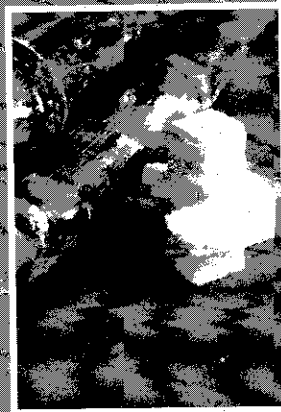
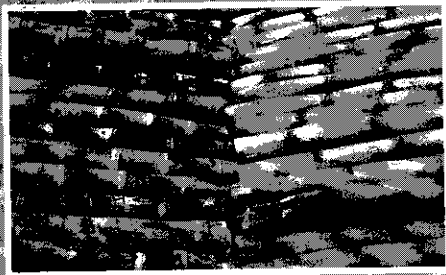


22nd Annual Report 2015-16



Dollex Industries Ltd

**DOLLEX INDUSTRIES LIMITED**  
**22ND ANNUAL REPORT 2015 – 2016**

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**BOARD OF DIRECTORS :-**

Mr. Mehmood Khan	: Promoter Non-Executive Director	(Din – 00069224)
Mr. Firoz Khan	: Managing Director	(Din – 07032822)
Mr. Vijay Singh Bharkatiya	: Independent Non Executive Director	(Din – 00017285)
Mr. Radhakrishna Deshraj	: Independent Non Executive Director	(Din – 02786533)
Mr. Sanjay Tiwari	: Independent Non Executive Director	(Din – 02805204)
Mrs. Ruchi Sogani	: Independent Non Executive Director	(Din – 02805170)

**STATUTORY AUDITORS :**

M/s. P. K. Shishodiya & Co., Chartered Accountants, Indore.

**SECRETARIAL AUDITORS :**

HS Associates, Company Secretaries, Mumbai.

**REGISTERED OFFICE :**

Premises No. 201, 2nd floor, Khernagar Sarvodaya CHS Ltd.,  
A-Wing, Building No.11, Khernagar, Bandra (E), Mumbai – 400051 .  
Tel: 022 – 26471638; Fax : 022 - 26471632  
Email id: corporate@dollex.in  
Web site: www.dollexindustriesltd.com  
CIN: L67120MH1994PLC080560

**REGISTRARS & SHARE TRANSFER AGENTS :**

Link Intime India Pvt. Limited.  
C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup, Mumbai – 400 078  
Tel No. : 91 22 2596 3838 ;Fax: 91 22 2594 6969  
Email- mt.helpdesk@linkintime.co.in  
CIN: U67190MH1999PTC118368

**FACTORIES :**

1. Kagnoor Village, Taluka Afjalpur, Dist. Gulbarga, Karnataka.

**BANKERS :**

Axis Bank Ltd.  
The Jammu & Kashmir Bank Ltd

**SHARES LISTED AT :**

BSE Limited

**NOTICE**

NOTICE is hereby given that the 22<sup>nd</sup> Annual General Meeting of the Company will be held on **Tuesday The 16<sup>th</sup> August, 2016** at 12.00 noon. at Radio Club ,157, Arthur Bunder Road , Colaba, Mumbai - 400 005 to transact the following business :

**ORDINARY BUSINESS :**

1. To receive, consider and adopt the Audited Statement of Profit and Loss for the year ended March 31, 2016 and the Balance Sheet as at that date together with the Report of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Firoz Khan (DIN: 07032822) who retires by rotation & 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 and the Rules made thereunder, pursuant to the resolution passed by members at the AGM held on September 25, 2014 the appointment of M/s P. K. Shishodiya & Co., Chartered Accountants, (Firm Registration No. 03233C) as the Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the Twenty Fourth Annual General Meeting of the Company to be held in the year 2018 be and are hereby ratified for the financial year 2016-17 to audit the accounts of the Company, including the audit of Cash Flow statements, on a remuneration plus service tax and out of pocket expenses to be mutually decided by the Board in consultation with the Statutory Auditors of the Company."

By Order of the Board  
For Dollex Industries Limited

Sd/-  
Mehmood Khan  
(CFO & Director)

**Regd Office:**

Premises No. 201, 2nd floor,  
Khernagar Sarvodaya CHS Ltd.  
A-Wing, building No.11,  
Khernagar, Bandra (E),  
Mumbai - 400051.

## NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. A PROXY NEED NOT BE A MEMBER OF THE COMPANY.** Proxies in order to be effective must be received by the Company at its Registered Office not later than forty-eight hours before the Commencement of the meetings. Proxies submitted on behalf of companies, societies etc. must be supported by an appropriate resolution/authority, as applicable. A person shall not act as Proxy for more than 50 members and holding in the aggregate not more than 10 percent of the total voting share capital of the Company. However, a single person may act as a proxy for a member holding more than 10 percent of the total voting share capital of the Company provided that such person shall not act as a proxy for any other person.
2. Every member entitled to vote at the Annual General Meeting of the Company can inspect the proxies lodged at the Company at any time during the business hours of the Company during the period beginning twenty four hours before the time fixed for the commencement of the Annual General Meeting and ending on the conclusion of the meeting. However, a prior notice of not less than 3 (three) days in writing of the intentions to inspect the proxies lodged shall be required to be provided to the Company.
3. The Company has notified closure of Register of Members and Share Transfer Books from Tuesday the 9<sup>th</sup> August, 2016 to Tuesday the 16<sup>th</sup> August, 2016 (both days inclusive) for determining the names of member eligible for dividend on Equity Shares, if declared at the Meeting.
4. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
5. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. The Ministry of Corporate Affairs, New Delhi (MCA) has taken a "Green Initiative" by permitting paperless compliance by companies vide its Circular No. 17/2011 dated 21.04.2011 and Circular No.18/2011 dated 29.04.2011 after considering certain provisions of the Information Technology Act, 2000 and has clarified that the service of documents by a company can be made through electronic mode instead of sending physical copy of document(s). In case, you desire to receive the aforesaid documents in electronic mode in lieu of physical mode, kindly update your E-Mail ID with RTA.
7. In accordance with the provisions of Section 101 of the Companies Act, 2013 read with Rule 18 of the Companies (Management and Administration) Rules, 2014, this Notice and the Annual Report of the Company for the financial year 2015 - 2016 are being sent by e-mail to those Members who have registered their e-mail address with the Company's Registrars and Share Transfer Agents (RTA) (in respect of shares held in physical form) or with their Depository Participants (DPs) (in respect of shares held in electronic form) and made available to the Company by NSDL and CDSL.
8. Members are advised to register/update their address, e-mail addresses to their DPs in case of shares held in electronic forms and to the Company's RTA in case of shares held in physical form for receiving all communications, including Annual Report, Notices, Circulars, etc. from the Company.
9. Members desiring any relevant information on accounts at the 22<sup>nd</sup> Annual General Meeting are requested to write to the Company well in advance to ensure that such requests reach the Company's registered office at **least 7 days** before the date of the 22<sup>nd</sup> Annual General Meeting, so as to enable the Company to keep the information ready.
10. **Entry to the venue will be strictly regulated by the attendance slip which is annexed to the proxy form. Members are requested to produce the attendance slip duly signed along with photo identity proof i.e. Pan Card / Driving licence / Passport Copy, if any, at the entrance of venue.**
11. Members holding shares in physical form and desirous of making a nomination in respect of their shareholdings in the Company, as permitted under Section 72 of the Companies Act, 2013 read with Rule 19 of Companies (Share Capital and Debentures) Rules, 2014, may fill SH-13 and send the same to the office of RTA of the Company. In case of shares held in dematerialized form, the nomination / change in nomination should be lodged with their DPs.

12. Members, who hold shares in :
    - a) Multiple De-mat accounts and/ or
    - b) One or more folios in physical form are advised to consolidate their holdings in single De-mat account.
  13. Prevention of Frauds: You are advised to exercise due diligence and notify your DP of any change in address, stay abroad or demise of any shareholder as soon as possible. Do not leave your Demat account dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified.
  14. Confidentiality of Security Details: Do not disclose your Folio Nos. / DP ID / Client ID to unknown persons. Do not hand over signed blank transfer deeds, delivery instruction slips to any unknown persons.
  15. Dealing of Securities with Registered Intermediaries: Members must ensure that they deal with only SEBI registered intermediaries and must obtain a valid contract note / confirmation memo from the broker / sub-broker, within 24 hours of execution of the trade and it should be ensured that the Contract Note / Confirmation Memo contains order no., trade no., trade time, quantity, price and brokerage.
  16. Members can opt for one mode of voting i.e. either by physical Assent / Dissent or through e-voting. If Members opt for e-voting then do not vote by Physical Assent / Dissent or vice versa. However, in case Members cast their vote both by Physical Assent / Dissent and e-voting, then voting done through e-voting shall prevail and voting done by Physical Assent / Dissent will be treated as invalid.
  17. In terms of the provisions of Section 107 of the Companies Act, 2013, since the resolutions as set out in this Notice are being conducted through e-voting or physical Assent / Dissent, the said resolutions will not be decided on a show of hands at the AGM. The voting right of all shareholders shall be in proportion to their share in the paid up equity share capital of the Company as on the cut-off date i.e. Tuesday the 9<sup>th</sup> August, 2016, may cast their vote electronically.
  18. In Compliance with the provisions of section 108 of the Act and the Rules framed thereunder, and the Clause 35 B of the listing agreement, the members are provided with the facility to cast their electronically, through the e-voting services provided by CDSL, on all the resolutions set forth in this Notice. In order to enable its Members, who do not have access to e-voting facility to send their assent or dissent in writing in respect of the resolutions as sent out in this Notice, the Company is enclosing a Ballot Form with the Notice. Instructions for Ballot form are given at the back of the said form and instructions for e-voting are given here in below. Resolutions passed Members though Ballot Forms or e-voting is /are deemed to have been passed as if they have been passed at the AGM.
  19. Mr. Hemant Shetye, Partner of HS Associates, Company Secretaries, C.P. No.1483; Practicing Company Secretary [Membership No. FCS: 2827], has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process (including the ballot forms received from the Members who do not have access to the e-voting process) in a fair and transparent manner.
  20. The facility for voting, either through electronic voting system or ballot or polling paper shall also be made available at the meeting and Members attending the meeting who have not already cast their vote by remote e-voting or by ballot form shall be above to exercise their right at the meeting.
  21. The members who have cast their vote by remote e-voting or by ballot form prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
- Members who do not have access to e-voting facility may send duly completed Assent / Dissent Form (enclosed with the Annual Report) so as to reach the Scrutinizer appointed by the Board of Directors of the Company, Mr. Hemant Shetye, Partner of HS Associates, Company Secretaries, C.P. No.1483 ; Practicing Company Secretary (Membership No. FCS: 2827), at the Registered Office of the Company situated at Premises No. 201, 2<sup>nd</sup> floor, Khernagar Sarvodaya CHS Ltd, A-Wing, Building No.11, Khernagar, Bandra (E), Mumbai - 400051; not later than Friday the 12<sup>th</sup> August' 2016 (5.00 p.m. IST). Members have the option to request for physical copy of the Assent / Dissent Form by sending an e-mail to corporate@dollex.in by mentioning their Folio / DP ID and Client ID No. However, the duly completed Assent/Dissent Form should reach M/S. Link Intime India Pvt. Limited. Unit: DOLLEX INDUSTRIES LTD.,C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup, Mumbai - 400078, Maharashtra. Telephone: 022 - 25946970; email:[rnt\\_helpdesk@linkintime.co.in](mailto:rnt_helpdesk@linkintime.co.in), Maharashtra, Telephone: 91 22- 2596 3838; Fax: 91 22- 2594 6969; not later than Friday the 12<sup>th</sup> August, 2016 (5.00 p.m. IST). Assent/Dissent Form received after this date will be treated as invalid.

22. Members are aware that the Company is in the process of merging with Parvati Sweetners and Power Limited. The Company has also obtained observation letter regarding the draft of arrangement between Dollex Industries Limited and Parvati Sweetners and Power Limited dated May 12, 2016 from BSE Limited. As per the said scheme the appointment date is 1<sup>st</sup> April, 2015, hence after merger will be completed the effect of merger will be given in the accounts of transferee Company.

23. The instructions to shareholders for voting electronically are as under :

- i. The voting period begins on Saturday the 13<sup>th</sup> August, 2016 (9.00 a.m. IST) and ends on Monday the 15<sup>th</sup> August, 2016 (5.00 p.m. IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Tuesday the 9<sup>th</sup> August, 2016, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii. Members holding shares in physical or in demat form as on 9<sup>th</sup> August, 2016 shall only be eligible for e-voting.

The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).

iii. Click on Shareholders.

iv. 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.

v. Next enter the Image Verification as displayed and Click on Login.

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.

vi. If you are a first time user follow the steps given below :

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <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 Postal Ballot / 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 (iv).</li> </ul>

vii. After entering these details appropriately, click on "SUBMIT" tab.

viii. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

ix. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

x. Click on the **EVSN: 160716005** for the relevant Dollex Industries Limited on which you choose to vote.

xi. 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.

xii. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

- xiii. 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.
- xiv. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xv. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- xvi. 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.
- xvii. Note for Non – Individual Shareholders and Custodians:

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.

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).

After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.

The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.

A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

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).

- A. In case of members receiving the physical copy of the Notice of The AGM (for Members whose e-mail address are not registered with the Company/Depositories):
    - i. Please follow all steps from sl. no. (i) to sl. no. (xvii) above to cast vote.
    - ii. Initial password is provided in the enclosed ballot form: EVEN (E-voting Event Number) + USER ID and PASSWORD.
  - B. Other instructions:
    - 1. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of Tuesday the 9<sup>th</sup> August, 2016.  
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.co.in](http://www.evotingindia.co.in) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
    - 2. The scrutinizer shall, immediately after the conclusion of voting at the general meeting, would count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witness not in the employment of the company and make, not later than three days for conclusion of the meeting, a consolidated Scrutinizers report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same.  
The Results declared along with the Scrutinizers Report shall be placed on the Company's website and on the website of CDSL [www.evoting.cdsl.com](http://www.evoting.cdsl.com) immediately after the result is declared. The Company shall simultaneously forward the results to BSE ("BSE") and Ahmedabad Stock Exchange, where the shares of the Company are listed.  
The shareholders can also access the Annual Report 2015-2016 of the Company circulated to the Members of the Company and other information about the Company on Company's website, i.e., [www.dollexindustriesltd.com](http://www.dollexindustriesltd.com) or on Stock Exchange websites, which are [www.bseindia.com](http://www.bseindia.com).
24. A route map showing directions to reach the venue of the 22<sup>nd</sup> AGM is given along with this Annual Report as per the requirement of the "Secretarial Standards – "on General Meeting.

25. As per Section 118(10) of the Companies Act, 2013 read with the Secretarial Standards for General Meeting issued by Institute of Company Secretaries of India "NO GIFTS, GIFT COUPONS OR CASH IN LIEU OF GIFTS SHALL BE DISTRIBUTED TO MEMBERS AT OR IN CONNECTION WITH THE 22<sup>nd</sup> ANNUAL GENERAL MEETING".
26. Information required under Regulation 36(3) of the Listing Regulations (relating to Corporate Governance) with respect to the Directors retiring by rotation and being eligible seeking re-appointment is as under:

Name of the Director	Mr. Firoz Khan
Director Identification Number	07032822
Date of appointment	1 <sup>st</sup> December, 2014.
Brief resume of the Director including nature of expertise in specific functional areas	Production and Marketing
No. of shares held in the Company	38916 (0.15% )
Directorships and Committee memberships held in other companies (Excluding alternate directorship, directorships in private limited companies, foreign companies and companies under Section 8 of the Companies Act, 2013. Membership and Chairmanship of Audit Committee and Stakeholder's Relationship Committee have been included.)	Nil
Inter-se relationships between Directors	No Relation.



**DIRECTORS' REPORT**

Dear Shareholders,

Your Directors are pleased to present the 22<sup>nd</sup> Annual Report and the audited accounts for the financial year ended 31<sup>st</sup> March, 2016.

**1. FINANCIAL RESULTS:**

The financial performance of the Company for the financial Year ended 31<sup>st</sup> March, 2016 is summarized below:

Sr. No.	Particulars	(Rs. In Lacs)	(Rs. In Lacs)
		For the year ended 31 <sup>st</sup> March, 2016	For the year ended 31 <sup>st</sup> March, 2015
1	Revenue from Operations (Net)	4698.73	1842.19
2	Provision for Depreciation	10.34	20.83
3	Profit before taxation	(34.54)	(37.97)
4	Provision for taxation	NIL	NIL
5	Provision for deferred tax	(30.41)	(0.47)
6	Earlier Year Income Tax	-	-
7	Profit (Loss) for the period from continuing operations	(4.13)	(38.45)
8	Net Profit/Loss	(4.13)	(38.45)

**2. STATUS OF MERGER :**

The Application submitted by the company for in principle approval pursuant to the Clause 24 (f) of listing agreement erstwhile. The Company has obtained observation Letter dated May 12, 2016 from BSE Limited conveying their No-Objection to the Scheme of Amalgamation.

**3. RESULTS OF OPERATIONS :**

During the Year under review, the company registered an income of Rs. 46,98,72,618/- (Rupees Forty Six Crores Ninety Eight Lacs Seventy Two Thousand Six Hundred Eighteen Only) as against previous year of Rs. 18,42,19,175/- (Eighteen Crores Forty Two Lacs Nineteen Thousand One Hundred Seventy Five Only) Net Loss after tax is Rs. 412,716/- (Rupees Four Lacs Twelve Thousand Seven Hundred Sixteen Only). Further your directors are looking forward to increase the profitability of Company.

**4. DIVIDEND:**

During the period, your Directors do not recommend any dividend for the year.

**5. TRANSFER TO RESERVES :**

During the financial year 2015-16 the Company has not transferred amount to any reserve.

**SUBSIDIARIES:**

Since the Company has no subsidiaries, provisions of Section 129 of the Companies Act, 2013 is not applicable.

**7. EXTRACT OF ANNUAL RETURN:**

The extracts of Annual Return pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and administration) Rules, 2014 is furnished in **Annexure A** and is attached to this Report.

**8. NUMBER OF MEETINGS OF THE BOARD AND ITS COMMITTEES:**

The details of the meetings of the Board of Directors and its Committees, convened during the financial year 2015-16 are given in the Corporate Governance Report which forms a part of this report.

**9. AUDIT COMMITTEE:**

The details pertaining to composition of audit committee are included in the Corporate Governance Report which forms part of this report.

**10. DIRECTORS RESPONSIBILITY STATEMENT:**

Pursuant to the requirement under Section 134 (3) (c) of Companies Act, 2013, with respect to Directors' Responsibility Statement, it is hereby confirmed that:

- i. That in the preparation of the annual accounts, the applicable accounting standard had been followed along with proper explanation relating to material departures
- ii. That the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the Profit or Loss of the Company for that period.
- iii. That the Directors have taken proper and sufficient care for the maintenances of adequate accounting records in accordance with the provision of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv. That the Directors have 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.
- 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

**11. DECLARATION OF INDEPENDENT DIRECTORS:**

The Independent Directors have submitted their disclosures to the Board that they fulfill all the requirements as stipulated in Section 149(7) of the Companies Act, 2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules

**12. AUDITORS:**

M/s. P.K. Shishodiya & Co., Chartered Accountants, Mumbai (Firm Registration No.03233C) was appointed as Statutory Auditors at the Annual General Meeting held on 25<sup>th</sup> September, 2014 for the period of four (4) years. i.e for the Annual General Meeting to be held in year 2018 subject to ratification at each Annual General Meeting. The Company has received letter from them to the effect that their appointment, if made, would be within the prescribed limits under Section 141(3) (g) of the Companies Act, 2013 and that they are not disqualified from appointment.

**13. COMMENTS ON AUDITORS REPORT:**

The auditor's report does not contain any qualifications, reservation or adverse remark.

**14. SECRETARIAL AUDITOR & REPORT**

The Board of Directors of the Company has appointed M/s. HS Associates, Practicing Company Secretary, to conduct the Secretarial Audit for the financial year 2016-2017. The Secretarial audit report for the financial year ended 31<sup>st</sup> March, 2016 is **Annexure B** to this Report.

Company is in the process of merging with Parvati Sweetners and Power Limited, and merger process will expected to be completed in the short spans of time, hence Company could not appointed Company Secretary pursuant to provisions of Section 203 and other applicable provisions of the Companies Act, 2013 and Companies (appointment and Remuneration of Managerial Personnel) Rules, 2014 and the Board has appointed Internal Auditor for the financial year 2016-2017 as required Pursuant to provisions of Section 138 and other applicable provisions of the Companies Act, 2013 and Companies (Accounts) Rules, 2014, Thus the said default was made good.

**15. PUBLIC DEPOSITS:**

During the year under review, your Company has not accepted any deposit within the meaning of Sections 73 and 74 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014 (including any statutory modification(s) or re-enactment(s) for the time being in force).

**16. PARTICULARS OF EMPLOYEES :**

During the financial year there were no employees drawing salary exceeding Rs.5,00,000/- (Rupees Five Lacs only) The information pursuant to 197 of the Act read with Rule 5 of the Companies (Appointment and