

2016 ANUAL REPORT.

BOARD OF DIRECTORS AND GENERAL INFORMATION

Board of Directors

Rajesh Batra : Chairman & Managing Director

N. R. Mahalingam Arjun Bulchandani H. K. Vakharia S. D. Israni Nabankur Gupta Rajiv Batra

Pheroza Jimmy Bilimoria

Bankers

N. Santhanam

Axis Bank Limited HDFC Bank Limited

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Company Secretary

Sudhanshu Namdeo

Auditors

Messrs S. P. Chopra & Co. Chartered Accountants 15/A, Horniman Circle, Bharat Insurance Building, Mumbai - 400 001.

Registered Office

Sahas, 4th Floor, 414/2, Veer Savarkar Marg, Prabhadevi, Mumbai - 400 025.

- Shareholders intending to require information about accounts to be explained in the Meeting are requested to inform the Company at least 7 days in advance of the Annual General Meeting.
- Shareholders are requested to bring their copy of the Annual Report to the Meeting as the practice of handing out copies of the Annual Report at the Annual General Meeting has been discontinued.
- Please address all correspondence regarding share transfer work to the Registrars and Share Transfer Agents and not to the Company's Registered Office.

Registrars & Share Transfer Agents

w.e.f. June 20, 2016 Sharex Dynamic (India) Private Limited Unit No.1, Luthra Industrial Premises Safed Pool, Andheri Kurla Road Andheri (East), Mumbai - 400072

Tel No.: +91 22 2851 5606/ +91 22 2851 5644 /

+91 22 2851 6338 / +91 22 2852 8087

Fax No.: +91 22 2851 2885 Email Id : sharexindia@vsnl.com

Upto June 19, 2016 Sharepro Services (India) Private Limited

FINANCIAL HIGHLIGHTS

(Rs. in Lacs)

	2015-16	2014-15	2013-14	2012-13	2011-12	2010-11	2009-10	2008-09	2007-08	2006-07
Paid-up Capital	258.42	258.42	258.42	258.42	258.42	129.21	129.21	129.21	129.21	129.21
Reserves and Surplus	2988.10	3910.68	3783.69	3477.62	2827.19	2235.93	1665.70	1364.81	1210.16	1138.38
Net Worth	3246.52	4169.10	4042.10	3736.04	3085.60	2365.14	1794.91	1494.02	1339.37	1267.59
Fixed Assets	4796.73	4624.97	4208.86	4137.46	2245.45	2138.88	2053.74	2120.93	2149.61	2221.18
Depreciation	2091.61	1783.25	1378.43	1112.54	992.70	902.79	818.16	904.11	858.53	871.62
Net Block	2705.12	2840.72	2830.43	3024.92	1252.75	1236.09	1235.58	1216.81	1291.08	1349.56
Turnover	18590.98	18573.20	18514.53	16736.94	15657.98	9124.36	5844.95	4423.85	5061.56	4762.98
Earning before Taxes	(901.47)	303.79	570.21	1055.49	1199.08	926.51	702.61	266.45	216.22	159.95
Dividend	None	51.68	90.45	90.45	90.45	64.60	58.14	45.22	45.22	45.22
	N.A.	(20%)	(35%)	(35%)	(35%)	(50%)	(45%)	(35%)	(35%)	(35%)
Earning Per Share	(35.70)	8.82	15.94	29.26	31.95	49.94	28.55	14.30	9.65	10.30

NOTICE

NOTICE is hereby given that the Sixty Fourth Annual General Meeting of the Members of **CRAVATEX LIMITED** will be held on Friday, August 12, 2016 at 11.30 a.m. at Textiles Committee Auditorium, P. Balu Road, Prabhadevi Chowk, Prabhadevi, Mumbai – 400 025, to transact the following business:

ORDINARY BUSINESS

- 1. To consider and adopt the (a) audited Financial Statements of the Company for the year ended March 31, 2016 including audited Balance Sheet as at March 31, 2016 and the Statement of Profit and Loss, Cash Flow Statement for the year ended on that date together with Reports of the Directors and Auditors thereon; and (b) audited Consolidated Financial Statements of the Company for the year ended March 31, 2016 together with Reports of the Auditors thereon.
- To appoint a Director in place of Mr. Nabankur Gupta (DIN 00020125) who retires by rotation and, being eligible, offers himself for re-appointment.
- 3. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 139, 142 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 reenactment(s) thereof for the time being in force, M/s. S. P. Chopra & Co., Chartered Accountants (Registration No.101911W), be and are hereby re-appointed as Statutory Auditors of the Company to hold office from the conclusion of 64th Annual General Meeting till the conclusion of the 65th Annual General Meeting of the Company at such remuneration as shall be fixed by the Board of Directors of the Company."

SPECIAL BUSINESS

4. To re-appoint Mr. Rajesh Batra (DIN: 00020764) as the Managing Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), approval of the Company be and is hereby accorded to the re-appointment of Mr. Rajesh Batra (DIN: 00020764) as the Managing Director, for a period of 3 (three) years with effect from June 1, 2016 on the terms and conditions including remuneration as set out in the Statement annexed to the Notice convening this Meeting, with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment and / or remuneration as it may deem fit and as may be acceptable to Mr. Rajesh Batra, subject to the same not exceeding the limits specified under Section II of Schedule V of the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof;

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper and expedient to give effect to this resolution."

By Order of the Board of Directors

Sudhanshu Namdeo Company Secretary

Place: Mumbai Dated: May 27, 2016

CIN: L93010MH1951PLC008546

Registered Office:

Sahas, 4th Floor, 414/2, Veer Savarkar Marg,

Prabhadevi, Mumbai-400 025.

Tel. No.: +91 22 66667474, Fax No.: +91 22 24313210

E-mail: investors@cravatex.com Website: www.cravatex.com

NOTES

- 1. A member entitled to attend and vote at the meeting shall be entitled to appoint a proxy to attend and vote on a poll instead of himself/herself and the proxy need not be a member of the Company. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent, of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
 - The instrument appointing a proxy should be deposited at the registered office of the Company duly completed, stamped and signed, not less than forty-eight hours before the commencement of the meeting.
- 2. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the special business proposed to be transacted at the meeting is annexed hereto.
- A statement giving the details of the Director seeking appointment/re-appointment under Item No. 2 & 4 of the accompanying Notice, as required by Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed herewith.
- 4. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, August 6, 2016 to Friday, August 12, 2016 (both days inclusive) for the purpose of annual general meeting.
- 5. Members holding shares in demat form are requested to notify immediately any change in their registered address or bank mandate to their Depository Participant (DP) quoting their Client IDs. Members holding shares in physical form are requested to notify immediately any change in their registered address or bank mandate to the Registrars and Share Transfer Agents of the Company quoting their Folio Number.
- 6. Unclaimed dividends for the financial year ended March 31, 2009 shall be transferred to the Investor Education and Protection Fund of the Central Government in terms of the provisions of Section 205(C) of the Companies Act 1956 (which are still applicable as the relevant sections under the Companies Act, 2013 are yet to be notified). Those members who have so far not encashed the dividend(s) from the year ended March 31, 2009, till the year ended March 31, 2015 are requested to approach the Registrars and Share Transfer Agents of the Company for payment.
 - In terms of the IEPF (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012, the Company has uploaded the information in respect of the unclaimed dividends as on the date of the 63rd Annual General Meeting (AGM) held on August 14, 2015, on the website of the IEPF viz. www.iepf.gov.in and also under the "Investors Section" on the website of the Company viz. www.cravatex.com.
- 7. Members holding shares in physical form may nominate a person in respect of all the shares held by them whether singly or jointly. Members who hold shares singly are advised to avail of nomination facility in their own interest. Members holding shares in demat form may contact their respective Depository Participants for recording of nomination.
- 8. In respect of shares held in physical form, the bank account particulars viz. name and address of the branch of the bank, MICR code of the branch, account number with blank cancelled cheque should be sent to the Registrar & Share Transfer Agents of the Company for making payment of dividend through approved electronic mode.
 - Members holding shares in demat form are requested to provide the particulars of their bank account to their Depository Participant. The Registrar & Share Transfer Agents of the Company will not act on any such request received from the members for change in their bank account particulars. Further, instruction given by members for shares held in physical form would not be applicable to the dividend paid on shares held in demat form.
- The Securities and Exchange Board of India (SEBI) has made it mandatory to furnish Permanent Account Number (PAN) by participants in securities market. Members are requested to submit the PAN to their Depository Participant (DP)/Registrar & Share Transfer Agents respectively.
- 10. Electronic copy of the annual report is being sent to the members whose email address are registered with the company/depository participants for communication purposes unless any member has requested for a physical copy of the same. Members who have not registered their email address so far are requested to register their e-mail address with the Registrar & Share Transfer Agents of the Company for receiving all communications from the Company electronically.

- 11. Voting through electronic means
 - I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 (Listing Regulations), the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM) ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
 - II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
 - III. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
 - IV. The remote e-voting period commences on Tuesday, August 9, 2016 (9:00 am) and ends on Thursday, August 11, 2016 (5:00 pm). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Friday, August 5, 2016, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
 - V. The process and manner for remote e-voting are as under:
 - A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/ Depository Participants(s)]:
 - (i) Open email and open PDF file viz; "remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.
 - (ii) Launch internet browser by typing the following URL: https://www.evoting.nsdl.com/
 - (iii) Click on Shareholder Login
 - (iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.
 - (v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - (vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
 - (vii) Select "EVEN" of "CRAVATEX LIMITED".
 - (viii) Now you are ready for remote e-voting as Cast Vote page opens.
 - (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
 - (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
 - (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
 - (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to jayshreedagli@gmail.com with a copy marked to evoting@nsdl.co.in
 - B. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy]:
 - (i) Initial password is provided as below/at the bottom of the Attendance Slip for the AGM:
 - EVEN (Remote e-voting Event Number) USER ID PASSWORD/PIN
 - (ii) Please follow all steps from Sl. No. (iii) to Sl. No. (xii) above, to cast vote.

- VI. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.
- VII. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/ PIN for casting your vote.
- VIII. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- IX. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of August 5, 2016.
- X. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. August 5, 2016, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or evoting@sharexindia.com.
 - However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.
- XI. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- XII. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
- XIII. Mrs. Jayshree S. Joshi Proprietress of Jayshree Dagli & Associates, Practicing Company Secretaries, Mumbai has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- XIV. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM but have not casted their votes by availing the remote e-voting facility.
- XV. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company www.cravatex.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai.

By Order of the Board of Directors

Sudhanshu Namdeo Company Secretary

Place: Mumbai Dated: May 27, 2016

CIN: L93010MH1951PLC008546

Registered Office:

Sahas, 4th Floor, 414/2, Veer Savarkar Marg,

Prabhadevi. Mumbai-400 025.

Tel. No.: +91 22 66667474, Fax No.: +91 22 24313210

E-mail: investors@cravatex.com Website: www.cravatex.com

Statement Pursuant to Section 102(1) of the Companies Act, 2013 ("the Act")

Item No. 4

The Board of Directors of the Company (the 'Board'), at its meeting held on May 24, 2011 had, subject to the approval of Members, appointed Mr. Rajesh Batra as the Managing Director, for a period of 3 (three) years from the expiry of his present term, which expired on May 31, 2016 at the remuneration recommended by the Nomination and Remuneration Committee (the 'NR Committee') of the Board and approved by the Board.

Further, the Board at its meeting held on May 27, 2016 has, subject to the approval of Members, re-appointed Mr. Rajesh Batra as Managing Director, for a period of 3 (three) years from expiry of his present term, which expired on May 31, 2016, at the remuneration recommended by the NR Committee of the Board and approved by the Board.

It is proposed to seek the members' approval for the re-appointment of and remuneration payable to Mr. Rajesh Batra as Managing Director in terms of the applicable provisions of the Act.

Section II of PART II of Schedule V of the Companies Act, 2013 provides that where in any financial year during the currency of tenure of a managing director, a company has no profits or its profits are inadequate, a Company having effective capital more than Rs. 5 Crores and less than Rs.100 Crores may, without Central Government approval, pay remuneration to the managing director not exceeding Rs.42 lacs per annum subject to approval of NR Committee, Board of Directors and Members by way of an Ordinary Resolution.

The NR Committee and the Board of Directors at their meetings held on May 27, 2016 had approved re-appointment of Mr. Rajesh Batra as the Managing Director of the Company for a further period of 3 (three) years with effect from June 1, 2016 and pay a remuneration upto Rs.42 lacs to Mr. Rajesh Batra.

Accordingly, Mr. Rajesh Batra is hereby re-appointed as Managing Director of the Company for a period of 3 years effective from June 1, 2016 on the following terms and conditions:

- (a) Remuneration upto Rs.42 lacs per annum which shall be inclusive of the usual allowances, benefits, amenities, perquisites and facilities as per the rules of the Company for the time being in force, but excluding contribution to provident fund & superannuation fund, gratuity and leave encashment.
- (b) Company's contribution to provident fund & superannuation fund, benefits under gratuity and encashment of leave at the end of the tenure will be permitted, in accordance with the rules of the Company.
- (c) Mr. Rajesh Batra shall be entitled to an annual increase in the remuneration and the Board of Directors is authorised to vary the terms and conditions of appointment including determination of remuneration payable to Mr. Rajesh Batra, in such manner as the Board in their absolute discretion deems fit, provided that the remuneration payable to Mr. Rajesh Batra shall not exceed the maximum limits for payment of Managerial Remuneration specified under Part II Section II of Schedule V to the Companies Act, 2013 or any amendments thereto as may be made from time to time.
- (d) Notwithstanding anything contained herein, Mr. Rajesh Batra shall be entitled to remuneration of Rs.42.00 lacs, which is within the limits of Section II of Part II of Schedule V to the Companies Act, 2013 or within such ceiling limits as may be prescribed under Schedule V from time to time or under the Companies Act or the rules made there under as may be recodified.
- (e) Mr. Rajesh Batra, as Managing Director, shall have the overall responsibility for the operations of the Company and shall carry out such functions, exercise such powers and perform such duties as the Board may, from time to time, in its absolute discretion, determine and entrust to him.
- (f) Mr. Rajesh Batra shall not be paid any sitting fees for attending Meetings of the Board or any Committee thereof.
- (g) Mr. Rajesh Batra will be bound by non-compete and confidentiality provisions.
- (h) Either party shall be entitled to terminate the employment by giving not less than six calendar months prior notice in writing in that behalf to the other party.

In terms of provisions of Section 197 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V of the Companies Act 2013, the appointment and payment of remuneration to Mr. Rajesh Batra as Managing Director on remuneration of Rs.42 lacs per annum requires approval of Members by way of an Ordinary Resolution.

Accordingly, the resolution mentioned in Item No. 4 of the Notice is being proposed for approval of Members.

Except Mr. Rajesh Batra and Mr. Rajiv Batra (being brother of Mr. Rajesh Batra), none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the resolution set out at Item No.4.

By Order of the Board of Directors

Sudhanshu Namdeo Company Secretary

Place: Mumbai Dated: May 27, 2016

CIN: L93010MH1951PLC008546

Registered Office:

Sahas, 4th Floor, 414/2, Veer Savarkar Marg,

Prabhadevi, Mumbai-400 025.

Tel. No.: +91 22 66667474, Fax No.: +91 22 24313210

E-mail: investors@cravatex.com Website: www.cravatex.com

Details of Directors seeking appointment/re-appointment at the Annual General Meeting

1) Mr. Rajesh Batra, 61 years of age, did his schooling in Campion School, Mumbai and graduated from Elphinstone College, in 1975. He then obtained a Diploma in Systems Management from Jamnalal Bajaj Institute in 1978. Son of Mr. Ram Batra, a leading Businessman and Sheriff of Bombay in 1978, Mr. Rajesh Batra, along with his brother Mr. Rajiv Batra, founded PROLINE in 1983. The brand has a national presence and is presently sold through more than 30 company exclusive stores, major department stores & malls and several hundred retail outlets. A keen tennis enthusiast, Mr. Batra was the Maharashtra State Champion during 1970s and was ranked number 6 in India at that time. He has also represented India in the Asian Junior Championships in 1973 where he was a finalist and at the World University Games in 1973 in Moscow.

Mr. Batra is a Director on the Board of several Companies. Besides this, he is a trustee on several charitable trusts and promotes tennis through Ram Batra Memorial Foundation.

Mr. Batra holds 50 equity shares in the Company.

Other Directorships: National Peroxide Ltd.; B.R.T. Ltd.; Proline India Ltd.; Proline Exports Pvt. Ltd.; R.B. Fitness & Trading Pvt. Ltd.;

Section 25 Companies: Goodeed Charitable Foundation, Tristar Charitable Foundation, Northstar Charitable Foundation, Venus Charitable Foundation.

Committee Memberships: Cravatex Limited (Stakeholders Relationship Committee, CSR Committee); National Peroxide Ltd. (Audit Committee; Nomination and Remuneration Committee, Stakeholders Relationship Committee, CSR Committee).

2) Mr. Nabankur Gupta, 67 years of age, is an I.I.T. Graduate in Electrical and Electronics Engineering and has over 35 years experience in the Marketing field. Mr. Gupta was the first Indian to receive recognition by the Advertising Age International, New York, in 1995 with the title of Marketing Superstar. He was further honoured with U. P. Ratna from the U. P. Mahasabha in the year 1996.

Mr. Gupta is a Director on the Board of several Companies. Besides this, he is a trustee/member on several trusts/societies.

Mr. Gupta does not hold any equity shares in the Company.

Other Directorships: Raymond Limited, J.K. Helene Curtis Limited, Pritish Nandy Communications Ltd., Magma Fincorp Limited, PNC Wellness Limited, VIP Industries Limited, Videocon d2h Limited, Quantum Advisors Pvt. Ltd., Blueocean Capital and Advisory Services Pvt. Ltd. and Gomukhi Indus Capital Advisory Pvt. Ltd.

<u>Committee Memberships:</u> Raymond Limited (Audit Committee, Nomination and Remuneration Committee and Shareholders' Grievances Committee), J.K. Helene Curtis Limited (Audit Committee, Nomination and Remuneration Committee and CSR Committee), Pritish Nandy Communications Ltd. (Audit Committee and Nomination and Remuneration Committee), Cravatex Ltd. (Audit Committee, Nomination and Remuneration Committee), Maqana Fincorp Limited (Nomination and Remuneration Committee), VIP Industries Ltd. (Nomination and Remuneration Committee), Quantum Advisors Private Limited (Audit Committee and CSR Committee).