

Journey of thousand miles through wisdom of power of "will" the beginner, creator and executor of his dreams



मनुष्यः स्व विश्वासेन निर्मितः । यत् विश्वास करोति तेन इव भवति ॥

Man is made by his belief.

As he believes, so he is.

You dream you are the doer, You dream that action is done, You dream that action bears fruit. It is your ignorance, It is the world's delusion, That gives you these dreams.

Scan this code with a QR reader app on your smartphone or tablet to download



#### FORWARD-LOOKING STATEMENT

Some information in this report may contain forward-looking statements. We have based these forward looking statements on our current beliefs, expectations and intentions as to facts, actions and events that will or may occur in the future. Such statements generally are identified by forward-looking stout has "believe," "plan," "antidipate," "continue," "estimate," "expect," "may," "will" or other similar words. Since these are based on certain assumptions and expectations of future events, the Company cannot guarantee that these are accurate or will be realized. The achievements of results are subject to risks, uncertainties and even inaccurate assumptions. However, we caution you that forward-looking statements and assumed facts or bases almost always vary from actual results and the differences between the results implied by the forward-looking statements and assumed facts or bases and actual results can be material, depending on the circumstances. New risks and uncertainties come up from time to time and it is impossible for us to predict these events or how they may affect us. We have no duty to, and do not only to, pad and on the opposition of the production of the production



# Journey at a Glance



His courageous and determined nature and interest in business inspired him to shift in the State of Gujarat and he got settled with family in Ahmedabad, Gujarat



SANSARIA 8

A legend was born in 1949 at Sangaria City in Dist. Hanumangadh in the State of Rajasthan to Shri Durgaprasad & Smt. Bishni Devi



Commenced first oil mill in Kadi, Mehsana, Gujarat. Untiring and dedicated support of his wife Smt. Sulochana Gupta was instrumental in his growth



The inception of

"Gujarat Ambuja Exports Limited"

1" Plant at Kadi Gujarat

1949 1984-86 1991-92





GWARAT AMBUJA EXPORTS LIMITED

## Journey at a Glance



2 More Solvent Extraction Plants at Kadi & Pithampur

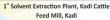


SOPA Award for 1" Highest Exporter for the year 2003-2004



Globoil Silver Award for Highest Exporter of Oil Meals in 2001







The Solvent Extractions Association of India Mumbai, SEA Award for Highest Exporter of Kardi (Safflower) Extraction in 1997-98



Shri Vijaykumar Gupta was awarded the Udyog Rattan Award presented by The Institute of Economic Studies



1992

40000 M.T. per annum at Kadi

1993-94

1995-2004





# Journey at a Glance



Commissioning 2MW Lignite based captive Co-generation power plant at Maize Processing Unit, Himmatnagar



Commissioning Wheat Atta Chakki Mill, Pithampur



Commissioning India's largest Solvent Extraction Plant at Akola with 1500 TPD & Refinery with 300 TPD



Concor Impex Award for North West Region in 2005 for 1<sup>st</sup> Exporter



Shri Vijaykumar Gupta being awarded the Certificate of Merit (for the net worth Export Performance in field of Cotton yarn, DOC, Maize Product, Edible Oil & Wheat, Flour by Gujarat Chamber of Commerce & Industry







Commencement of Maize Processing Unit at Uttarakhand with 300 TPD

2004

2005

2007





# Journey at a Glance



**Green Environment** 



Commencement of Solvent Extraction 1500 TPD and Refinery -300 TPD at Mandsaur (M.P.) & 1.5 MW Wind Turbine in Gujarat



Commencement of Maize Processing Unit at Hubli (Karnataka) with 750 TPD



The Social Responsibility – "Ambuja Vidyalaya Bhavan", Vishwamangalam, Anera



Stock market with highest volume



The State of Art Facilities -New Corporate office

An agro processing and exports conglomerate, with its constant focus on good governance, has acquired a sustainable corporate growth, a long term value creation and trust.

UMLL UII	veils 'Visi	011 2000	Company to put in Rs 331 or to large see
Del Youtes, Traille.  1800 pel i Principi.  1 (1900 pel i Principi.  2 (1900 pel i Principi.  3 (1900 pel i Principi.  3 (1900 pel i Principi.  3 (1900 pel i Principi.  4 (1900 pel i Principi.  4 (1900 pel i Principi.  4 (1900 pel i Principi.  5	199 by Domaine 200, Wale is a ming agree on many agree on Domain & SWA 700 appear to Domain & SWA 700 appear to Domain & SWA 700 appear to Domain & SWA 100 appear to Domain &	mer ausein, mel Ber gappt, aus on gegen der eine De St. eine. Die Belde von Allene von der Belde von Allene von Al	Proceedings of the Control of the Co

Major expansion drive worth ₹ 331 crores keeping in mind its 'Vision 2008'



Commencement of Maize Processing Unit at Chalisgaon

2008

2008-2009

2011-2018





## 27<sup>™</sup> ANNUAL REPORT 2017-18



"Committed to become leadina Company in Global & Domestic Markets for Ouality Agro products & Yarns"



### Contents

Corporate Information01
Managing Directors' Speech02
Notice
Directors' Report20
Report on Corporate Governance27
Management Discussion and Analysis Report43
Independent Auditors' Report on Standalone Financial Statements68
Standalone Financial Statements73
Financial Highlights – Five Years112
Segment Wise Financial Highlights – Five Years113
Proxy Form & Attendance Slip114
Route Map115
Shareholders' Referencer 116

#### SCHEDULE OF ANNUAL GENERAL MEETING

: Saturday : 28th July, 2018 Date : 3:00 p.m.

Time

Venue

: H. T. Parekh Hall, 1<sup>st</sup> Floor. Ahmedabad Management Association (AMA). AMA Complex, Dr. Vikram Sarabhai Mare. Vastrapur. Ahmedabad - 380 015

Support the Company's "Green Initiative"

To view the online version of this report or for other information log on to www.ambujagroup.com

> "Committed to growth and to become largest corn wet milling Company in India by 2019"



#### CORPORATE INFORMATION

#### BOARD OF DIRECTORS

Shri Vijaykumar Gupta\* Chairman & Managing Director

Shri Manish Gupta

Managing Director

Shri Mohit Gupta"

Joint Managing Director Shri Sandeep Agrawal

Whole-Time Director

Smt. Sulochana Gupta Non-Executive Director

Shri Rohit Patel

Shri Sudhin Choksey Shri Rashmikant Joshi

Shri Rashmikant Joshi Shri Vishwavir Saran Das

Shri Sandeep Singhi
AUDIT COMMITTEE

Shri Sudhin Choksey Chairman

Shri Rohit Patel

Shri Rashmikant Joshi (upto 19th May, 2018) Shri Sandeep Singhi (w.e.f. 20th May, 2018)

NOMINATION AND REMUNERATION COMMITTEE

Shri Rashmikant Joshi (upto 19th May, 2018) Chairman

Shri Sandeep Singhi (w.e.f. 20th May, 2018)

Shri Rohit Patel

Shri Vishwavir Saran Das

#### STAKEHOLDERS RELATIONSHIP COMMITTEE

Shri Rohit Patel

Chairman

Shri Vijaykumar Gupta (upto 23<sup>rd</sup> May, 2018) Shri Manish Gupta (w.e.f. 24<sup>th</sup> May, 2018)

Smt. Sulochana Gupta

SHARE TRANSFER COMMITTEE

Shri Vijaykumar Gupta (upto 23<sup>rd</sup> May, 2018)

Chairman Smt. Sulochana Gupta

Smt. Sulochana Gupta Shri Manish Gupta (w.e.f. 24th May, 2018)

Chairman

Chairman
Shri Rashmikant Joshi (upto 19<sup>th</sup> May, 2018)
Shri Vishwavir Saran Das (w.e.f. 20<sup>th</sup> May, 2018)

#### CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Shri Vijaykumar Gupta (upto 23<sup>rd</sup> May, 2018)

Chairman

Shri Manish Gupta (w.e.f. 24th May, 2018)

Smt. Sulochana Gupta (w.e.f. 24th May, 2018)

Shri Rohit Patel

#### RISK MANAGEMENT COMMITTEE

Shri Manish Gupta

Chairman Shri Mohit Gupta (upto 31st May, 2017)

Shri Sandeep Agrawal Chief Financial Officer

Company Secretary

## INVESTMENT COMMITTEE

Shri Vijaykumar Gupta (upto 23rd May, 2018)

Chairman Shri Manish Gupta (w.e.f. 24th May, 2018)

Chairman Shri Sandeep Agrawal (w.e.f. 1st February, 2018)

INTERNAL COMMITTEE OF DIRECTORS

Shri Vijaykumar Gupta (upto 23<sup>rd</sup> May, 2018)

Chairman Shri Manish Gupta (w.e.f. 24th May, 2018)

Chairman

Shri Sandeep Agrawal (w.e.f. 1st February, 2018)

#### CHIEF FINANCIAL OFFICER

Shri Dinesh Shah

#### COMPANY SECRETARY Ms. Chetna Dharaiiya

AUDITORS

M/s. Arpit Patel & Associates Chartered Accountants

#### REGISTERED OFFICE

"Ambuja Tower",

Opp. Sindhu Bhavan, Sindhu Bhavan Road,

Bodakdev, P.O. Thaltej, Ahmedabad - 380 059 Phone: 079-61556677

Fax: 079-61556678

BSE Limited

WEBSITE www.ambujagroup.com

## SHARE TRANSFER AGENT

Jupiter Corporate Services Limited

"Ambuja Tower", Opp. Sindhu Bhavan,

National Stock Exchange of India Limited

Sindhu Bhavan Road, Bodakdev, P.O. Thaltej,

Ahmedabad - 380 059

Phone: 079-61556677 | Fax: 079-61556678

Email Id: jayvijay@ambujagroup.com

INVESTOR SERVICES EMAIL ID investor-jcsl@ambujagroup.com

### CORPORATE IDENTIFICATION NUMBER

115140G11991PLC016151

#### BANKERS

Bank of India

State Bank of India Union Bank of India

HDFC Bank Limited Yes Bank Limited

Yes Bank Limited ICICI Bank Limited

\* Due to demise, ceased to be Chairman, Managing Director & Director of the Company w.e.f. 23rd May, 2018

Ceased to be Joint Managing Director & Director w.e.f. the close of business hours of 31rd May, 2017





MANAGING DIRECTORS' SPEEC

## Dear Members,

Greetings from Ambuja!

### "A Great Visionary, an Inspiring Leader, an Astute Industrialist and an Exceptional Human Being"

An organization's journey is often marked by certain momentous events that define or redefine the course of its trajectory. Leading industrialist, enthusiast and our Founder Promotor and Chairman & Managing Director, Shri Vijaykumar Gupta, left for heavenly abode on 23° May, 2018. Amongst his many qualities was the ability to wear multiple hats and perform each role with equal vigour, unwavering enthusiasm and admirable perfection. With his visionary guidance, pioneered all such historic and strategic changes to enable the evolution of Ambuja into a reputed company in India. He was our guiding light and we pay our heartfelt tribute. We will always remember him as an inspiring genius with a strong ability to think ahead of time and further commit ourselves to his ideals in our journey ahead.

Looking back at Ambuja, the one characteristic that has defined the global economy over the last decade is "uncertainty" - uncertainty that has brought its share of challenges and opportunities. The financial year 2017-18 had its share of uncertainty which affected revenue growth of the Company. The globe witnessed regular jibe at each other from countries like US, North Korea, Russia, Syria, China etc. These had unpredictable volatile movement in global economy on both way upside as well as downside in short span. The year end was also nonset year of trade war between US-China, US-EU, which also gave negative sentiments in globe trade. The respective countries imposed anti dumpine duty on many products. Which has short term neastive limact.

The new financial year began with reduced impact of demonetisation as people started to be in line with Government movement to switch over to digital payments and receipts. The first half had also impact on growth due to GST implementation. It was a transitory phase for economy trying to grapple with new equations after GST implementation resulting into rebound in off takes significantly from October 2017 onwards. It performed with positive outlook from second half. The INR also was the least volatile at around 2.21% in 2017-18 compared to large movements in previous 5 years. This also helped to perform Indian economy without a significant exchange loss. The INR although started depreciating from March 2018 largely due to higher outflow on increasing crude prices.

The Government also increased import duty on edible oil in a phased manner to balance the domestic oil seed price in India. The Government also did balancing act by increasing the MISE benefit by 2% on exports of various products largely produced from inputs from agri segment. This has balanced the low agri inputs price which was below MSP in the beginning of the season to a comfortable level at or above MSP to ensure sufficient return to farming community.

Further rather than discussing our financial numbers and sharing my thoughts on our strategic growth plan and Company's performance in during financial year, I will take the opportunity to discuss some of our satisfying achievements which hold the promise of us being able to sustain profitable growth across the foreseeable future.

#### Changing landscapes:

Aiming for a new growth trajectory will require new capabilities. Chalisgaon Project in the State of Maharashtra is a step in that direction. It gives us immense pleasure to share with you that the Company has commenced the commercial operations at its 1000 MT per day green field Maize processing plant at Chalisgaon.

Commencement of commercial production at the unit is one more step in the direction of establishing PAN India presence of the Company in the promising maize processing sector through which the Company will achieve highest market share in the sector. This facility gives us scale, agility & flexibility to compete better in Global market and also help to fulfill the Vision i.e. "to become largest corn wet milling Company in India by 2019".

I am glad to share with you that Soya Processing devision of the Company is having 2<sup>nd</sup> highest crushing capacity in India. Moreover, Gujarat Ambuja's Tree Brand is a well-established brand based on international standard which is well known for its best quality yarn in International market.

True to the philosophy - "Today, change is 'the new normal' and the pace of change in future will be even faster than it is today. Being ready for tamorrow means having vision and capabilities to compete in the world of tomorrow."

Your Company has continually adapted itself and that is why it stands where it is today. To further ensure its sustainability, it seeks to redefine its business models fundamentally to become a globally effective & integrated organization.

#### Year at a glance - Company Performance:

Despite of various macro and micro uncertainties and challenging business environment including lingering effect of the uncertainty around GST saw a hurdle and disruptions in the initial period, the Company came back strongly and delivered volume growth as well as achieved robust profitable growth to finish the financial year on a high.

In F.Y. 2017-18, your Company posted strong performance, with Operational Revenue of ₹ 3376.63 crores, EBITDA ₹ 326.39 crores and Cash Profit after tax ₹ 256.17 crores. Your Company continues to be the most profitable Company in the Maize based manufacturing industry during its last ten year performance, with a net profit of ₹ 179.88 crores.

In keeping with our consistent track record and tradition of directing surplus cash and consistently rewarding the shareholders, the Board has recommended a final dividend @ 45% i.e. ₹ 0.90/- per equity shares of ₹ 2/- each, subject to the approval of Members at this Annual General Meeting.

Further, Company's continued focus on cost reduction and productivity enhancement initiatives supported by market buoyancy has resulted into considerable gains in profitability and also we have enhanced our product offerings and reached out to specific profitable segments successfully.

#### Giving back to the Society:

In these exciting yet demanding times, Company does not forget its commitment to live by one of its core values - 'Core for Society'. With Concern for Society and Environment being a deep rooted core value of the Company, we are making concerted efforts for creating awareness in the fields of Community Healthcare, Sanitation & Hygiene and providing support for Education & Knowledge Enhancement.

Our Social Responsibility and Sustainability efforts continue to benefit a large base of stakeholders, because we undertake these with the same beliefs and conviction as we do our commercial activities. Our CSR initiatives are not an afterthought but an integral element of corporate strategy. Company has taken multiple initiatives in different States of India to have a positive impact on the everyday lives of its stakeholders.

### Looking forward:

Overall, your Company remains confident and continues to see several opportunities in the agro based product and manufacturing activities and also expecting good monsoon during this current year. Thus your Company is confident of growth from each of its segments on the back of improving market conditions. Therefore the management has put in plans to enhance operating efficiencies, which will allow your Company to scale new heights in performance.