

# **BANCO PRODUCTS (INDIA) LIMITED**



**57<sup>th</sup> ANNUAL REPORT**  
**2017-2018**



## **VISION**

**A WORLD CLASS COMPONENT MANUFACTURING  
COMPANY BASED IN INDIA WITH GLOBAL ASSOCIATES**

## **CORPORATE MISSION**

**DEVELOP AND SUPPLY TECHNICALLY SOUND PRODUCTS  
AT COMPETITIVE PRICES, INTEGRATING  
INNOVATIVE MANUFACTURING  
WITH ECO-FRIENDLY TECHNOLOGIES**

<b>Board of Directors</b>	:	Mehul K. Patel	Chairman
		Samir K. Patel	Director
		Ramkisan Devidayal	Independent Director
		Mukesh D. Patel	Independent Director
		Devesh A. Pathak	Independent Director
		Udayan P. Patel	Independent Director
		Rajendra J. Anandpara	Managing Director
		Himali Patel	Whole time Director & CFO
<b>Company Secretary</b>	:	Dinesh Kavthekar (w.e.f. 16.12.2017)	
		Sagar Pandya (upto 08.11.2017)	
<b>Bankers</b>	:	State Bank of India	
		Bank of Baroda	
		HDFC Bank Limited	
<b>Auditors</b>	:	Manubhai & Shah LLP,	
		Chartered Accountants,	
		Ahmedabad	
<b>Registered Office</b>	:	Bil, Near Bhaili Railway Station,	
		Padra Road, Dist. Vadodara-391 410	
<b>Works</b>	:	At Bil, Near Bhaili Railway Station,	
		Padra Road, Dist. Vadodara-391 410	
		At Jamshedpur	
		At Rudrapur	
		At Waghodia (SEZ Unit)	
		At Zaheerabad	
<b>Listing</b>	:	BSE Limited (500039)	
		National Stock Exchange of India Limited (BANCOINDIA)	
<b>CIN</b>	:	L51100GJ1961PLC001039	
<b>Website</b>	:	www.bancoindia.com	
<b>RTA</b>	:	Link Intime India Pvt. Ltd.	

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**NOTICE**

Notice is hereby given that the 57<sup>th</sup> Annual General Meeting of Banco Products (India) Limited will be held on Saturday, the 22nd day of September, 2018, at 10:00 a.m. at the Registered Office of the Company at Bil, Near Bhaili Railway Station, Padra Road, Dist Vadodara - 391 410, to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31.03.2018 including Balance Sheet as at 31.03.2018, the Statement of Profit and Loss and Cash Flow Statement for the year ended on 31.03.2018 and the Reports of the Board of Directors and the Auditors thereon.
2. To declare final dividend on Equity Shares for the Financial Year ended 31.03.2018.
3. To appoint a Director in place of Mr. Samir K Patel (DIN : 00161448), who retires by rotation and being eligible, offers himself for reappointment.

**Special Business**

4. Re-appointment of and Remuneration payable to Mrs. Himali H. Patel as the Whole Time Director of the Company.

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

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013, and the rules made thereunder read with Schedule V to the said Act (including any statutory modification or re-enactment thereof for the time being in force), Mrs. Himali H. Patel (DIN 07081636), be and is hereby re-appointed as the Whole time Director of the Company for a period of 3 years effective from 13.02.2018 to 12.02.2021, on such remuneration and terms and conditions as set out in the Draft Agreement to be executed with liberty and authority to the Board of Directors to alter and vary the terms and conditions of the said appointment from time to time within the provisions of the Companies Act, 2013 or any amendment thereto or any reenactment thereof and as may be agreed between the Board of Directors and Mrs. Himali H. Patel.”

**Remuneration :**

Basic Salary, Perquisites and other allowance / benefits up to maximum CTC of ₹ 16.08 Lacs per annum or such higher amount as may be decided by the Board of Directors of the Company from time to time as per following details.

Sr. No.	Particulars	Amount ₹ (Per Month)
1.	Basic	46,894.00
2.	House Rent Allowance	18,543.00
3.	Medical Reimbursement	2,333.00
4.	Education Allowance	1,500.00
5.	Magazine and Journal	1,467.00
6.	L T C	4,500.00
7.	Entertainment Allowance	1,500.00
8.	Telephone Reimbursement	3,500.00
9.	Driver Allowance	10,000.00
10.	Petrol Reimbursement	5,000.00
11.	Additional HRA	30,862.00
12.	Provident Fund	5,627.00
13.	Gratuity	2,256.00
	<b>Total</b>	<b>133982.00</b>

"RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year, the Company shall pay in respect of such financial year, the remuneration paid for immediately preceding financial year as minimum remuneration by way of salary, allowances, perquisites and other benefits, subject to the provisions of Schedule V of the Act and subject to necessary approvals, if any".

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds and things as may be necessary and expedient to give effect to these resolutions".

"RESOLVED FURTHER THAT any one of the Directors of the Company viz. Shri Mehul K. Patel, Shri Samir K. Patel and Shri Rajendra J. Anandpara, be and are hereby severally authorised to do all the things and deeds as may be necessary and to file requisite forms with the MCA/ROC, Gujarat, for and on behalf of the Company."

5. Re - Approval of Remuneration to Cost Auditor

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

"**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the remuneration payable to M/s. Y.S. Thakar & Co., Cost Accountants, Baroda (FRN : 000318) appointed by the Board of Directors of the Company to conduct the audit of the Cost Records of the Company for the financial year 2018-2019, amounting to Rs. 45000 /- (Rupees Forty Five Thousand Only) plus government taxes, as applicable and out-of-pocket expenses incurred by them in connection with the aforesaid audit, be and is hereby ratified and confirmed."

**NOTES :**

1. ANY MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING OF THE COMPANY MAY APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING PROXY SHOULD BE LODGED WITH THE COMPANY AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN FORTY EIGHT (48) HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

A person can act as a proxy on behalf of members not exceeding fifty and holding in aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as a proxy, provided that such person shall not act as a proxy for any other person or shareholder.

2. Corporate Members intending to send their authorised representatives to attend the meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.
3. The Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business enumerated under Item No. 4 & 5 of the accompanying Notice are annexed hereto.
4. The profile of the Directors seeking reappointment of the accompanying Notice, as required by SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed herewith
5. Members are requested to bring their attendance slip duly completed and signed mentioning the details of their DP ID and Client ID/Folio No. and also bring their valid ID proof at the time of the Meeting.
6. The Register of Members and Share Transfer Books of the Company will remain closed from 08.09.2018 to 22.09.2018 (both days inclusive).
7. The final dividend on Equity Shares, as recommended by the Board of Directors for the financial year ended 31.03.2018, if approved at the Annual General Meeting will be paid on or after 10.10.2018 :
  - a. To all the beneficial owners in respect of shares held in electronic form, as per the date made available by the National Security Depository Limited and Central Depository Services (India) Limited as of the close of business hours on 07.09.2018; and
  - b. To all the members in respect of shares held in physical form, after giving effect to valid transfer(s) in respect of transfer request(s) lodged with the Company on or before the close of business hours on 07.09.2018.
8. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the Registrar/Company.

9. All the relevant documents referred to in the accompanying Notice and in the Explanatory Statements are open for inspection by the Members of the Company at the Registered Office of the Company during normal business hours on any working day except Sundays and public holidays upto the date of the Annual General Meeting.
10. In terms of Section 101 and 136 of the Companies Act, 2013 read together with the Rules made thereunder the copy of the Annual Report including the Notice, Board's Report, Report on Corporate Governance, Financial Statements, etc are being sent by electronic mode, to those members who have registered their email ids with their respective depository participants or with the share transfer agent of the Company, unless any member has requested for a physical copy of the same. In case you wish to get a physical copy of the Annual Report, you may send your request to investor@bancoindia.com mentioning your Folio/DP ID & Client ID. Members may also note that the Annual Report for the financial year ended on 31.03.2018 will also be available on the Company's website www.bancoindia.com for their download.
11. Members are requested to bring their copies of the Annual Report to the meeting. Members desirous of obtaining any information with respect of the accounts of the Company are requested to send their queries in writing to the company at its Registered Office so as to reach at least seven days before the date of the meeting.
12. a. In order to provide protection against fraudulent encashment of dividend warrants, Members who hold shares in physical form are requested to intimate to either the Company or Company's Registrar and Transfer Agent, M/s. Link Intime India Private Limited, B-102 & 103, Shangrila Complex, 1st Floor, Opp. HDFC Bank, Near Radhakrishna Char Rasta, Akota, Vadodara - 390 020 under the signature of the Sole/First joint holder, the following information to be incorporated on dividend warrants.
  - I. Name of the Sole/First Joint holder and the Folio Number; and
  - II. Particulars of Bank Account, viz.
    - i. Name of Bank;
    - ii. Name of Branch;
    - iii. Complete address of the Bank with Pin Code Number;
    - iv. Account type, whether Savings Account or Current Account; and
    - v. Bank Account Number.
- b. Members who hold shares in dematerialized form may kindly note that their Bank Account details, as furnished by their Depositories to the Company, will be printed on their dividend warrants as per the applicable regulations of the Depositories and the Company will not entertain any direct request from such Members for change in such Bank Account details. Members who wish to change such Bank Account details are therefore requested to advise their Depository Participants about such change with complete details of Bank Account.
13. In terms of the applicable provisions of the Companies Act, Rules and Regulations in force, the unclaimed / unpaid dividend will be transferred to the Investor Education and Protection Fund (IEPF) of the Central Government. Shareholders are requested to ensure that they claim the dividend(s) from the Company before transfer of the said amounts to the IEPF. Pursuant to the provisions of Investor Education and Protection Fund (Uploading of Information regarding unpaid and unclaimed amounts lying with Companies) Rules, 2012, the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on 23.09.2017 (date of the last Annual General Meeting) on the website of the Company ([www.bancoindia.com](http://www.bancoindia.com)).
14. Members are requested to send all communications relating to shares and unclaimed dividends, change of address etc. to the Registrar and Share Transfer Agents at the following address:  
 LINK INTIME INDIA PVT. LTD  
 (Unit : Banco Products (India) Limited)  
 B-102 & 103, Shangrila Complex, First Floor, Opp. HDFC Bank,  
 Near Radhakrishna Char Rasta, Akota, Vadodara 390020.  
 Phone No. : 0265 – 2356573/2356794, Fax No. : 0265- 2356791  
 Email : vadodara@linkintime.co.in
15. Voting through electronic means:  
 Pursuant to Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the

Company is pleased to provide its members the facility of 'remote e-voting' (e-voting from a place other than venue of the AGM) to exercise their right to vote at the 57<sup>th</sup> Annual General Meeting of the Company. The Company has provided e-voting facility to the members using the Central Depository Services Limited (CDSL) platform. Accordingly, the members may exercise her/his vote by electronic means through the electronic voting system.

The facility for voting, either through electronic voting system or through ballot/polling paper shall also be made available at the venue of the 57<sup>th</sup> Annual General Meeting. The members attending the meeting, who have not already cast their vote through remote e-voting shall be able to exercise their voting rights at the meeting. The members who have already cast their vote through remote e-voting may attend the meeting but shall not be entitled to cast their vote again at the Annual General Meeting.

The Board of Directors of the Company has appointed Shri Jagdish J. Gandhi, Practicing Company Secretary as the Scrutinizer for conducting the remote e-voting and the voting process at the AGM in a fair and transparent manner.

The instructions for members voting electronically are as under:

- (i) The voting period begins on 19.09.2018 (9:00 a.m.) and ends on 21.09.2018 (5:00 p.m.). During the period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off i.e. 15<sup>th</sup> day of September, 2018, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting after 05:00 p.m. on 21.09.2018.
- (ii) Members holding shares in physical or in demat form as on 15.09.2018 shall only be eligible for e-voting.
- (iii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iv) Click on Shareholders.
- (v) Now Enter your User ID
  - a) For CDSL: 16 digits beneficiary ID;
  - b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID;
  - c) Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user or any person who becomes a member of the Company after dispatch of the Notice of the Meeting and holding shares as on the cut-off date i.e. on 15.09.2018, follow the steps given below:

For Members holding shares in Demat Form and Physical Form

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

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



## EXPLANATORY STATEMENT (PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013)

### For Item No. 4

Re-appointment of and Remuneration payable Mrs. Himali H. Patel as the Whole Time Director

The Board of Directors, in its Meeting held on 14.11.2017, in terms of the recommendation of the Nomination and Remuneration Committee in Meeting held on 14.11.2017, have approved the re-appointment of Mrs. Himali H. Patel as Whole Time Director and remuneration was approved by Board of Directors of the Company w.e.f. 13.02.2018 for a further period 3 years, subject to the approval of the Members for a further period of 03 years.

The brief profile of Mrs. Himali H. Patel together with other details as required under Listing Rules and Regulations, applicable, is provided in the Annexure to this Notice.

Mrs. Himali H. Patel is a Chartered Accountant and has an experience of 12 years in the field of Strategic Financial Planning, Accounts, Insurance, Taxation. In past she was associated with Torrent Pharmaceuticals Limited, Ahmedabad. The Directors are of the view that her knowledge, experience guidance would be useful for the growth of the Company in the future as well. Her continued association with the Company as a Director would be a great advantage.

Your Directors therefore recommend and seek your approval to the resolution as set out in the item no. 4 accompanying notice by way of Special Resolution.

The Draft Agreement, will be available for inspection on all working days except Saturdays and Sundays during 11.00 a.m. to 01 p.m. up to the date of ensuing Annual General Meeting.

Mrs. Himali H. Patel is not holding any Equity Shares in the Company.

Except Mrs. Himali H. Patel, no other Director is interested or concerned financially or otherwise, in the proposed resolution.

### Item No. 5

The Board of Directors of the Company, has on the recommendation of Audit Committee, approved the appointment and remuneration of M/s. Y.S. Thakar & Co., Cost Accountants, Baroda, to conduct the audit of the cost records of the Company for the financial year 2018-2019.

In terms of the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to Cost Auditor is to be ratified by the Members of the Company.

The Members are requested to ratify the remuneration payable to the Cost Auditor for the financial year 2018-2019 as set out in the resolution.

None of the other Directors, Key Managerial Personnel(s) and their relatives, have any concern or interest, financial or otherwise, in the resolutions.

The Board recommends the resolution for adoption.

### Registered Office:

#### **BANCO PRODUCTS (INDIA) LIMITED**

Bil, Near Bhaili Railway Station, Padra Road, Dist. Baroda – 391410

CIN : L51100GJ1961PLC001039

Tel Nos.: (0265) 2680220/21/22, Fax No. (0265) 2680433

Website : www.bancoindia.com

Email : investor@bancoindia.com, sec@bancoindia.com

Date : 06.08.2018

Place : Bil

By Order of the Board,

Mehul K. Patel - Chairman  
(DIN : 01772099)

### ANNEXURE TO THE NOTICE OF ANNUAL GENERAL MEETING

Information pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding appointment / reappointment of Directors.

Name of the Director	Shri Samir K. Patel	Mrs. Himali Harnish Patel
Date of Birth	23.03.1960	15.09.1982
Date of Appointment	25.09.1983	13.02.2015
Specialised Expertise/Brief Profile	Shri Samir K. Patel is one of the promoter directors of the Company. He is in charge of administrative matters of the Company since more than 24 years. He has vast experience and expertise in metal industry in general and aluminium in particular.	Mrs. Himali H. Patel is a Chartered Accountant and has an experience of 12 years in the field of Strategic Financial Planning, Accounts, Insurance, Taxation. In past she was associated with Torrent Pharmaceuticals Limited, Ahmedabad. She is working with the Company since more than 3 years.
Qualification	B.Sc MBA	B.Com., M.Com., CA
Directorship in other Companies as on 31.03.2018	Banco Aluminium Limited Banco Gaskets (India) Limited Gatecraft International FZC Nederlandse Radiatoren Fabriek B.V K.K.Patel Foundation Banco Foundation	None
Chairman/Member of other Committee of Companies as on 31.03.2018	Banco Aluminium Limited -Member of Audit Committee Banco Products (India) Limited -Member of Stakeholder's Relationship Committee	None
Shareholding of Director as on 31.03.2018	44,20,667 Equity Shares of Rs. 2/- each.	None
Relationship between Director inter-se	Brother	None

## BOARD'S REPORT

To,  
The Members of  
Banco Products (India) Limited

Your Directors have the pleasure in presenting the 57<sup>th</sup> Annual Report together with the Audited Financial Statements of Banco Products (India) Limited ("the Company") and its subsidiaries for the financial year ended on 31.03.2018.

### 1. OVERVIEW OF THE COMPANY'S PERFORMANCE :

Global economic situation improved in 2017 with all the major regions of the world experiencing an uptick in economic growth. The World Bank forecasts global economic growth to edge up to 3.1% in 2018 as the recovery in investment, manufacturing and trade continues and as commodity exporting developing economies benefit from firming of commodity prices.

For India, 2017-18 was a transformative year as the Government implemented GST from 01-July-2018 in order to achieve the long felt need for creating a single Indian market. The GST implementation was not without hiccups as there were challenges around clarity of rules and provisions which led to temporary disruption in the market, especially during the first half of the year. To its credit, the market did recover from these hiccups, adjusted itself to the new GST regime well and posted smart growth across all sectors in the second half of the year. The estimated GDP growth in India for the year 2017-18 was placed at 6.7% - lower than the last year, yet the highest in the world.

Besides GST implementation, Indian government took a slew of structural reforms such as steps towards resolution of NPA in banks and further liberalization of FDI. These reforms will certainly provide necessary impetus to long term economic growth of the country.

Automotive industry is the engine of economic growth in India. For the year 2017-18, all the segments of Indian automotive industry saw positive development. Two wheelers grew by 16%, Passenger cars by 5% and Commercial vehicles grew by 10% over last year reflecting strong economic environment and growing consumption in the country.

For your Company, the year 2017-18 was yet another good year. Sales grew by 22% (consolidated 12 %) while profit before tax expanded by 8 % (consolidated 20 %) over the previous year.

Our Company follows strategy to realize profitable growth and thus create sustainable value for the organization.

Government regulations, customer expectation and growing competition are pushing manufacturers to design and implement technological improvements in the products with ever reducing, "time to market". These are exactly the kind of challenges that our engineers thrive on. Customer is at the centre stage of all our initiatives. In close cooperation with our customers, we develop bespoke engineering solutions that are designed to deliver maximum efficiency under practical operating conditions. This innovation driven approach has helped us to establish and maintain leadership position as preferred engine cooling system provider to our customers in focus sectors such as Commercial Vehicles , Agricultural tractors, Off Highway equipments, Power generation and Railways .

We continue to expand our customer and product portfolio. During the year under review, your company accelerated product development initiatives and added new products for OEM, Replacement and Exports markets. Flexibility in the designing approach, speed in prototyping and in-house testing competence, helps us to shorten time to market significantly.

During the year under review, cooling modules developed by your company for BSIV compliant engines demonstrated their technological superiority through excellent field performance. The Indian industry is preparing itself to leapfrog to the global level of emission norms by 2020 (BS VI for CV, BS IV for Construction machinery and BS VI for 2 Wheelers). Your Company is closely collaborating with its leading customers to develop new generation engine cooling modules suitable for the emerging emission standards.

On the manufacturing front, our Company follows a vertically integrated approach. All the critical components are manufactured at our modern manufacturing plants located at Bhaili and Waghodia. During the year under review, our plants increased production output substantially to support sales growth of over 20%.