | Addition During the year | Deduction During the year | As on 31.03.2019 | Rate of Depreciation | As on 01.04.2018 | For the year | Adjustment of earlier year | As on 31.03.2019 | As on 31.03.2019 | As on 31.03.2018 |
| Vehicles | 752362.00 | | 0.00 | 752362.00 | 11.88% | 195659.00 | 89381.00 | 0.00 | 285040.00 | 467322.00 | 556703.00 |
| **TOTAL** | **752362.00** | **0.00** | **0.00** | **752362.00** | | **195659.00** | **89381.00** | **0.00** | **285040.00** | **467322.00** | **556703.00** |
| **TOTAL** | **760750207** | **42414335** | **3903858** | **799260684** | **0** | **113143265** | **43901739.00** | **812790.00** | **156218964.00** | **643041720.31** | **647606942.00** |



# SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS

**MOHINI HEALTH & HYGIENE LIMITED**
**CIN : L17300MP2009PLC022058**
**NOTE-26**

## A. MAJOR ACCOUNTING POLICIES

### 1. Basis of preparation of Consolidated Financial Statement

The consolidated financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention on an accrual basis of accounting and ac¬counting standards specified by the Institute of Chartered Accountants of India and the relevant provisions of the Companies Act, 2013. Accounting polices not referred to otherwise, are consistent with generally accepted accounting principles.

### 2. Principles of consolidation

The consolidated financial statements relate to Mohini Health & Hygiene Ltd., the holding company and its subsidiary companies (hereinafter collectively referred as "the Group"). The consolidated financial statements have been prepared on the following basis:

a. The financial statements of the subsidiary company used in the consolidation are drawn up to the same reporting date as that of the Company i.e., March 31, 2019.

b. The financial statements of the Company and its subsidiary companies have been combine on a line-by-line basis by adding together like items of assets, liabilities, income and expenses, after eliminating intra-group balances, intra-group transactions and resulting unrealized profits or losses.

c. The excess of cost to the Group of its investments in the subsidiary companies over its share of equity of the subsidiary companies, at the dates on which the investments in the subsidiary companies were made, is recognized as 'Goodwill' being an asset in the consolidated financial statements and is tested for impairment on annual basis. On the other hand, where the share of equity in the subsidiary companies as on the date of investment is in excess of cost of investments of the Group, it is recognized as 'Capital Reserve' and shown under the head' Reserves & Surplus', in the consolidated financial statements. The 'Goodwill' is determined separately for each subsidiary company and such amounts are not set off between different entities.

d. Goodwill arising on consolidation is not amortized but tested for impairment.

e. Following Indian subsidiaries have been considered in the preparation of consolidated financial statements:

- Vedant Kotton Pvt. Ltd.

### 3. Use of Estimates

The preparation and presentation of consolidated financial statements require estimates and assumptions to be made that affect the reported amounts of assets and liabilities on the date of financial statements and the reported amounts of revenue and expenses during the reported period. The difference between actual results and estimates are recognized in the period in which the results are known / materialized.

## 4. Fixed Assets and Depreciation

### 1) Tangible Assets

i. Tangible assets are carried at cost, net of tax credit entitlement availed less accumulated depreciation. The cost includes cost of acquisition/construction, installation and preoperative expenditure including trial run expenses (net of revenue) and borrowing costs incurred during pre-operation period. Expenses incurred on capital assets are carried forward as capital work in progress at cost till the same are put to use.

ii. When an asset is scrapped or otherwise disposed off, the cost and related depreciation are removed from the books of account and resultant profit or loss, if any, is reflected in the Statement of Profit and Loss.

iii. Pre-operative expenses including interest on borrowings for the capital goods, wherever applicable and any other cost incurred which is directly attributable to bringing the assets to its working condition for its intended use are treated as part of the cost of capital goods, hence capitalized.

### 2) Intangible Assets

Intangible Assets are stated at cost of acquisition net of recoverable taxes less accumulated amortization/depletion and impairment loss, if any. The cost comprises purchase price, borrowing costs, and any cost directly attributable to bringing the asset to its working condition for the intended use.

Depreciation is provided on the straight line method over the estimated useful lives of the assets as per the rates prescribed under Schedule II of the Company Act, 2013 or re-assessed useful life based on technical evaluation as under:

| Name of Assets | Life |
|---|---|
| Factory Building | 30 Years |
| Office Building | 30 Years |
| Site Development | 60 Years |
| Plant and Machinery | 15 Years |
| Electrical Installation | 10 Years |
| Furniture & Fixture | 15 Years |
| Computer | 3 Years |
| Vehicle | 8 Years |
| Air Pollution Equipment | 15 Years |
| Other Assets | 10 Years |

Depreciation is provided pro-rata for the number of month's availability for use. Depreciation on sale / disposal of assets is provided pro rata up to the end of the month of sale/disposal.

## 5. Impairment of Assets

Assessment is done at each Balance Sheet date as to whether there is any indication that as asset (tangible or Intangible) may be impaired.

## 6. Investments

Investments, which are not readily realizable and intended to be held for more than one year from the date on which such investments are made, are classified as Non-current Investments. All other investments are classified as short-term investments. On initial recognition, all long term investments are measured at cost subject to any permanent diminution. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties.

Current investments are valued at lower of cost and fair value determined on an individual investment basis.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the Statement of Profit and Loss.



## 7. Provision and Contingent Liabilities:

A provision is recognized when there is a present obligation as a result of a past event. It is probable that an outflow of resources will be required to settle the obligation and in respect of which a reliable estimate can be made. A provision is not discounted to its present value and is determined based on the best estimate required to settle the obligation at the end date. These provisions are reviewed at each year end date and adjusted to reflect the best current estimate.

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

## 8. Inventories

(i) Raw Material, Stores & Spares, Packing Material etc are valued at cost including the cost incurred in bringing the inventories to their present location and condition.

(ii) Finish goods are valued at cost or net realizable value whichever is lower. Cost includes cost of conversion and other costs incurred in bringing the inventory to their present location and condition.

(iii) Scraps are valued Net estimated realizable value.

## 9. Cash and Cash Equivalents

Cash and cash equivalents include cash in hand and Bank Balance.

## 10.Borrowing Cost

Borrowing cost include interest, amortization of ancillary cost incurred, exchange differences. Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the Statement of Profit and Loss over the tenure of loan.

Borrowing cost that is directly attributable to the acquisitions and construction of qualifying assets are capitalized as part of those assets up to the date of capitalization of such assets.

## 11. Revenue Recognition

Sale of goods is recognized, net of returns and trade discounts, on transfer of significant risks and rewards of ownership to the buyer, which generally coincides with the delivery of goods to customers. Sales exclude Goods and service tax. Revenue from services is recognized when the services are completed. Other income is accounted on received and accrual basis.

## 12. Foreign Currency Transactions

Foreign currency transactions are recorded at the rate of exchange prevailing on the date of transaction. All exchange differences are dealt within statement of profit and loss account. Current assets and current liabilities in foreign currency outstanding at the end of the year are not translated at the rate of exchange prevailing at the close of the year.

## 13. Taxes on Income

Current tax is determined as the amount of tax payable in respect of taxable income for the period. Deferred tax is recognized, subject to the consideration of prudence in respect of deferred tax assets, on timing differences being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax assets and deferred tax liabilities are measured using the tax rates and tax law that have been enacted or substantively enacted by the Balance Sheet date. Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognized amounts and there is an intention to settle the assets and the liability on a net basis. Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off assets against liabilities representing current tax and where the deferred tax assets and deferred tax liabilities relate to taxes on income levied by the same governing taxation laws.

### 14. Earnings Per Share

Basic Earnings per share is calculated by dividing the net profit for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

### 15. Segment Reporting

As evidenced by internal Management Information System (MIS), there are no reportable segments in the group. Therefore, the disclosure requirements of "Accounting Standard 17 (AS- 17) - Segment Reporting are not furnished.

### 16. Cash Flows Statement

Cash Flows are reported using indirect method, whereby Profit (loss) before extraordinary items and tax is adjusted for the effect of transactions of non cash nature and any deferrals or accruals of the past or future cash receipts or payments. The Cash Flow from operating, investing and financial activities of the group is segregated based on the available information.

### 17. Impairment of Assets:

The carrying amounts of assets are reviewed at each Balance Sheet date if there is any indication of impairment based on internal/external factors. An asset is impaired when the carrying amount of the asset exceeds the recoverable amount. An impairment loss is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired. An impairment loss recognized in prior accounting periods is reversed if there has been change in the estimate of the recoverable amount.

### 18. Share Issue Expenses

Share issue expenses are written off 1/5 during the period of 5 years.

## B. NOTES TO ACCOUNTS

**1.** As explained by the management there is no contingent liability of the group except as mentioned below

| Name of Statute | Nature of Dues | Amount Disputed | Period to which dues relate | Authority where dispute is pending for decision |
|---|---|---|---|---|
| The Income Tax Act, 1961 | Income Tax | 1589050.00 | AY 2010-11 | CIT(Appeals)-III |
| The Income Tax Act, 1961 | Income Tax | 670370.00 | AY 2011=12 | CIT(Appeals)-III |
| The Income Tax Act, 1961 | Income Tax | 4250600.00 | AY 2012-13 | CIT(Appeals)-III |
| The Income Tax Act, 1961 | Income Tax | 2947910.00 | AY 2013-14 | CIT(Appeals)-III |
| The Income Tax Act, 1961 | Income Tax | 21043650.00 | AY 2014-15 | CIT(Appeals)-III |
| The Income Tax Act, 1961 | Income Tax | 25850.00 | AY 2015-16 | CIT(Appeals)-III |
| The Income Tax Act, 1961 | Income Tax | 19716740.00 | AY 2016-17 | CIT(Appeals)-III |

**2.** During the year there is no change in capital structure of the group.



### 3. CIF Value of Imports in respect of:

| Particulars | 2018-19 | 2017-18 |
|---|---|---|
| Raw and Packing Material | NIL | NIL |
| Components and Spare parts of Machinery | NIL | NIL |
| Capital Goods | NIL | USD 2,50,000<br>(Rs. 1,65,25,000/-)<br>EURO 1,20,000<br>(Rs. 96,60,000/-) |
| Trading Goods | EURO 32662.17<br>(Rs. 3428507/-) | NIL |

### 4. Value of Stores, Spares and Packing Material Consumed

| Particulars | 2018-19 | | 2017-18 | |
|---|---|---|---|---|
| | Amount in Rs. | % of Consumption | Amount in Rs. | % of Consumption |
| Imported | NIL | NIL | NIL | NIL |
| Indigenous | 28108989.64 | 3.27 | 2,65,24,735 | 2.39 |

### 5. Expenditure in Foreign Currency on account of :

| Particulars | 2018-19 |
|---|---|
| Commission on Export Sales (59105.09 in EURO) | 4683066/- |

### 6. Earnings in Foreign Exchange on account of:

| Particulars | 2018-19 | 2017-18 |
|---|---|---|
| F.O.B. value of exports | 1. Euro-13622537.56<br>2. USD-758586.99 | 1. Euro-11093514.28<br>2. USD-1826922.12 |
| Commission on Sales | 0.00 | 0.00 |

### 7. Payment to Auditors

| Particulars | 2018-19 | 2017-18 |
|---|---|---|
| Auditors | 120000.00 | 120000.00 |
| For Other Services | 15000.00 | 15000.00 |
| Total | 135000.00 | 135000.00 |

**8. Earnings Per Share**

| Particulars | 2018-19 | 2017-18 |
|---|---|---|
| Profit after tax as per Profit & Loss accounts | 73260949.35 | 49940331.00 |
| Total Number of Equity Shares Outstanding at year end | 18235900.00 | 18235900.00 |
| Basic and Diluted Earnings Per Share (Face Value @ Rs.10/- Per Share | 4.02 | 2.74 |

**9. Related Party Disclosures**

Related party disclosures, as required by Accounting Standard 18, "Related Party Disclosures", notified under Section 188 of the Companies Act, 2013 are given below:

**a) List of related parties and relationship (as identified by the management)**

I) Key Management Personnel:

1. Sh. Avnish Bansal — Managing Director
2. Sh. Sarvapriya Bansal — Whole Time Director
3. Mrs. Arnika Jain — Company Secretary
4. Mrs. Mukta Agrawal — Chief Financial Officer

**ii) Relatives of Key Management Personnel:**

1. Mr. Sourabh Agrawal — Relative of Chief Financial Officer
2. Miss. Supriya Bansal — Relative of Managing Director and WTD
3. Mrs. Parul Bansal — Relative of Managing Director

**b) The Following transactions were carried out with the related parties in the ordinary course of business.**

| Name of Party | Nature of Transaction | Amount | | Outstanding Balance | |
|---|---|---|---|---|---|
| | | 2018-19 | 2017-18 | 2018-19 | 2017-18 |
| Avnish Bansal | Salary | 2400000.00 | 2400000.00 | 0.00 | 2741000.00 |
| | Purchase of Shares | 0.00 | 563500.00 | | |
| | Loan Taken | 7000000.00 | 19100000.00 | | |
| | Loan Repayment | 8713640.00 | 34905000.00 | | |
| Sarvapriya Bansal | Salary | 2400000.00 | 2400000.00 | 0.00 | 325000.00 |
| | Purchase of Shares | 0.00 | 552000.00 | | |
| | Loan Taken | 3161239.00 | 4400000.00 | | |
| | Loan Repayment | 2712000.00 | 17009000.00 | | |
| Supriya Bansal | Salary | 600000.00 | 600000.00 | 0.00 | 17952.00 |
| Shweta Bahmare | Salary | 269100.00 | 269100.00 | 0.00 | 0.00 |
| Mukta Agrawal | Salary | 540000.00 | 540000.00 | 0.00 | 2988000.00 |
| Sourabh Agrawal | Internal Audit Fees/ Consultancy Fees | 879666 | 480000.00 | 1107672.34 | 105541.00 |
| Mrs. Parul Bansal | Salary | 900000.00 | 0.00 | 804500.00 | 1476500.00 |



**10. The Following Appointment/ Resignation / Changes has been made in KMP during the year :**

| Name of the Person | Details of Changes |
|---|---|
| CS Shweta Bahmare | Resigned from the post of Company Secretary w.e.f. 28/03/2019. |
| CS Arnika Jain | Appointed as Company Secretary w.e.f. 28/03/2019 |

**11.** Balances of banks, debtors, creditors, advances and loans are subject to Confirmation, Reconciliation and Adjustments, if any.

**12.** The group has not received any intimation from suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosures, if any, relating to amounts unpaid as at the year-end together with interest paid/payable as required under the said Act have not been given.

**The Accompanying notes are an integral part of the consolidated financial statements.**

**For N.K.Dafria & Co.**
Chartered Accountants
Firm Reg. No. 005550C
Sd/-
**N.Dafria**
Partner
M.No. 073860

**For Mohini Health & Hygiene Ltd.**

Sd/-
**Sarvapriya Bansal**
Director
DIN: 02540139

Sd/-
**Avnish Bansal**
Director
DIN: 02666814

Indore: 03 May, 2019

Sd/-
**Arnika Jain**
Company Secretary

Sd/-
**Mukta Agrawal**
CFO

# PROXY FORM
# Form No. MGT -11

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

**CIN** : **L17300MP2009PLC022058**

**Name of the Company** : **Mohini Health & Hygiene Limited**

**Registered Office** : **Plot No 109, Sector 3 Industrial Area, Pithampur, Dhar (M.P.) 454774**

| | |
|---|---|
| Name of Member | |
| Registered address | |
| Folio No./ DP ID / Client No. | |
| Email Id | |

I / We, being the member(s) of _____shares of the above named company, hereby appoint the person named below at Sr. No. 1

| Sr.No. | Name of Proxy | Address & Email Id | Signature |
|---|---|---|---|
| 1 | | | |

as my / our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 10th Annual General Meeting of the Company to be held on Monday, September 30, 2019 at 11.00 a.m. at Plot No. 109, Sector 3 Industrial Area, Pithampur, Dhar (M.P.)- 454774 and at any adjournment thereof in respect of such resolutions as are indicated below:

| **Resolution No.** | | **Vote (optional, see Note 2)** | |
|---|---|---|---|
| | | **For** | **Against** |
| 1. | Consider and adopt Audited Financial Statement, reports of Board of Directors and Auditor for the year ended 31st March, 2019. | | |
| 2. | Re-appointment of Mrs. Parul Bansal who is liable to retire by rotation. | | |
| 3. | Appointment of Statutory Auditor M/s Nishi Agrawal & Co. Chartered Accountants | | |
| 4. | Approval of the expenses for service of documents to members | | |
| 5. | Appointment of Mr. Siddharth Jain as Independent Director of the Company | | |
| 6. | Appointment of Mrs. Kiran Patidar as Independent Director of the Company | | |
| 7. | Appointment of Mr. Mukesh Vyas as Independent Director of the Company | | |

Signed this _____ day of _____ 2019

Signature of Proxy holder(s) Signature of Shareholder

Affix revenue stamp

**Notes:** (1)The form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not later than 48 hours before the commencement of the meeting.

(2) It is optional to indicate your preference by tick mark. If you leave the For/Against column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.



# Form No. MGT-12
# Polling Paper

**[Pursuant to Section 109(5) of the Companies Act, 2013 and rule 21(1)I of the Companies (Management and Administration) Rules, 2014]**

| **Name of the Company** | **Mohini Health & Hygiene Limited** |
|---|---|
| **Registered Office** | **CIN: L17300MP2009PLC022058**<br>**Plot No. 109, Sector 3 Industrial Area, Pithampur, Dhar (M.P.)- 454774**<br>Ph: +91-07292-426666 / +91-07292-426677<br>Email:- sourabh@mohinifibers.com<br>Website: www.mohinihealthandhygiene.com |
| **Particulars** | **Details** |
| Name of the First Named Shareholder (In Block Letter) | |
| Postal Address | |
| Registered Folio No. / *Client ID No. (*Applicable to investors holding shares in dematerialized form) | |
| Class of Share | Equity Shares |

I hereby exercise my vote in respect of Ordinary resolution enumerated below by recording my assent or dissent to the said resolution in the following manner.

| **Resolutions:** | **Nature of Resolution** | **No. of shares held by me** | **I assent to the resolution** | **I dissent to the resolution** |
|---|---|---|---|---|
| 1. Receive, consider and adopt:<br>a) the Audited Standalone Financial Statement of the Company for the financial year ended March 31, 2018 and the Reports of the Board of Directors and Auditor's thereon; and<br>b) the audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2018 and the reports of the Auditors thereon. | Ordinary | | | |

| | | | | |
|---|---|---|---|---|
| 2. Re- Appointment of Mrs. Parul Bansal who is liable to retire by rotation | Ordinary | | | |
| 3. Appointment of Statutory Auditor M/s M/s Nishi Agrawal & Co. Chartered Accountants | Ordinary | | | |
| 4. Approval of the expenses for service of documents to members | Ordinary | | | |
| 5. Appointment of Siddharth Jain as an Independent Director of the Company | Ordinary | | | |
| 6. Appointment of Mrs. Kiran Patidar as an Independent Director of the Company | Ordinary | | | |
| 7. Appointment of Mr. Mukesh Vyas as an Independent Director of the Company | Ordinary | | | |

**Date:**

**Place:** (Signature of the Shareholder)

## ATTENDANCE SLIP

10th Annual General Meeting of **Mohini Health & Hygiene Limited** held on Monday, September 30, 2019 at 11.00 a.m. at Plot No. 109, Sector 3 Industrial Area, Pithampur, Dhar (M.P.)- 454774

Folio No./DPID/Client ID: .....

Mr./Mrs./Miss : .....

(Shareholders' name in block letters)

I/We certify that I/We am/are registered shareholder / proxy for the registered shareholder of the company.

I/We hereby record my/our presence at the 10th Annual General meeting of the company held on Monday, 30th day of September, 2019 at 11.00 A.M. at Plot No. 109, Sector 3 Industrial Area, Pithampur, Dhar (M.P.)- 454774

(If signed by proxy, his name should be written in block letters)

**(Shareholders/proxy's Signature)**

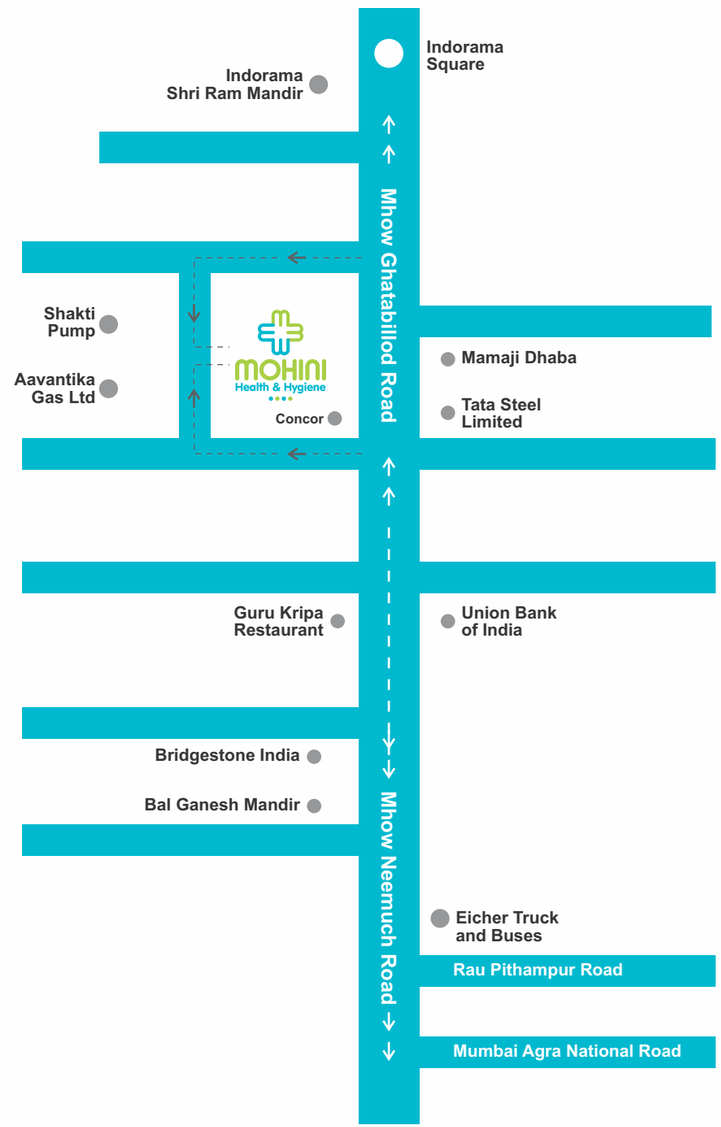
**Note:**

(1) Shareholders/proxy holders are requested to bring the attendance slips with them when they come to the meeting and hand over them at the entrance after affixing their signatures on them.

(2) If it is intended to appoint a proxy, the form of proxy should be completed and deposited at the Registered Office of the Company at least 48 hours before the Meeting.



# ROUTE MAP TO THE VENUE OF THE ANNUAL GENERAL MEETING



**MOHINI HEALTH & HYGIENE LIMITED**

CIN: L17300MP2009PLC022058
Regd. Office: Plot No 109,
Sector 3 Industrial Area Pithampur
Dist. Dhar- (M.P.) INDIA
E-Mail: cs@mohinihealthandhygiene.com
Phone: +91-7292-426665, 426677
www.mohinihealthandhygiene.com