

Authorized Share Capital: Rs. 4.01 Crores

Date of A.G.M.: 4th August, 2018

SHUBHAM POLYSPIN LIMITED
(Formerly known as Shubham Polyspin Private Limited)
(CIN: U17120GJ2012PLC069319)

6th ANNUAL REPORT 2017-18

Board of Directors : Mr. Ankit A. Somani (DIN: 05211800) Director
Mrs. Preeti N. Somani (DIN: 06362518) Director
Mr. Akshay A. Somani (DIN: 05244214) Additional Director
(w.e.f 10th July, 2018)
Ms. Pooja A. Somani (DIN: 07854862) Additional Director
(w.e.f. 10th July, 2018)

Auditors : M/s. Jain P. C. & Associates
B-802 Safal Pegasus, 100 Ft Anandnagar Road,
Opp. Venus Atlantis,
Prahladnagar, Ahmedabad-380015

Registered Office : Block No. 748, Saket Industrial Estate,
Nr. Kaneria Oil Mill, Jetpura- Basantpura Road,
Village: Borisana, Tal-Kadi Dist:-Mehsana-382728
(w.e.f. 10th July, 2018)

SHUBHAM POLYSPIN LIMITED
(Formerly known as Shubham Polyspin Private Limited
(CIN: U17120GJ2012PLC069319)

NOTICE

NOTICE is hereby given that the **6th ANNUAL GENERAL MEETING** of the Shareholders of **SHUBHAM POLYSPIN LIMITED** will be held as under:

Date : 4th August, 2018
Day : Saturday
Time : 10.00 A.M.
Place : At the Registered Office of the Company at:
Block No. 748, Saket Industrial Estate,
Nr. Kaneria Oil Mill, Jetpura- Basantpura Road,
Village: Borisana, Tal-Kadi Dist:-Mehsana-382728

to transact the following business:

ORDINARY BUSINESS:

1. To receive and adopt audited financial statements of the Company for the financial year 2017-18 and to pass the following resolution, with or without modification, as an **ORDINARY RESOLUTION**:

“**RESOLVED THAT** audited financial statements of the Company for the financial year 2017-18 comprising of Balance Sheet as on 31st March, 2018 and the Profit and Loss Statement for the Financial year ended on 31st March, 2018 together with all annexure and attachment thereto including the Directors’ Report and Auditors’ Report thereon, which have already been circulated to the Members and as laid before this meeting, be and the same are hereby approved and adopted.”

2. To appoint a Director in place of Mr. Ankit A. Somani (DIN: 05211800), who retires by rotation and being eligible, offers himself for re-appointment and to pass following resolution, with or without modification, as an **ORDINARY RESOLUTION**:

“**RESOLVED THAT** the retiring Director, Mr. Ankit A. Somani (DIN: 05211800), be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

SPECIAL BUSINESS:

3. To consider and, if thought fit, to pass with or without modification(s) the following Resolution as an **ORDINARY RESOLUTION**:

APPOINTMENT OF MR. AKSHAY ANILBHAI SOMANI (DIN: 05244214) AS DIRECTOR OF THE COMPANY

“**RESOLVED THAT** pursuant to the provisions of Sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), Mr. Akshay Anilbhai Somani (DIN: 05244214), who was appointed as an Additional Director by the Board of Directors of the Company and who holds office as such up to the date of this Annual General Meeting be and is hereby appointed as a Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT any one of the Directors of the Company be and is hereby authorised and directed to file necessary forms with the Ministry of Corporate Affairs/ Office of the Registrar of Companies, Gujarat, Ahmedabad and to do all such acts, deeds and things which are necessary for effective implementation of this resolution.”

4. To consider and, if thought fit, to pass with or without modification(s) the following Resolution as an ORDINARY RESOLUTION:

APPOINTMENT OF MR. KUSH P. KALARIA (DIN: 08086553) AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR A PERIOD OF FIVE YEARS

“**RESOLVED THAT** pursuant to provisions of Sections 149, 150, 152 read with Schedule IV and all other applicable provisions if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) thereof) and pursuant to applicable regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015, Mr. Kush P. Kalaria (DIN: 08086553), in respect of whom the Company has received a notice in writing under section 160 of the Act from a member proposing his candidature for the office of the Director and who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (Five) years i.e. upto the date of AGM in the year 2023.

RESOLVED FURTHER THAT the Board of Directors are at liberty to alter and vary the terms and conditions of the appointment so as to include any modification or re enhancement thereof, for the time being in force or any amendments or modification that may hereafter be made thereto and as may be agreed between the Board of Directors and Mr. Kush P. Kalaria.

RESOLVED FURTHER THAT any one of the Director be and is hereby authorised to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to aforementioned resolution.”

5. To consider and, if thought fit, to pass with or without modification(s) the following Resolution as an ORDINARY RESOLUTION:

APPOINTMENT OF MRS. RADHIKA ANAND CHANDAK (DIN: 07904592) AS A WOMAN INDEPENDENT DIRECTOR OF THE COMPANY FOR A PERIOD OF FIVE YEARS

“**RESOLVED THAT** pursuant to provisions of Sections 149, 150, 152 read with Schedule IV and all other applicable provisions if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) thereof) and pursuant to applicable regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015, Mrs. Radhika Anand Chandak (DIN: 07904592), in respect of whom the Company has received a notice in writing under section 160 of the Act from a member proposing her candidature for the office of the Director and who has submitted a declaration that she meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as a Woman Independent Director of the Company to hold office for a term of 5 (Five) years i.e. upto the date of AGM in the year 2023.

RESOLVED FURTHER THAT the Board of Directors are at liberty to alter and vary the terms and conditions of the appointment so as to include any modification or re enhancement thereof, for the time being in force or any amendments or modification that may hereafter be made thereto and as may be agreed between the Board of Directors and Mrs. Radhika A. Chandak.

RESOLVED FURTHER THAT any one of the Director be and is hereby authorised to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to aforementioned resolution.”

6. To consider and, if thought fit, to pass with or without modification(s) the following Resolution as an ORDINARY RESOLUTION:

APPOINTMENT OF DR. URVA PRAGNESH PATEL AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR A PERIOD OF FIVE YEARS

“**RESOLVED THAT** pursuant to provisions of Sections 149, 150, 152 read with Schedule IV and all other applicable provisions if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) thereof) and pursuant to applicable regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015, Dr. Urva Pragnesh Patel, in respect of whom the Company has received a notice in writing under section 160 of the Act from a member proposing his candidature for the office of the Director and who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (Five) years i.e. upto the date of AGM in the year 2023.

RESOLVED FURTHER THAT the Board of Directors are at liberty to alter and vary the terms and conditions of the appointment so as to include any modification or re enhancement thereof, for the time being in force or any amendments or modification that may hereafter be made thereto and as may be agreed between the Board of Directors and Dr. Urva Pragnesh Patel.

RESOLVED FURTHER THAT any one of the Director be and is hereby authorised to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to aforementioned resolution.”

7. To consider and if thought fit, to pass the following resolution as an ORDINARY RESOLUTION:

APPOINTMENT OF MR. ANIL DEVKISHAN SOMANI (DIN: 06373210) AS DIRECTOR OF THE COMPANY:

“**RESOLVED THAT** pursuant to the provisions of Sections 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), Mr. Anil Devkishan Somani (DIN: 06373210), be and is hereby appointed as a Director of the Company, not liable to retire by rotation w.e.f. 4th August, 2018.

RESOLVED FURTHER THAT any one of the Directors of the Company be and is hereby authorised and directed to file necessary forms with the Ministry of Corporate Affairs/ Office of the Registrar of Companies, Gujarat, Ahmedabad and to do all such acts, deeds and things which are necessary for effective implementation of this resolution.”

8. To consider and if thought fit, to pass with or without modification(s), the following Resolution as an ORDINARY RESOLUTION:

APPOINTMENT OF MR. ANIL DEVKISHAN SOMANI (DIN: 06373210) AS MANAGING DIRECTOR OF THE COMPANY FOR 3 YEARS W.E.F. 4TH AUGUST, 2018

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 & 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) (including any statutory modification and re-enactment thereof, for the time being in force) and Rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), the relevant provisions of the Articles of Association of the Company and all applicable guidelines issued by the Central Government from time to time and subject to such other approvals, as may be necessary, consent of the Members be and is hereby accorded to the appointment of Mr. Anil Devkishan Somani (DIN: 06373210) as the Managing Director of the Company for a period of 3 years w.e.f 4th August, 2018 and upon the following terms and conditions including remuneration with further liberty to the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any Committee constituted / to be constituted by the Board) from time to time to alter the said terms and conditions of appointment and remuneration of Mr. Anil D. Somani in the best interests

of the Company and as may be permissible at law, viz.:

TERMS AND CONDITIONS

- I. Subject to the superintendence, direction and control of the Board of Directors of the Company, Mr. Anil D. Somani, Managing Director of the Company shall be entrusted with day to day affairs of the Company and also such other duties and responsibilities as may be entrusted to him by the Board of Directors from time to time.
- II. The Managing Director shall not be liable to retire by rotation subject to provisions of the Act
- III. The Managing Director shall be entitled to receive the remuneration and perquisites as stated below even in the event of inadequacy or absence or profit by the Company in any year.
- IV. The Managing Director shall be paid remuneration and perquisites as under:
 - (A) **Salary:** A Salary of Rs. 50,000/- per month with liberty to the Board to increase or decrease the salary within the limits laid down under Para A of Section II of Part II of Schedule V of the Companies Act, 2013.
 - (B) **Bonus:** Discretionary bonus as may be decided by Nomination and Remuneration Committee/Board of Directors, depending upon the performance of the appointee, working of the Company and other relevant factors subject to Maximum of annual salary within the limits laid down under Para A of Section II of Part II of Schedule V of the Companies Act, 2013.
 - (C) **Perquisites:** The Managing Director may be entitled to perquisites including but not limited to the Medical reimbursement, Children education allowance, Leave travel concession, Contribution to P.F., Gratuity, Super Annuation fund, Use of Company's car, Telephone facility etc., as may be decided by the Company from time to time as per Rules applicable to other employees of the Company.

Provided however that the overall remuneration including all the perquisites shall not exceed the limits laid down under Para A of Section II of Part II of Schedule V of the Companies Act of 2013.

RESOLVED FURTHER THAT the extent and scope of salary, bonus and perquisites as specified in this resolution may be altered or varied by the Board of Directors in accordance with the relevant provisions of the Companies Act, 2013 for the payment of managerial remuneration in force during the tenure of the Managing Director without the matter being referred to the Company in General Meeting again.

RESOLVED FURTHER THAT any one of the Directors of the Company be and are hereby authorised to do all such acts, deeds, matters and things as may be necessary, desirable and expedient to give effect to this resolution.”

9. To consider and if thought fit, to pass with or without modification(s), the following Resolution as a ORDINARY RESOLUTION:

APPOINTMENT OF MR. ANKIT ANIL SOMANI (DIN: 05211800) AS MANAGING DIRECTOR OF THE COMPANY FOR 3 YEARS W.E.F. 4TH AUGUST, 2018

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 & 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) (including any statutory modification and re-enactment thereof, for the time being in force) and Rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), the relevant provisions of the Articles of Association of the Company and all applicable guidelines issued by the Central Government from time to time and subject to such other approvals, as may be necessary, consent of the Members be and is hereby accorded to the appointment of Mr. Ankit Anil Somani (DIN: 05211800) as the Managing Director of the Company for a period of 3 years w.e.f 4th August, 2018 and upon the following terms and conditions including remuneration with further liberty to the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any Committee constituted / to be constituted by the Board) from time to time to alter the said terms and conditions of appointment and remuneration of Mr. Ankit A. Somani in the best interests of the Company and as may be permissible at law, viz.:

TERMS AND CONDITIONS

- I. Subject to the superintendence, direction and control of the Board of Directors of the Company, Mr. Ankit A. Somani, Managing Director of the Company shall be entrusted with day to day affairs of the Company and also such other duties and responsibilities as may be entrusted to him by the Board of Directors from time to time.
- II. The Managing Director shall be liable to retire by rotation subject to provisions of the Act
- III. The Managing Director shall be entitled to receive the remuneration and perquisites as stated below even in the event of inadequacy or absence or profit by the Company in any year.
- IV. The Managing Director shall be paid remuneration and perquisites as under:
 - (A) **Salary:** A Salary of Rs. 1,50,000/- per month with liberty to the Board to increase or decrease the salary within the limits laid down under Para A of Section II of Part II of Schedule V of the Companies Act of 2013.
 - (B) **Bonus:** Discretionary bonus as may be decided by Nomination and Remuneration Committee/Board of Directors, depending upon the performance of the appointee, working of the Company and other relevant factors subject to Maximum of annual salary within the limits laid down under Para A of Section II of Part II of Schedule V of the Companies Act, 2013.
 - (C) **Perquisites:** The Managing Director may be entitled to perquisites including but not limited to the Medical reimbursement, Children education allowance, Leave travel concession, Contribution to P.F., Gratuity, Super Annuation fund, Use of Company’s car, Telephone facility etc., as may be decided by the Company from time to time as per Rules applicable to other employees of the Company.

Provided however that the overall remuneration including all the perquisites shall not exceed the limits laid down under Para A of Section II of Part II of Schedule V of the Companies Act of 2013.

RESOLVED FURTHER THAT the extent and scope of salary and perquisites as specified in this resolution may be altered or varied by the Board of Directors in accordance with the relevant provisions of the Companies Act, 2013 for the payment of managerial remuneration in force during the tenure of the Managing Director without the matter being referred to the Company in General Meeting again.

RESOLVED FURTHER THAT any one of the Directors of the Company be and are hereby authorised to do all such acts, deeds, matters and things as may be necessary, desirable and expedient to give effect to this resolution.”

10. To consider and, if thought fit, to pass with or without modification(s) the following Resolution as an ORDINARY RESOLUTION:

INCREASE IN AUTHORISED CAPITAL OF THE COMPANY BY RS. 2 CRORES:

“**RESOLVED THAT** pursuant to the provisions of Section 61(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, the Authorised Share Capital of the Company be increased from Rs. 4,01,00,000 to Rs. 6,01,00,000.

RESOLVED FURTHER THAT Clause V of the Memorandum of Association of the Company be substituted by the following Clause:

V. The Authorised share capital of the Company is Rs. 6,01,00,000/- (Rupees Six Crores One Lacs Only) divided into 60,10,000 (Sixty Lacs Ten Thousand) Equity Shares of Rs. 10/- (Rupees Ten Only) each.

RESOLVED FURTHER THAT any one of the Directors of the Company be and is hereby severally authorised to take all the steps as may be necessary for this purpose.”

11. To consider and, if thought fit, to pass with or without modification(s) the following Resolution as a SPECIAL RESOLUTION:

AUTHORITY TO THE BOARD OF DIRECTORS U/S 62(1)(C) FOR ALLOTMENT UPTO 15,00,000 EQUITY SHARES OF RS. 10/- EACH AT PREMIUM TO THE PUBLIC VIA INITIAL PUBLIC OFFER:

“**RESOLVED THAT** pursuant to the provisions of Section 62(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as the “Act”) (including any statutory modification or re-enactment thereof for the time being in force) and the Rules made there under (including any statutory modifications thereof) and any other applicable laws including the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 (“SEBI ICDR Regulations”) and other applicable SEBI regulations and guidelines and approval of other appropriate statutory or regulatory authorities and such other approvals, no objection, permissions and sanctions, as may be necessary and subject to such conditions and modifications as may be stipulated or imposed by any of them while granting such approvals, no objection, permissions and sanctions which may be agreed to by the Board of Directors of the Company or any duly constituted Committee of the Board (herein after referred to as the “Board”), the approvals of Members be and is hereby accorded to create, offer for sale, fresh issue and allot equity shares of an aggregate number up to and not exceeding 15,00,000 Equity Shares at a price as may be decided by the Board of Directors, ranking pari-passu with the existing equity shares of the Company, to such person or persons, who may or may not be the members of the Company and as the Board may at its sole discretion decide, including one or more of the members, promoters (that is to say persons in present management and control of the Company) and their associates, Directors, their friends, relatives and associates, foreign/ resident investors, financial institutions, venture capital funds, public financial institutions, banks, multilateral and bilateral development financial institutions, insurance company(ies), provident funds, pension funds, national investment funds, foreign institutional investors, foreign venture capital investors, Indian and/or multilateral financial institutions, mutual funds, Non Resident Indians, employees and/or workers of the Company or it’s subsidiaries in or out of India, or the Promoters, Members of Group Companies, Indian public, bodies corporate, any other Company/Companies, private or public or other body corporate(s) or entities whether incorporated or not, authorities and such other persons in one or more combinations thereof and/or any other categories of investors, whether they are holders of equity shares of the

Company or not and/or through issue of offer documents (“Initial Public Offer”) / Allotment regulations of SEBI, through the Fixed Issue or Book Building Process, in one or more tranches and in the manner, and on the terms and conditions, as the Board may in its absolute sole discretion, decide including the price at which the equity shares are to be issued, at par or at premium and for cash and the decision to determine the category or categories of investors to whom the offer, issue and allotment/transfer shall be made to the exclusion of all other categories of investors on such terms and conditions as may be finalized by the Board and that the Board may finalize all matters incidental thereto as it may in its absolute discretion think fit.

RESOLVED FURTHER THAT the Board be and is hereby authorized on behalf of the Company to make available for allocation a portion of the IPO to anchor investors as may be permissible in accordance with the SEBI ICDR Regulations and applicable laws and to take all actions in connection with such reservations, allocation as the Board may think fit or proper in its absolute discretion, including, without limitation, to negotiate, finalize and execute any document or agreement and any amendments, supplements, notices or corrigenda thereto, seek any consent or approval required or necessary, give directions or instructions and do all such acts, deeds, matters and things as the Board may, from time to time, in its absolute discretion, think necessary, appropriate or desirable and settle any question, difficulty or doubt that may arise with regard to or in relation to the foregoing.

RESOLVED FURTHER THAT the Board, including any Committee or Sub – Committee, be and is hereby authorized to make any alteration, addition or vary any of the above said clauses, in consultation with the Lead Manager or such other authorities as may be required, and without prejudice to the generality of the aforesaid, deciding the exact Issue structure and on the exact component of fresh issue of shares in the Issue.

RESOLVED FURTHER THAT: -

- a) All the monies received out of the issue of shares to the public shall be transferred to separate bank account referred to in Sub-section (3) of Section 40 of the Companies Act, 2013;
- b) Details of all monies utilized out of the Issue referred to in sub-item (a) above shall be disclosed under an appropriate separate head in the balance sheet of the Company indicating the purpose for which such monies had been utilized; and
- c) Details of all unutilized monies out of the issue of shares, if any, referred to in sub-item (a) above shall be disclosed under an appropriate separate head in the balance sheet of the Company indicating the form in which such unutilized monies have been invested.

RESOLVED FURTHER THAT such of these equity shares to be issued/offered as are not subscribed may be disposed of by the Board to such persons and in such manner and on such terms as the Board in its absolute sole discretion may think most beneficial to the Company including offering or placing them with Banks/Financial Institutions/ Investment Institutions/ Mutual Funds/ Foreign Institutional Investors/ Bodies Corporate/ such other persons or otherwise as the Board may in its absolute sole discretion decide.

RESOLVED FURTHER THAT any one of the Directors of the Company, be and is hereby authorized to execute and sign the documents including consent letter, power of attorney, certificates etc., as may be required in connection with the above.

RESOLVED FURTHER THAT the Board and/or any Committee of the Board be and is hereby authorized to appoint the Lead Manager to the above Issue.

RESOLVED FURTHER THAT the Board and/or any Committee of the Board be and is hereby authorized to appoint the Registrar to the Issue.

RESOLVED FURTHER THAT:

- a) The Company will furnish to the stock exchange on a half yearly basis, a statement indicating material deviations, if any, in the use of proceeds of the Initial Public Offering from the objects stated in the Draft Prospectus/Red Herring Prospectus/Prospectus.
- b) The information mentioned in sub-clause (a) shall be furnished to the stock exchange along with the interim or annual financial results submitted under Regulation 33 and shall be published in the newspapers simultaneously, if required, with the interim or annual financial results, after placing it before the Audit Committee, in terms of Regulation 47.
- c) The information mentioned in sub-clause (b) shall, after review by the Audit Committee, be furnished to the stock exchange as and when received and shall simultaneously be published in the newspapers, if required.

RESOLVED FURTHER THAT for the purpose of giving effect to these resolutions, the Board be and is hereby authorized, on behalf of the Company, to decide and approve the terms and conditions of the Issue, including but not limited to reservations for employees or other permitted categories, and shall be entitled to vary, modify or alter any of the terms and conditions, including the size of the Issue, as it may consider expedient and to do all such acts, deeds, matters and things, as it may in its absolute sole discretion deem necessary, proper, desirable and to settle any question, difficulty or doubt that may arise in regard to the above offer, issue and allotment and utilization of the proceeds of the Issue, to liaise with regulatory authorities and further to do all such acts, deeds, matters and things and to negotiate and finalize all such deeds, documents and writings as may be necessary, desirable or expedient to give effect to the above resolution and to negotiate terms, appoint advisor(s), lead manager, registrar(s), Market Maker(s), syndicate member(s), underwriter(s) any other intermediary/intermediaries registered with SEBI, legal counsel or legal experts, advertising agents/agencies, consultants and to pay any fees, commission, remuneration, incur expenses and take such further steps as may be required necessary, incidental or ancillary for the allotment and listing of the aforesaid equity shares on the Stock Exchanges (SME Segment) where the Company's equity shares are proposed to be listed, as may be decided by the Board and to make such modifications without being required to seek further consents or approval of the members and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT for the purpose of giving effect to any offer, issue, transfer or allotment of Securities, the Board be and is hereby severally authorized to take all the necessary steps, including preparation of the offer document for the issue, filing of the offer document with SEBI, ROC, Stock Exchanges, appointment of various intermediaries, determination of the terms of the issue, including the class of investors to whom the Securities are to be issued and allotted, the number of Securities to be issued in each tranche, issue opening and closing dates, issue price, premium / discount to the then prevailing market price, amount of issue, discount to issue price to a class of investors (including such as retail public, employees and existing shareholders), flexibility of part payment at the time of application by a class of investors (such as retail public, employees and existing shareholders) including through Application Supported by Blocked Amount ("ASBA") and payment of balance amount on allotment of Securities, listing on one or more stock exchanges in India as the Board deems fit and to do all such acts, deeds, matters and things and execute such deeds, documents and agreements, as it may, in its absolute discretion, deem necessary, proper or desirable and to settle or give instructions or directions for settling any questions, difficulties or doubts that may arise in regard to IPO and the transfer, allotment and utilization of the issue proceeds and to accept and to give effect to such modifications, changes, variations, alterations, deletions, additions as regards the terms and conditions, as it may in its absolute discretion, deem fit and proper in the best interests of the Company, without requiring any further approval of the Members.

RESOLVED FURTHER THAT the Board and/or any Committee of the Board, be and is hereby authorized to take such action, give such directions, as may be necessary or desirable to give effect to this resolution and to do all such acts, matters, deeds and things, including but not limited to the allotment of equity shares against the valid applications received in the Initial Public Offering, as are in the best interests of the Company.

RESOLVED FURTHER THAT all or any of the powers conferred on the Company and the Board vide this resolution may be exercised by the Board or by any Committee of the Board thereof or by any one or more Directors of the Company with power to delegate to any Officer(s) of the Company, as the Board may in its absolute discretion decide in this behalf."

Registered Office

Block No. 748, Saket Industrial Estate,
Nr. Kaneria Oil Mill, Jetpura- Basantpura Road,
Borisana, Tal-Kadi Dist:-Mehsana-382728
CIN: U17120GJ2012PTC069319

Date: 25th July, 2018

By Order of the Board,



Ankit Anil Somani
(DIN: 05211800) Chairperson

NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND PROXY NEED BE A MEMBER. PROXIES, IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME OF MEETING.**
2. Members intending to require information about accounts at the meeting are requested to write to the company at least 10 days in advance of the Annual General Meeting.
3. Members are requested to notify to the Company any change in their address.
4. Additional information pursuant to Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and para 1.2.5 of Secretarial Standard on General Meeting (SS-2) notified under the Companies Act, 2013 in respect of the directors seeking appointment/reappointment at the AGM are furnished and annexed to the notice.
- 5. Explanatory Statement pursuant to section 102(1) of the Companies Act, 2013:**

ITEM NO. 3:

The Company has received a Notice from a Member in writing along with requisite deposit under Section 160 of the Act, proposing candidature of Mr. Akshay Anilbhai Somani (DIN: 05244214) as the Director of the Company.

Mr. Akshay A. Somani (DIN: 05244214), aged 25 years is MBA. He has an experience of more than 5 years in the family business with respect to all aspects connected with business. He has got special focus and hands on expertise with respect to accounts and finance matters. He is also commercially sound person.

Mr. Akshay A. Somani was appointed as an Additional Director of the Company w.e.f. 10th July, 2018 to broad base the structure of Board of Directors of the Company. The Company has received from Mr. Akshay A. Somani, the following documents:

- (i) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014;

- (ii) Intimation in Form DIR-8 in terms of Rule 14 of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act; and

The Directors recommend this resolution to be passed as an Ordinary Resolution.

All documents connected with this matter are open for inspection by the members of the Company during normal business hours on all working days at the registered office of the Company till the date of AGM.

Mr. Akshay A. Somani is interested in this resolution since it relates to his appointment as Director of the Company. Mr. Ankit A. Somani and Mrs. Pooja A. Somani, Directors of the Company are also interested in this Resolution being relatives of Mr. Akshay A. Somani.

Except above, none of the Directors or KMP or their relatives are in any way concerned or interested in the resolution except to the extent of their respective shareholding in the Company.

ITEM NO. 4:

The Company has received a Notice from a Member in writing along with requisite deposit under Section 160 of the Act, proposing candidature of Mr. Kush P. Kalaria (DIN: 08086553) for the office of the Independent Director.

Mr. Kush P. Kalaria, aged 29 years is MBA. He has an experience of 6 years in the field of finance and international marketing. He is also commercially sound person.

He has given a declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Act and not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013.

In the opinion of the Board, Mr. Kush P. Kalaria fulfils the conditions specified in the Act and the Rules framed thereunder for appointment as an Independent Director and he is independent of the management. Pursuant to the provisions of section 149 of the Companies Act, 2013, and the SEBI (LODR) Regulations, 2015 every listed public Company or Company wants to list its shares on any Stock Exchange is required to have at least one-third of the total number of directors as independent directors, if the Chairman is Non-Executive Director and one- half of the Board should be independent if the Chairman is Executive Director or if the Chairman is belonging to Promoter or Promoter group. At the same time, Company proposed to be listed on SME exchange, as per the applicable provisions of the Companies Act, 2013 read with the Rules, only two Independent Directors are required.

Hence, in compliance with the provisions of Section 149 read with Schedule IV of the Act and applicable requirements of the SEBI (LODR) Regulations, the appointment of Mr. Kush P. Kalaria as an Independent Directors is being placed before the Members for their approval by an Ordinary Resolution.

The Company has received from Mr. Kush P. Kalaria the following documents:

- (i) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014;
- (ii) Intimation in Form DIR-8 in terms of Rule 14 of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act; and

Looking to the diversified experience and expertise, the Board is of the opinion that the guidance and advice of Mr. Kush P. Kalaria as a Director will be of immense value.

Hence, the Directors recommend this resolution to be passed as an Ordinary Resolution.

The documents connected with this special business including terms and conditions of appointment of Mr. Kush P. Kalaria will be open for inspection at the registered office of the Company on all working day during normal working hours of the Company.

Mr. Kush P. Kalaria is interested in this resolution since it relates to his appointment as an Independent Director of the Company.

Except this, no other Director or Key Managerial Person or their relatives are concerned or interested in this resolution except to the extent of their respective shareholding in the Company.

ITEM NO. 5:

The Company has received a Notice from a Member in writing along with requisite deposit under Section 160 of the Act, proposing candidature of Mrs. Radhika Anand Chandak (DIN: 07904592) for the office of the Woman Independent Director.

Mrs. Radhika A. Chandak, Aged 26 years is a Graduate. She has an experience of more than 4 years in the field of general administration, digital applications, MIS, marketing etc. She is also commercially sound person.

She has given a declaration to the Board that she meets the criteria of independence as provided under Section 149(6) of the Act and not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013.

In the opinion of the Board, Mrs. Radhika A. Chandak the conditions specified in the Act and the Rules framed thereunder for appointment as a Woman Independent Director and she is independent of the management. Pursuant to the provisions of section 149 of the Companies Act, 2013, and the SEBI (LODR) Regulations, 2015 every listed public Company or Company wants to list its shares on any Stock Exchange is required to have at least one-third of the total number of directors as independent directors, if the Chairman is Non- Executive Director and one- half of the Board should be independent if the Chairman is Executive Director or if the Chairman is belonging to Promoter or Promoter group. At the same time, Company proposed to be listed on SME exchange, as per the applicable provisions of the Companies Act, 2013 read with the Rules, only two Independent Directors are required.

Hence, in compliance with the provisions of Section 149 read with Schedule IV of the Act and requirements of the SEBI (LODR) Regulations, the appointment of Mrs. Radhika A. Chandak as a Woman Independent Directors is being placed before the Members for their approval by an Ordinary Resolution.

The Company has received from Mrs. Radhika A. Chandak the following documents:

- (i) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014;
- (ii) Intimation in Form DIR-8 in terms of Rule 14 of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that she is not disqualified under sub-section (2) of Section 164 of the Act; and

Looking to the diversified experience and expertise, the Board is of the opinion that the guidance and advice of Mrs. Radhika A. Chandak as a Director will be of immense value.

Hence, the Directors recommend this resolution to be passed as an Ordinary Resolution.

The documents connected with this special business including terms and conditions of appointment of Mrs. Radhika A. Chandak will be open for inspection at the registered office of the Company on all working day during normal working hours of the Company.

Mrs. Radhika A. Chandak is interested in this resolution since it relates to her appointment as a Woman Independent Director of the Company.

Except this, no other Director or Key Managerial Person or their relatives are concerned or interested in this resolution except to the extent of their respective shareholding in the Company.

ITEM NO. 6:

The Company has received a Notice from a Member in writing along with requisite deposit under Section 160 of the Act, proposing candidature of Dr. Urva Pragnesh Patel for the office of the Independent Director.

Dr. Urva Pragnesh Patel, aged 25 years is MBBS. He has an experience of 1 year in the field of medical science. He is also commercially sound person.

He has informed that the process for obtaining his Director Identification Number (DIN) has been started and same will be completed on or before the date of his appointment. He will inform the Company about his DIN once it is allotted. He has given a declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Act and not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013.

In the opinion of the Board, Dr. Urva P. Patel fulfils the conditions specified in the Act and the Rules framed thereunder for appointment as an Independent Director and he is independent of the management. Pursuant to the provisions of section 149 of the Companies Act, 2013, and the SEBI (LODR) Regulations, 2015 every listed public Company or Company wants to list its shares on any Stock Exchange is required to have at least one-third of the total number of directors as independent directors, if the Chairman is Non-Executive Director and one- half of the Board should be independent if the Chairman is Executive Director or if the Chairman is belonging to Promoter or Promoter group. At the same time, Company proposed to be listed on SME exchange, as per the applicable provisions of the Companies Act, 2013 read with the Rules, only two Independent Directors are required.

Hence, in compliance with the provisions of Section 149 read with Schedule IV of the Act and requirements of the SEBI (LODR) Regulations, the appointment of Dr. Urva P. Patel as an Independent Directors is being placed before the Members for their approval by an Ordinary Resolution subject to allotment of DIN.

The Company has received from Dr. Urva P. Patel the following documents:

- (i) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014;
- (ii) Intimation in Form DIR-8 in terms of Rule 14 of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act; and

Looking to the diversified experience and expertise, the Board is of the opinion that the guidance and advice of Dr. Urva P. Patel as a Director will be of immense value.

Hence, the Directors recommend this resolution to be passed as an Ordinary Resolution.

The documents connected with this special business including terms and conditions of appointment of Dr. Urva P. Patel will be open for inspection at the registered office of the Company on all working day during normal working hours of the Company.

Dr. Urva P. Patel is interested in this resolution since it relates to his appointment as an Independent Director of the Company.

Except this, no other Director or Key Managerial Person or their relatives are concerned or interested in this resolution except to the extent of their respective shareholding in the Company.

ITEM NO. 7 & 8:

The Company has received a Notice from a Member in writing along with requisite deposit under Section 160 of the Act, proposing candidature of Mr. Anil Devkishan Somani (DIN: 06373210) as the Director of the Company.

Mr. Anil D. Somani, aged 56 years is B.com. He has a rich experience of more than 35 years in the family business with respect to all the aspects and facets of various functions. He has deep insight and understanding of all such functions. He is also commercially sound person.

The Company has received from Mr. Anil D. Somani, the following documents:

- (i) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014;
- (ii) Intimation in Form DIR-8 in terms of Rule 14 of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act; and

The Board of Directors recommend this resolution.

As per the provisions of Sections 197, 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013, consent of the members of the Company by an Ordinary Resolution is necessary for holding office as Managing Director of the Company on remuneration.

He will mainly look after the secretarial, legal and human resources functions in the Company.

The draft of the terms and conditions are already set out in the draft resolution incorporated in the Notice of the Annual General meeting.

All documents connected with this matter are open for inspection by the members of the Company during normal business hours on all working days at the registered office of the Company till the date of AGM.

Mr. Anil D. Somani is interested in this resolution since it relates to his appointment as Director of the Company. Mr. Ankit A. Somani, Mr. Akshay A. Somani and Mrs. Pooja A. Somani, Directors of the Company are also interested in this Resolution being relatives of Mr. Anil D. Somani.

Except above, none of the Directors or KMP or their relatives are in any way concerned or interested in the resolution except to the extent of their respective shareholding in the Company.

Additional information required to be given as per sub Para (B) of Para 1 of Section II of part II of Schedule V of the Companies Act, 2013 is separately given in the annexure attached herewith.

ITEM NO. 9:

Mr. Ankit Anil Somani (DIN: 05211800) is a Director of the Company since incorporation of the Company. Looking at the contribution made by him and responsibilities entrusted on him, it has been decided by the Board of Directors of the Company to appoint him as Managing Director.

Mr. Ankit Anil Somani, aged 29 years is MBA. He has experience of more than 8 years in the family business with respect to production, planning and sales. He is also commercially sound person.

The Company has received from Mr. Ankit Anil Somani, the following documents:

- (i) Consent in writing to act as Managing Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014;
- (ii) Intimation in Form DIR-8 in terms of Rule 14 of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act; and

The Board recommends this resolution.

As per the provisions of Sections 197, 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013, consent of the members of the Company by an Ordinary Resolution is necessary for holding office as Managing Director of the Company on remuneration.

He will mainly look after the production, planning, sales and marketing functions in the Company.

The draft of the terms and conditions are already set out in the draft resolution incorporated in the Notice of the Annual General meeting.

All documents connected with this matter are open for inspection by the members of the Company during normal business hours on all working days at the registered office of the Company till the date of AGM.

Mr. Ankit A. Somani is interested in this resolution since it relates to his appointment as Director of the Company. Mr. Anil D. Somani, Mr. Akshay A. Somani and Mrs. Pooja A. Somani, Directors of the Company are also interested in this Resolution being relatives of Mr. Ankit A. Somani.

Except above, none of the Directors or KMP or their relatives are in any way concerned or interested in the resolution except to the extent of their respective shareholding in the Company.

Additional information required to be given as per sub Para (B) of Para 1 of Section II of part II of Schedule V of the Companies Act, 2013 is separately given in the annexure attached herewith.

ITEM NO. 10:

The present Authorised Share Capital of the Company is Rs. 4,01,00,000/- (Rs. Four Crore One Lac Only) divided into 40,10,000 (Fourty Lac Ten Thousand Only) Equity Shares of Rs. 10/- (Rs. Ten) each. With a view to broad base the capital base, it is proposed to increase the Authorised Share Capital of the Company from Rs. 4,01,00,000/- to Rs. 6,01,00,000/- (Rupees Sixe Crore One Lac Only) divided into 60,10,000 (Sixty Lac Ten Thousand) Equity Shares of Rs. 10/- (Rupees Ten Only).

Consequent to the increase in Authorised Share Capital, it is necessary to alter Clause V of the Memorandum of Association of the Company.

As per Section 61 of the Companies Act, 2013, it is necessary to have approval of the members by way of an Ordinary Resolution to increase the Authorised Share Capital of the Company.

The documents connected with this special business including the Memorandum of Association are open for inspection at the Registered Office of the Company on all working day during normal working hours of the Company.

None of the Directors or their relatives are in any way concerned or interested in the resolution except to the extent of their respective shareholding in the Company.

The Directors recommend this resolution to be passed as an Ordinary Resolution.

ITEM NO. 11:

As you are aware that the Company is engaged in manufacturing high quality pp multifilament yarn, air-intermingled yarn, twister yarn.

The Board of Directors of the Company has decided to raise funds for Modernization of Plant & Machinery, Building and Electrification, Working Capital Requirement, General Corporate Purpose, Public Issue Expenses, Product Marketing etc.

The Board of Directors proposes to issue and offer up to and not exceeding 15,00,000 equity shares of face value of Rs. 10/- each at a price as may be decided by the Board of Directors of Company by way of initial public offer to meet the requirement of funds and get the equity shares listed on stock exchange. As per the provisions of Section 62(1)(c) of the Companies Act, 2013, issue of shares to public requires prior approval of members in the General Meeting.

Your Company seeks consent by a special resolution pursuant to the provisions of Section 62(1)(c) of the Companies Act, 2013 for further issue of equity shares as described above. Members are aware that the Company has planned to increase its business as a part of development and expansion. For that the Company needs more funds and so the promoters need to expand its capital base.

The Board of Directors, therefore propose that the further Share Capital of the Company shall be increased and such share capital shall be increased up to 15,00,000 equity shares (Fifteen Lakh Only) at a price as may be determined by the board of directors of the Company to such person or persons, who may or may not be the members of the Company and as the Board may at its sole discretion decide, including one or more of the members, promoters (that is to say persons in present management and control of the Company) and their associates, Directors, their friends, relatives and associates, foreign/ resident investors, financial institutions, venture capital funds, public financial institutions, banks, multilateral and bilateral development financial institutions, insurance company(ies), provident funds, pension funds, national investment funds, foreign institutional investors, foreign venture capital investors, Indian and/or multilateral financial institutions, mutual funds, Non Resident Indians, employees and/or workers of the Company or its subsidiaries, in or out of India, or the Promoters, members of group companies, Indian public, bodies corporate, any other company/companies, private or public or other body corporate(s) or entities whether incorporated or not, authorities and such other persons in one or more combinations thereof and/or any other categories of investors, whether they be holders of equity shares of the Company or not and/or through issue of offer documents ("Initial Public Offer") / Allotment regulations of SEBI, through the Fixed Issue or Book Building Process, in one or more tranches and in the manner, and on the terms and conditions, as the Board may in its absolute sole discretion, decide including the price at which the equity shares are to be issued, at par or at premium and for cash and the decision to determine the category or categories of investors to whom the offer, issue and allotment/transfer shall be made to the exclusion of all other categories of investors on such terms and conditions as may be finalized by the Board and that the Board may finalize all matters incidental thereto as it may in its absolute discretion think fit.

The documents connected with this special business including the Memorandum of Association are open for inspection at the Registered Office of the Company on all working day during normal working hours of the Company.

None of the directors or any key managerial personnel or any relative of any of the directors/key managerial personnel of the Company is, in anyway, concerned or interested in the above Resolution except to the extent of their shareholding in the Company.

The Board recommends this resolution.

Registered Office

Block No. 748, Saket Industrial Estate,
Nr. Kaneria Oil Mill, Jetpura- Basantpura Road,
Borisana, Tal-Kadi Dist:-Mehsana-382728
CIN: U17120GJ2012PTC069319

Date: 25th July, 2018

By Order of the Board,



Ankit Anil Somani
(DIN: 05211800) Chairperson

Additional information required to be given along with a Notice calling Annual General Meeting as per sub Para (B) of Para 1 of Section II of Part II of Schedule V of the Companies Act, 2013 is given hereunder:

I. General Information:						
(1)	Nature of Industry:	Manufacturing high quality pp multifilament yarn, air-intermingled yarn, twister yarn.				
(2)	Date or expected date of commencement of Commercial production:	The Company is already in operation.				
(3)	In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.	Not Applicable				
(4)	Financial performance based on given indicators	(In Rs.)				
	Turnover	2013-14	2014-15	2015-16	2016-17	2017-18
	Net profit/ (loss) as per Statement of Profit & Loss	59285675	135455820	154044697	175138675	268764820
	Amount of Dividend paid	606375	1589827	2468570	2049169	12772676
	Rate of Dividend declared	-	-	-	-	-
	Earnings before taxes	-	-	-	-	-
	% of EBT to turnover	423240	2936632	3604035	3274089	17679433
		0.71	2.17	2.34	1.87	6.58
(5)	Foreign investments or collaborations, if any.	NIL				
II. Information about the appointee 1:						
(1)	Background details	Name: Mr. Anil D. Somani Designation: Chairperson Cum Managing Director Father's name: Mr. Devkishan Somani Nationality: Indian Date of Birth: 06/06/1962 Qualifications: B.com Experience: 56 Years				
(2)	Past remuneration	He will be appointed as Director and Managing Director w.e.f. 4 th August, 2018. Hence, there is no past remuneration paid to him by the Company.				
(3)	Recognition or awards	NIL				
(4)	Job profile and his suitability	The Managing Director shall be entrusted with day to day affairs of the Company and also such other duties and responsibilities as may be entrusted to him by the Board of Directors from time to time. Considering the above and having regard to age, qualifications, ability and experience and looking to the business requirement the proposed remuneration is in the interest of the Company.				
(5)	Remuneration proposed	A gross remuneration of Rs. 6,00,000/- per annum. Discretionary bonus as may be decided by Nomination and Remuneration Committee/Board of Directors, depending upon the performance of the appointee, working of the Company and other relevant factors subject to Maximum of annual salary within the limits laid down under Para A of Section II of Part II of Schedule V of the Companies Act, 2013				
(6)	Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin)	Compared to the remuneration with respect to the industry, size of the Company etc. the remuneration proposed to be paid to him is just adequate.				
(7)	Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any.	Mr. Ankit A. Somani, Mr. Akshay A. Somani and Mrs. Pooja A. Somani, Directors of the Company are relatives of Mr. Anil D. Somani.				

II. Information about the appointee 2:		
(1)	Background details	Name: Mr. Ankit A. Somani Designation: Managing Director Father's name: Mr. Anil D. Somani Nationality: Indian Date of Birth: 01/08/1989 Qualifications: MBA Experience: 29 Years
(2)	Past remuneration	He will be appointed as Managing Director w.e.f. 4 th August, 2018. During 2017-18 he was paid remuneration of Rs. 16,25,000/- as Director of the Company.
(3)	Recognition or awards	NIL
(4)	Job profile and his suitability	The Managing Director shall be entrusted with day to day affairs of the Company and also such other duties and responsibilities as may be entrusted to him by the Board of Directors from time to time. Considering the above and having regard to age, qualifications, ability and experience and looking to the business requirement the proposed remuneration is in the interest of the Company.
(5)	Remuneration proposed	A gross remuneration of Rs. 18,00,000/- per annum. Discretionary bonus as may be decided by Nomination and Remuneration Committee/Board of Directors, depending upon the performance of the appointee, working of the Company and other relevant factors subject to Maximum of annual salary within the limits laid down under Para A of Section II of Part II of Schedule V of the Companies Act, 2013
(6)	Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin)	Compared to the remuneration with respect to the industry, size of the Company etc. the remuneration proposed to be paid to him is just adequate.
(7)	Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any.	Mr. Anil D. Somani, Mr. Akshay A. Somani and Mrs. Pooja A. Somani, Directors of the Company are relatives of Mr. Ankit A. Somani
III Other information:		
(1)	Reasons of loss or inadequate profits	At this juncture there is no loss. In last financial year also there was no loss or inadequate profit.
(2)	Steps taken or proposed to be taken for improvement.	However, Board will end over to increase the profit by increase in revenue and cost cutting measure.
(3)	Expected increase in productivity and profits in measurable terms	The Company would end over to increase productivity and profit by 5% p.a.

Details of Director/s Seeking Appointment/Re-appointment at the Annual General Meeting

Particulars	Mr. Anil D. Somani	Mr. Ankit A. Somani	Mr. Akshay A. Somani
Date of Birth	06/06/1962	01/08/1989	17/04/1993
Date of the first Appointment on the Board	NA	Since Incorporation	10/07/2018
Qualification	B.com	MBA	MBA
Expertise in Specific functional areas	Secretarial, legal and human resources	Production, planning, sales and marketing	Accounts and finance
Directorships held in other Companies	Sparebiz Enterprises Private Limited	NA	Shubham Texplast Private Limited Sparebiz Enterprises Private Limited
Terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid and the remuneration last drawn by such person, if applicable	Subject to approval of members in the 6 th AGM will be appointed as Director and Managing Director at a Salary of Rs. 50,000/- pm with liberty to the Board to increase or decrease the salary within the limits laid down under Para A of Section II of Part II of Schedule V of the Companies Act of 2013. Discretionary bonus as may be decided by Nomination and Remuneration Committee/Board of Directors, depending upon the performance of the appointee, working of the Company and other relevant factors subject to Maximum of annual salary within the limits laid down under Para A of Section II of Part II of Schedule V of the Companies Act, 2013	Subject to approval of members in the 6 th AGM will be appointed as Managing Director at a Salary of Rs. 1,50,000/- pm with liberty to the Board to increase or decrease the salary within the limits laid down under Para A of Section II of Part II of Schedule V of the Companies Act of 2013. Discretionary bonus as may be decided by Nomination and Remuneration Committee/Board of Directors, depending upon the performance of the appointee, working of the Company and other relevant factors subject to Maximum of annual salary within the limits laid down under Para A of Section II of Part II of Schedule V of the Companies Act, 2013	Subject to approval of members in the 6 th AGM will be appointed as Director of the Company.
Number of Board Meetings attended during the year	NA	Five	NA
Memberships/ Chairmanships of committees of Board of Directors of Company	NA	NA	NA
Memberships/ Chairmanships of committees of Board of Directors of other Companies in which he is director	NA	NA	NA
Number of shares held in the Company	1200000	1827000	780000
Disclosure of relationship between directors inter-se	Mr. Anil D. Somani is father of Mr. Ankit A. Somani and Mr. Akshay A. Somani. Mrs. Pooja A. Somani. Mr. Ankit A. Somani is husband of		

Particulars	Mr. Kush P. Kalaria	Mrs. Radhika A. Chandak	Dr. Urvya P. Patel
Date of Birth	20/01/1989	23/01/1992	24/04/1993
Date of the first Appointment on the Board	NA	NA	NA
Qualification	MBA	B.sc	MBBS
Expertise in Specific functional areas	Finance and international marketing	General administration, digital applications, MIS, marketing	Medical Science
Directorships held in other Companies	NA	Moohrat Breweries Private Limited	NA
Terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid and the remuneration last drawn by such person, if applicable	Subject to approval of members in the 6 th AGM will be appointed as Independent Director of the Company for a term of 5 years i.e. upto the date of AGM in the year 2023.	Subject to approval of members in the 6 th AGM will be appointed as Woman Independent Director of the Company for a term of 5 years i.e. upto the date of AGM in the year 2023.	Subject to approval of members in the 6 th AGM will be appointed as Independent Director of the Company for a term of 5 years i.e. upto the date of AGM in the year 2023.
Number of Board Meetings attended during the year	NA	NA	NA
Memberships/ Chairmanships of committees of Board of Directors of Company	NA	NA	NA
Memberships/ Chairmanships of committees of Board of Directors of other Companies in which he is director	NA	NA	NA
Number of shares held in the Company	Nil	Nil	Nil
Disclosure of relationship between directors inter-se	None of the proposed Director related inter-se.		

SHUBHAM POLYSPIN LIMITED
(Formerly known as Shubham Polyspin Private Limited
(CIN: U17120GJ2012PLC069319)

DIRECTORS' REPORT

To,
The Shareholders
SHUBHAM POLYSPIN LIMITED

Your Directors have pleasure in presenting their 6th Annual Report together with Audited Balance Sheet as on 31st March, 2018 together with Profit & Loss Statement for the year ended on that date.

FINANCIAL PERFORMANCE:

Particulars	(Amount in Rs.)	
	2017-18	2016-17
Profit before Depreciation and Interest	3,21,32,223	1,88,64,265
Less: Depreciation	89,65,981	72,92,365
Profit before Interest	2,31,66,242	1,15,71,900
Less: Interest	54,86,809	82,08,967
Less: Prior period adjustments	-	88,844
Profit before tax	1,76,79,433	32,74,089
Less: Tax Expense		
Current Tax:		
Current Tax	33,68,816	6,23,878
Deferred Tax	54,05,223	5,60,936
Earlier Year Income Tax	42,549	40,106
Mat Credit 2017-18	(19,58,981)	-
Mat Credit of Previous Year	(19,50,850)	-
Profit after tax	1,27,72,676	20,49,169

During the year, the total income for the year increased to Rs. 27,70,70,396/- as compared to Rs. 17,56,44,537/- in the previous year. Profit before tax during the year has increased to Rs. 1,76,79,433 as compared to Rs. 32,74,089 during the previous year.

MATERIAL CHANGES AND COMMITMENT:

There were no material changes and commitments affecting the financial position of the Company which have occurred between the end of financial year of the Company to which the financial statements relate and the date of the report.

CONVERSION OF THE COMPANY INTO THE PUBLIC COMPANY:

The Company has been converted into Public Company as SHUBHAM POLYSPIN LIMITED by issuance of new Certificate of Incorporation by the ROC-Ahmedabad w.e.f. 24th July, 2018.

CHANGE OF REGISTERED OFFICE:

The Registered office of the Company was changed from B/3/3, Parth Indra Prastha Tower, B/h Govt. Colony, Nr. Gurukul, Vastrapur, Ahmedabad-380054 to Block No. 748, Saket Industrial Estate, Nr. Kaneria Oil Mill, Jetpura- Basantpura Road, Village: Borisana, Tal-Kadi Dist:-Mehsana-382728 w.e.f. 10th July, 2018.

REASONS FOR REVISION OF FINANCIAL STATEMENT OR REPORT:

During the year, the financial statement or report was not revised. Hence further details are not applicable.

DIVIDEND:

In order to conserve resources, your Directors express their inability to declare any dividend.

DIRECTORS & KMP:

During the year, the requirement of Key Managerial Personnel was not applicable to the Company.

The Board recommends the re-appointment of Mr. Ankit Somani as Director of the Company liable to retire by rotation.

The Board recommends the appointment of Mr. Akshay A. Somani as Director, Mr. Anil D. Somani and Mr. Ankit A. Somani as Managing Director of the Company.

The Board recommends the appointment of Mr. Kush P. Kalaria, Mrs. Radhika A. Chandak and Dr. Urva P. Patel (Subject to allotment of DIN) as an Independent Directors of the Company for a period of 5 years under section 149 of the Companies Act, 2013 subject to the approval of the shareholders at the ensuing Annual General Meeting.

COMPLIANCES OF APPLICABLE SECRETARIAL STANDARDS:

The Company has complied with applicable Secretarial Standards during the year under review.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the requirement of section 134(5) of the Companies Act, 2013, with respect to Directors' Responsibility Statement, it is hereby confirmed:

1. that in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
2. that the Directors had 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
3. that the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
4. that the Directors had prepared the annual accounts on a going concern basis; and
5. that the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

INTERNAL FINANCIAL CONTROL:

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.

FORMAL EVALUATION BY BOARD OF ITS OWN PERFORMANCE:

It may please be noted that being an unlisted Company or having paid up capital of less than Rs. 25 Crores, the Statement in respect of Formal Evaluation by the Board of its own performance and that of its committees and individual directors is not applicable to the Company.

NUMBER OF MEETINGS OF BOARD:

The Board of Directors duly met 5 (five) times.

ISSUE OF EQUITY SHARES WITH DIFFERENTIAL VOTING RIGHTS / SWEAT EQUITY SHARES / EMPLOYEE STOCK OPTION SCHEME:

During the year the Company has not issued any equity shares with differential voting rights or sweat equity shares or employee stock option scheme. Hence disclosure regarding the same is not given.

The unanimous consent of all Shareholders viz. Class A, Class B and Ordinary Equity Shareholders of the Company, in their respective meeting held on 25th May, 2018 accorded, to the following variation of the class rights of the Class A, Class B and Ordinary Equity shares viz.:

- a. The "Class A, Class B and Ordinary Equity shares" shall be re-named as "Equity shares".
- b. The Class A, Class B and Ordinary Equity shares (now, renamed as Equity shares) shall carry one vote for each of one equity share.
- c. Each of the Class A, Class B and Ordinary Equity shares (now, renamed as Equity shares) shall rank pari passu in all respect with the Equity Shares of the Company.

SHARE CAPITAL:

Subject to approval of Members in ensuing Annual General meeting, the Authorised Share Capital of the Company will be increased from Rs. 4,01,00,000 to 6,01,00,000.

The Company proposed to be listed on SME exchange, as per the applicable provisions of the Companies Act, 2013 read with the Rules. It may pleased be noted that The Company has taken necessary steps for the same.

AUDITORS & AUDITORS' REPORT:

M/s. Jain P. C. & Associates, Chartered Accountants, the existing auditors of the Company were appointed as auditors of the Company at the 4th AGM for holding the office from the conclusion of that 4th AGM till the conclusion of the 9th AGM.

In view of the Companies (Amendment) Act, 2017, the first proviso in sub-section (1) in section 139 of the Companies Act, 2013 has been omitted with effect from 7th May, 2018. In view of this, the said appointment of auditor is no longer required to be ratified by the members at every annual general meeting.

The Board has duly reviewed the Statutory Auditor's Report on the Accounts. The observations comments and notes of Auditor are self explanatory and do not call for any further explanation /clarification.

VIGIL MECHANISM:

As the Company is neither listed Company nor falling in the criteria prescribed under rule 7 of Companies (Meetings of Board and its Powers) Rules, 2014, the vigil mechanism is not applicable to the Company.

REGULATORY ORDERS:

During the year there were no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The Company has in place an Anti Sexual Harassment measures in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. During the year, there were no complaints received under the said act.

CSR COMMITTEE:

As the requirement of CSR Committee is not applicable to the Company, further disclosure/details are not given.

ANALYSIS OF REMUNERATION:

Being not a Listed Company, disclosure regarding the ratio of the remuneration of each Director to the median employee's remuneration and other details are not applicable to the Company.

REMUNERATION POLICY:

Requirement of Nomination and Remuneration Committee is not applicable to Company. However, the Company's remuneration policy is directed towards rewarding performance based on review of achievements periodically. The remuneration policy is in consonance with the existing industry practice.

RISK MANAGEMENT POLICY:

It may please be noted that as per the applicable requirements of the Companies Act, 2013 a risk management policy/plan of the Company is developed and implemented for creating and protecting the Shareholder's value by minimizing threats or losses and to identify and provide a framework that enables future activities of a Company to take place in a consistent and controlled manner.

PARTICULARS OF EMPLOYEES:

There are no employees of the Company drawing remuneration requiring disclosure of information under Section 134 of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014.

DEPOSITS:

During the year under report, your Company has not accepted any deposits pursuant to Section 73 of the Companies Act, 2013. Hence further details are not given.

Details of money accepted (if any during the year) by the Company from the Directors and/or the relatives of Directors of the Company are given in the notes to the Financial Statements and the same are not deposit as per the applicable provisions of Companies Act, 2013 and rules made thereunder.

CORPORATE GOVERNANCE:

Being Unlisted Company, the requirement of Corporate Governance is not applicable to the Company. Hence, further details are not given.

PARTICULARS OF LOANS, INVESTMENTS OR GUARANTEES UNDER SECTION 186 OF THE COMPANIES ACT, 2013:

There are no Loans, Investments or Guarantees /Security given by the Company during the year under section 186 of the Companies Act, 2013; hence no particulars are required to be given.

DETAILS ON CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:

(A) Conservation of energy	
(i) the steps taken or impact on conservation of energy	The activities carried out by the Company are not power intensive.
(ii) the steps taken by the company for utilizing alternate sources of energy	The Company is not utilizing alternate sources of energy.
(iii) the capital investment on energy conservation equipments	NIL
(B) Technology absorption	
(i) the efforts made towards technology absorption	NIL
(ii) the benefits derived like product improvement, cost reduction, product development or import substitution	NIL
(iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year) (a) the details of technology imported; (b) the year of import; (c) whether the technology been fully absorbed; (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	The Company has not imported any technology during the year. Hence, there are no details to be furnished under any of the sub clauses of this clause.
(iv) the expenditure incurred on Research and Development	There are no expenditure incurred on Research and Development by the Company
(C) Foreign exchange earnings and Outgo	
The Foreign Exchange earned in terms of actual inflows during the year and	Rs. 3,60,12,971/-
The Foreign Exchange outgo during the year in terms of actual outflows	Rs. 3,91,26,472/-

EXTRACT OF ANNUAL RETURN:

The details forming part of the extract of the Annual Return in form MGT 9 is annexed herewith as "Annexure -1"

RELATED PARTY TRANSACTION:

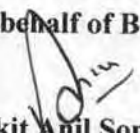
All the transactions / contracts entered into by the Company during the financial year under report with related parties were in the ordinary course of business and on an arm length's basis. There are no material transactions required to be disclosed in Form No. AOC-2.

ACKNOWLEDGEMENT:

Your Directors wish to place on record their sincere appreciation to the Customers, Employees, Suppliers, Professionals, and Bankers to the Company for their Cooperation and contribution in the affairs of the Company.

For and on behalf of Board

Date: 25th July, 2018
Place: Ahmedabad


Ankit Anil Somani
(DIN: 05211800) Chairperson

FORM No. MGT-9**EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON
31ST MARCH, 2018****[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the
Companies (Management and Administration) Rules, 2014]****I. REGISTRATION AND OTHER DETAILS:**

CIN:	U17120GJ2012PLC069319	Registration Date	12/03/2012
Name of the Compa	Shubham Polyspin Limited	Category of the Company	Public Company
		Sub Category of the Company	Limited by Shares & having Share Capital
Address	Block No. 748, Saket Industrial Estate, Nr. Kaneria Oil Mill, Jetpura- Basantpura Road, Borisana, Tal-Kadi Dist:- Mehsana-382728	Contact Details	7043125999 /7043124999
Whether Shares Listed	No		

Details of Registrar and Transfer Agent

Name	
Address	NA
Contact Details	

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

Sr. No.	Name and description of main products /services	NIC code of the product/service	% of total turnover of company
1.	Manufacturing of Polypropylene Yarn	13111	92.26%
2.	Sale of Services (Job Work)	8299	7.74%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

[No. of Companies for which information is being filled] - Nil

Sr. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ associate	% of shares held	Applicable Section
		NA			

IV. SHARE HOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS PERCENTAGE OF TOTAL EQUITY)

(i) CATEGORY-WISE SHARE HOLDING:

	Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A.	Promoters & Promoters Group									
1	Indian									
a	Individual/HUF	-	26,10,000*	26,10,000	65.08	-	40,10,000	40,10,000	100	+34.92
b	Central Govt	-	-	-	-	-				-
c	State Govt(s)	-	-	-	-	-				-
d	Bodies Corporate	-								-
e	Banks / Financial Institutions	-	-	-	-	-				-
f	Any Other...	-	-	-	-	-				-
	Sub-total (A) (1)	-	26,10,000*	26,10,000	65.08	-	40,10,000	40,10,000	100	+34.92
2	Foreign									
a	NRI's Individuals	-	-	-	-	-				-
b	Other Individuals	-	-	-	-	-				-
c	Bodies Corporate	-	-	-	-	-				-
d	Banks / Financial Institutions	-	-	-	-	-				-
e	Any Other...	-	-	-	-	-				-
	Sub-total (A) (2)	-	-	-	-	-				-
	Total shareholding of Promoter (A) = (A)(1)+(A)(2)	-	26,10,000*	26,10,000	65.08	-	40,10,000	40,10,000	100	+34.92
B.	Public Shareholding									
1	Institutions:									
a	Mutual Funds	-	-	-	-	-				-
b	Banks / Financial Institutions	-	-	-	-	-				-
c	Central Govt	-	-	-	-	-				-
d	State Govt(s)	-	-	-	-	-				-
e	Venture Capital Funds	-	-	-	-	-				-

f	Insurance Companies	-	-	-	-	-				-
g	FIIIs	-	-	-	-	-				-
h	Foreign venture Capital Funds	-	-	-	-	-				-
i	Others (specify)	-	-	-	-	-				-
	Sub-total (B)(1)	-	-	-	-	-				-
2	Non Institutions:									
a	Bodies Corporate									
	i) Indian	-	14,00,000*	14,00,000	34.92	-	-	-	-	(34.92)
	ii) Overseas	-	-	-	-	-	-	-	-	-
b	Individuals									
	i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	-	-	-	-	-	-	-	-
	ii) Individual Shareholder holding nominal share capital in excess of Rs 1 lakh	-								
c	Others (specify)	-	-	-	-	-	-	-	-	-
	Sub-total (B)(2)	-	14,00,000*	14,00,000	34.92	-	-	-	-	(34.92)
	Total Public Shareholding (B) = (B)(1) + (B) (2)	-	-	-	-	-	-	-	-	-
C.	Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
	Grand Total (A+B+C)	-	40,10,000*	40,10,000	100	-	40,10,000*	40,10,000	100	-

***600000 Class A & 1400000 Class B Shares included**

(ii) SHAREHOLDING OF PROMOTERS & PROMOTERS GROUP:

Sr. No	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year *			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered total shares	
1.	Mr. Ankit A. Somani	975000	24.31%	-	1575000	39.28%	-	+14.97%
2.	Ms. Preeti N. Somani	255000	6.36%	-	255000	6.36%	-	-
3.	Mr. Akshay A. Somani	330000	8.23%	-	780000	19.45%	-	+11.22%
4.	Ms. Pooja A. Somani	50000	1.25%	-	200000	4.99%	-	+3.74%
5.	Mr. Anil D. Somani	1000000	24.94%	-	1200000	29.93%	-	+4.99%
	Total	2610000	65.08%	-	4010000	100.00%	-	+34.92%

*Includes Class A & B and Ordinary Equity Shares

(iii) CHANGE IN PROMOTERS' SHAREHOLDING (PLEASE SPECIFY, IF THERE IS NO CHANGE):

Sr. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Mr. Ankit A. Somani				
	At the beginning of the year	975000	24.31%	975000	24.31%
	Transfer of 600000 equity shares from Moonbeam Vinimay Private Limited on 26/03/2018	600000	14.97%	1575000	39.28%
	At the End of the year	1575000	39.28%	1575000	39.28%
2.	Ms. Preeti N. Somani				
	At the beginning of the year	255000	6.36%	255000	6.36%
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	Nil	Nil	Nil	Nil
	At the End of the year	255000	6.36%	255000	6.36%
3.	Mr. Akshay A. Somani				
	At the beginning of the year	330000	8.23%	330000	8.23%
	Transfer of 450000 equity shares from Goodtime Commodities Private Limited on 26/03/2018	450000	11.22%	780000	19.45%
	At the End of the year	780000	19.45%	780000	19.45%
4.	Ms. Pooja A. Somani				
	At the beginning of the year	50000	1.25%	50000	1.25%
	Transfer of 150000 equity shares from Moonbeam Vinimay Private Limited on 26/03/2018	150000	3.74%	200000	4.99%
	At the End of the year	200000	4.99%	200000	4.99%
5.	Mr. Anil D. Somani				
	At the beginning of the year	1000000	24.94%	1000000	24.94%
	Transfer of 2000000 equity shares from Goodtime Commodities Private Limited on 26/03/2018	200000	4.99%	1200000	29.93%
	At the End of the year	1200000	29.93%	1200000	29.93%

(iv) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS):

Sr. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of company	No. of shares	% of total shares of company
1.	M/s. Bluerose Sales Private Limited				
	At the beginning of the year	450000	11.22%	450000	11.22%
	Transfer of 450000 Shares to Goodtime Commodities Private Limited on 09/02/2018	(450000)	(11.22%)	-	-
	At the End of the year (or on the date of separation, if separated during the year)	-	-	-	-
2.	M/s. Circular Tie Up Private Limited				
	At the beginning of the year	150000	3.74%	150000	3.74%
	Transfer of 150000 Shares to Moonbeam Vinimay Private Limited on 09/02/2018	(150000)	(3.74%)	-	-
	At the End of the year (or on the date of separation, if separated during the year)	-	-	-	-
3.	M/s. Crystal Dealmark Private Limited				
	At the beginning of the year	200000	4.99%	200000	4.99%
	Transfer of 200000 Shares to Goodtime Commodities Private Limited on 09/02/2018	(200000)	(4.99%)	-	-
	At the End of the year (or on the date of separation, if separated during the year)	-	-	-	-
4.	M/s. Lawa Marketing Private Limited				
	At the beginning of the year	600000	14.96%	600000	14.96%
	Transfer of 600000 Shares to Moonbeam Vinimay Private Limited on 09/02/2018	(600000)	(14.96%)	-	-
	At the End of the year (or on the date of separation, if separated during the year)	-	-	-	-

(v) SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Sr. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Mr. Ankit A. Somani				
	At the beginning of the year	975000	24.31%	975000	24.31%
	Transfer of 600000 equity shares from Moonbeam Vinimay Private Limited on 26/03/2018	600000	14.97%	1575000	39.28%
	At the End of the year	1575000	39.28%	1575000	39.28%
2.	Ms. Preeti N. Somani				
	At the beginning of the year	255000	6.36%	255000	6.36%
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	Nil	Nil	Nil	Nil
	At the End of the year	255000	6.36%	255000	6.36%

V. INDEBTEDNESS:

Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans Excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	11,07,72,323	1,70,35,618	-	12,78,07,941
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	11,07,72,323	1,70,35,618	NIL	12,78,07,941
Change in Indebtedness during the financial year				
• Addition	12,58,381	1,34,23,455	-	1,46,81,836
• Reduction	(4,13,77,762)	(95,00,000)	-	(5,08,77,762)
Net Change	(4,01,19,381)	39,23,455	NIL	(3,61,95,926)
Indebtedness at the end of the financial year				
i) Principal Amount	7,06,52,942	2,09,59,073	-	9,16,12,015
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	7,06,52,942	2,09,59,073	NIL	9,16,12,015

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTORS AND/OR MANAGER:

Sr. No.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961		
2.	Stock Option		NA
3.	Sweat Equity		
4.	Commission - as % of profit - Others, specify...		
5.	Others, please specify		
	Total (A)		
	Ceiling as per the Act		

B. REMUNERATION TO OTHER DIRECTORS:

Sr. No.	Particulars of Remuneration	Name of Directors		Total Amount
		Ankit A. Somani	Preeti N. Somani	
	1. Independent Directors			
	• Fee for attending board / committee meetings	-	-	-
	• Commission	-	-	-
	• Others, please specify	-	-	-
	Total (1)	NIL	NIL	NIL
	2. Other Non-Executive Directors			
	• Fee for attending board committee meetings	-	-	-
	• Commission	-	-	-
	• Others (Salary + Bonus)	16,25,000	3,00,000	19,25,000
	Total (2)	16,25,000	3,00,000	19,25,000
	Total (B)=(1+2)	16,25,000	3,00,000	19,25,000
	Total Managerial Remuneration	16,25,000	3,00,000	19,25,000
	Overall Ceiling as per the Act	NA	NA	NA

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD:

Sr. No.	Particulars of Remuneration	Name of Directors			
		CEO	CS	CFO	Total
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961				
2.	Stock Option				
3.	Sweat Equity		NA		
4.	Commission - as % of profit - Others, specify...				
5.	Others, please specify				
	Total				

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES

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

Form No. MGT-11

Proxy form

*[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies
(Management and Administration) Rules, 2014/*

CIN	U17120GJ2012PLC069319
Name of the Company	SHUBHAM POLYSPIN LIMITED (Formerly known as Shubham Polyspin Private Limited)
Registered office	Block No. 748, Saket Industrial Estate, Nr. Kaneria Oil Mill, Jetpura- Basantpura Road, Village: Borisana, Tal-Kadi Dist:-Mehsana-382728

Name of the member (s)	
Registered address	
E-mail Id	
Folio No/ Client Id	
DP ID	

I/We, being the member (s) of Shubham Polyspin Limited, holding _____ shares of the above named Company, hereby appoint

1.	Name Address	
	E-mail Id	
	Signature	

Or Failing him,

2.	Name Address	
	E-mail Id	
	Signature	

Or Failing him,

3.	Name Address	
	E-mail Id	
	Signature	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 6th Annual General Meeting of the Company, to be held on Saturday the 4th day of August, 2018 at 10.00 a.m. at Block No. 748, Saket Industrial Estate, Nr. Kaneria Oil Mill, Jetpura- Basantpura Road, Village: Borisana, Tal-Kadi Dist:-Mehsana-382728.and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution
Ordinary Business	
1	Receive and adopt audited financial statements of the Company for the financial year 2017-18
2	Appoint a Director in place of Mr. Ankit A. Somani (DIN: 05211800), who retires by rotation and being eligible, offers himself for re-appointment
Special Business	
3	Appointment of Mr. Akshay Anilbhai Somani (DIN: 05244214) as Director of the Company
4	Appointment of Mr. Kush P. Kalaria (DIN: 08086553) as an Independent Director of the Company for a period of five years
5	Appointment of Mrs. Radhika Anand Chandak (DIN: 07904592) as a Woman Independent Director of the Company for a period of five years
6	Appointment of Dr. Urva Pragnesh Patel (DIN: Tobeallotted) as an Independent Director of the Company for a period of five years
7	Appointment of Mr. Anil Devkishan Somani (DIN: 06373210) as Director of the Company
8	Appointment of Mr. Anil Devkishan Somani (DIN: 06373210) as Managing Director of the Company for 3 years w.e.f. 4 th August, 2018
9	Appointment of Mr. Ankit Anil Somani (DIN: 05211800) as Managing Director of the Company For 3 years w.e.f. 4 th August, 2018
10	Increase in Authorised Capital of the Company by Rs. 2 Crores:
11	Authority to the Board of Directors u/s 62(1)(C) for allotment Upto 15,00,000 Equity Shares of Rs. 1 each at premium to the public via Initial Public Offer:

Signed this..... day of..... 2018

Signature of shareholder:

Affix
Revenue
Stamp

Signature of Proxy holder(s):

**Note: 1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. The holder may vote either for or against each resolution.**

SHUBHAM POLYSPIN LIMITED
(Formerly known as Shubham Polyspin Private Limited)
(CIN: U17120GJ2012PLC069319)

Registered Office:

Block No. 748, Saket Industrial Estate,
Nr. Kaneria Oil Mill, Jetpura- Basantpura Road,
Village: Borisana, Tal-Kadi Dist:-Mehsana-382728

Folio No.	No. Of Shares held

ATTENDANCESLIP

6th Annual General Meeting

At the Registered Office: Block No. 748, Saket Industrial Estate, Nr. Kaneria Oil Mill, Jetpura- Basantpura Road,
Village: Borisana, Tal-Kadi Dist:-Mehsana-382728

Name of the attending Member/Proxy

(In block letters): _____

I hereby record my presence at the Annual General Meeting held at 10.00 a.m. on 4th August, 2018.

Member's/ Proxy's signature

Notes: 1. Please bring this attendance slip to the meeting and handover at the entrance duly filled in.
2. Members are requested to bring copy of Annual Report with them.





Independent Auditor's Report

To,

The Members of,

Shubham Polyspin Private Limited

Report on the Financial Statements

We have audited the accompanying financial statements of Shubham Polyspin Private Limited ('the company'), which comprises Balance Sheet as at 31st Mar 2018, the Statement of Profit and Loss account and Cash Flow Statement for the year then ended, and a Summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

1. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial Statements that give a true and fair view and are free from materials misstatement, whether due to fraud or error.

Auditor's Responsibility

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



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

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

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

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

Opinion

3. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at 31st March, 2018, and its Profit and its cash flow for the year ended on that date.

Report on Other Legal and Regulatory Requirements

4. As required by the Companies (Auditor's Report) Order, 2016 (the Order) issued by the Central Government in terms of Section 143 (11) of the Act, we enclosed in the **Annexure 'A'** statement on matters specified in paragraph 3 & 4 of the said order.
5. As required by Section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet and the Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account.



- d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) In our opinion there are no observations or comments on the financial transactions, which may have an adverse effect on the functioning of the Company.
- f) On the basis of the written representations received from the directors as on 31st Mar 2018 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st Mar 2018 from being appointed as a director in terms of section 164(2) of the Act.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. As informed to us the Company has pending litigations which would impact its financial position
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. Based on audit procedures and representations provided to us by the management, we report that the disclosures are in accordance with the books of accounts maintained by the company and as produced to us by the Management

For JAIN P.C. & ASSOCIATES

Chartered Accountants



A handwritten signature in black ink, appearing to read "Karan Ranka", written over a horizontal line.

KARAN R RANKA
(Partner)

Place: Ahmedabad

Date: 10-06-2018

Mem No. 136171

Firm Reg. No. 126313W

Annexure referred to in Independent Auditor's report to the members of Shubham Polyspin Private Limited on the standalone financial statements for the year ended 31st March, 2018

On the basis of such checks as we considered appropriate and according to the information and explanations given to us during the course of our audit, we report that:

- i. (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets on the basis of available information.

(b) As explained to us, all the fixed assets has been physically verified by the management in a phased periodic manner, which in our opinion is reasonable, having regard to the size of the company and nature of its assets. No material discrepancies were notice on such physical verification.

(c) According to the information and explanation given to us and the title deeds and other records examined by us, we report that the title deeds in respect of all immovable properties have been disclosed as fixed assets in the financial statements and it is held in the Company's name as at the balance-sheet date.
- ii. As explained to us, physical verification of the inventories have been conducted at reasonable interval by the management, which in our opinion is reasonable, having regards to the size of the Company and nature of its inventories. No material discrepancies were noticed on such physical verification.
- iii. The Company has not granted loan to parties approved in the register maintained under section 189 of the Companies Act, 2013, hence paragraph 3(iii) (a), (b) and (c) of the order is not applicable to the company
- iv. In our opinion and according to the information and explanation given to us, the company has not given any loan, made investment, given any guarantee, provided any security under Provision of the Section 185 and 186 of the Companies Act, 2013 is not applicable. Hence paragraph 3(iv) is not applicable to the company.
- v. In our opinion, and according to the information and explanation given to us, the Company has not accepted deposits as per the directives issued by the Reserve Bank of India under the provisions of section 73 to 76 or any other relevant provisions of the Act and the rules framed there under. Accordingly, paragraph 3(v) of the order is not applicable to the Company.



- vi. The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any activity carried out by the Company. Accordingly, paragraph 3(vi) of the order is not applicable to the Company.
- vii. (a) According to the information and explanation given to us and bases on the records of the company examined by us, the company is regular in depositing the undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty and other material statutory dues, as applicable with the appropriate authorities.
- (b) According to the information and explanations given to us, there are no material dues of Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty and other material statutory dues, as applicable, with the appropriate authorities on account of any dispute.
- viii. The Company has not defaulted in repayment of loan or borrowing from any financial institution, banks, government or debenture holder during the year. Accordingly, paragraph 3(viii) of the order is not applicable to the Company.
- ix. The Company did not raise any money by way of initial public offer or further public offer (including debt instrument) and term loan during the year. Accordingly paragraph of 3(ix) of the order is not applicable to the Company.
- x. According to the information and explanation given to us, no material fraud by the Company or on the Company by its officer or employees has been noticed or reported during the course of our audit.
- xi. This being a Private Company and provision of Section 197 read with Schedule V to the Act are not applicable, hence details of paragraph 3(xi) of the order is not applicable to the Company.
- xii. In Our opinion and according to the information and explanation given to us, the company is not a Nidhi company. Accordingly paragraph (3xii) of the order is not applicable to the Company.
- xiii. According to the information and explanation given to us, the Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act where applicable and the details of such related party transaction have been disclosed in the financial statements as required by applicable according standards. Section 177 of the Act is not applicable to the Company.



- xiv. According to the information and explanation given to us and based on our examination of the records of the Company, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly paragraph (3xiv) of the order is not applicable to the Company.
- xv. According to the information and explanation given to us and based on our examination of the records of the company, the company has not entered into non-cash transaction with directors or person connected with him. Accordingly paragraph (3xv) of the Order is not applicable to the Company.
- xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly paragraph (3xvi) of the Order is not applicable to the Company



For JAIN P.C. & ASSOCIATES

Chartered Accountants

A handwritten signature in black ink, appearing to read "Karan R. Ranka", written over a horizontal line.

Karan R. Ranka
(Partner)

Place: Ahmedabad

Date: 10-06-2018

Mem No. 136171

Firm Reg. No. 126313W

Shubham Polyspin Private Limited

Balance Sheet as at March 31, 2018

	Note	March 31, 2018 Rupees	March 31, 2017 Rupees
Equity and Liabilities			
Shareholder's Funds			
Share Capital	2	40,100,000	40,100,000
Reserves and Surplus	3	19,512,707	6,740,031
Non-Current Liabilities			
Non-Current Borrowings	4	47,647,800	55,119,972
Deferred Tax Liability	5	6,905,959	1,500,736
Current Liabilities			
Current Borrowings	6	30,948,539	59,222,869
Trade Payables	7	14,597,064	20,147,518
Other Current Liabilities	8	14,601,927	15,606,171
Short-term Provisions	9	2,622,993	2,297,632
Total		176,936,988	200,734,929
Assets			
Non-Current Assets			
Fixed Assets			
Tangible assets	10	89,367,233	99,648,427
Intangible Assets		17,290	25,080
Capital Work-In-Progress		1,352,200	-
Long Term Loans and Advances	11	2,368,995	2,482,885
Other Non Current Assets	12	3,301,459	3,555,417
Current Assets			
Inventories	13	12,301,252	5,427,602
Trade receivables	14	37,455,135	50,154,266
Cash and Bank Balances	15	2,594,357	2,180,693
Short Term Loans and Advances	16	11,346,084	30,701,104
Other Current Assets	17	16,832,983	6,559,455
Total		176,936,988	200,734,929

Summary of Significant Accounting Policies 1

The notes 1 to 30 are an integral part of these financial statements.

This is the Balance Sheet referred to in our report of even date,

For Jain P. C. & Associates
Chartered Accountants
FRN: 126313W


Karan Ranka
Partner

Membership No.: 136171
Place : Ahmedabad
Date : 10-06-2018



For and on behalf of the Board of Directors
Shubham Polyspin Private Limited
CIN: U17120GJ2012PTC069319



Director
Ankit Anil Somani
DIN: 05211800
Place : Ahmedabad
Date : 10-06-2018



Director
Preeti Nitin Somani
DIN: 06362518
Place : Ahmedabad
Date : 10-06-2018

Shubham Polyspin Private Limited

Profit and Loss for the year ended March 31, 2018

	Note	March 31, 2018 Rupees	March 31, 2017 Rupees
Revenue			
Revenue from Operations	18	268,764,820	175,138,675
Other operating Income	19	8,305,576	505,862
Total		277,070,397	175,644,537
Expenses			
Cost of Materials Consumed	20	198,261,154	127,473,414
Changes in Inventories	21	(615,177)	211,885
Employee Benefit Expense	22	10,421,400	5,394,567
Finance Costs	23	7,967,181	8,806,320
Depreciation and Amortization	24	8,965,981	7,292,365
Other Operating and General Expenses	25	34,390,425	23,103,052
Total		259,390,964	172,281,603
Profit Before Exceptional Item and tax		17,679,433	3,362,933
Exceptional Item			
Prior Period Adjustments		-	88,844
Profit Before Tax		17,679,433	3,274,089
Tax expense			
Earlier Year Income Tax		42,549	40,106
Deferred tax		5,405,223	560,936
Current Tax		3,368,816	623,878
Less: Mat Credit 2017-18		(1,958,981)	-
Mat Credit of Previous year		(1,950,850)	-
Profit After Tax		12,772,676	2,049,169
Earning per equity share:			
Basic		3.19	0.57
Diluted		3.19	0.57

Summary of Significant Accounting Policies 1

The notes 1 to 30 are an integral part of these financial statements.

This is the Statement of Profit and Loss referred to in our report of even date.

For Jain P. C. & Associates
Chartered Accountants
FRN: 126313W

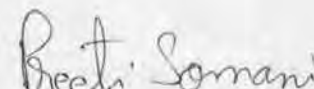

Karan Ranka
Partner



Membership No.: 136171
Place : Ahmedabad
Date : 10-06-2018

For and on behalf of the Board of Directors
Shubham Polyspin Private Limited
CIN: U17120GJ2012PTC069319


Ankit Anil Somani
Director


Preeti Nitin Somani
Director

Ankit Anil Somani
DIN: 05211800
Place : Ahmedabad
Date : 10-06-2018

Preeti Nitin Somani
DIN: 06362518
Place : Ahmedabad
Date : 10-06-2018

Shubham Polyspin Private Limited
Cash Flow Statement for the year ended March 31, 2018

	March 31, 2018 Rupees	March 31, 2017 Rupees
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit / (Loss) before Taxation as per the Profit and Loss A/c	17,679,433	3,274,089
<u>Adjustment For</u>		
Depreciation and Amortisation	8,965,981	7,292,365
Interest Expense	7,967,181	10,280,856
(Profit)/Loss on sale of Fixed Assets	-	77,586
	16,933,162	17,650,807
Operating Profit / (Loss) before working capital changes	34,612,594	20,924,897
<u>Adjustments For Changes In Working Capital</u>		
Decrease / (Increase) in Inventories	(6,873,650)	2,541,382
Decrease / (Increase) in Trade Receivables	-	(11,334,769)
Decrease / (Increase) in Loans & Advances	19,355,020	(16,818,672)
Decrease / (Increase) in Othe non current Asset	-	(3,818,991)
Decrease / (Increase) in Other Assets	(6,363,697)	165,135
Increase / (Decrease) in Current Liabilities	(34,863,168)	39,136,282
Cash generated from / (used in) Operations	5,867,100	30,795,264
Taxes Paid	(3,051,864)	(413,344)
Net Cash generated from / (used in) Operating Activities	2,815,236	30,381,920
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	(2,586,353)	(36,055,292)
Sale of Fixed Assets	311,114	750,000
Government Grant	2,500,000	
(Increase)/Decrease in Long Term Loans and Advances	113,890	(897,491)
Net Cash generated from / (used in) Investing Activities	338,651	(36,202,783)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from Issue of Equity Share Capital	-	10,000,000
Proceeds from Long term Borrowings	(7,472,173)	5,914,942
Finance Cost	(7,967,181)	(10,280,856)
Net Cash generated from / (used in) Financing Activities	(15,439,354)	5,634,086
Net (Decrease) / Increase in cash and cash equivalents (A+B+C)	(12,285,466)	(186,777)
Cash and Cash Equivalents as at the beginning of the year	2,180,693	2,367,470
Cash and Cash Equivalents as at the end of the year	(10,104,773)	2,180,693
<u>Cash and Cash Equivalents</u>		
Cash on hand	775,067	32,246
Balances with Scheduled Banks		
In Current Accounts	44,151	820,144
In Deposit Account (with maturity less than 12 months)	1,775,139	1,328,303
	2,594,357	2,180,693

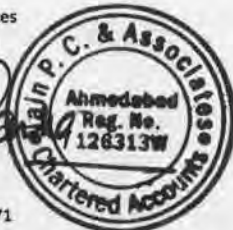
Notes:

- The above Cash Flow Statement has been prepared under the 'Indirect Method' set out in
- Cash and cash equivalents represent cash and bank balances only.

This is the Cash Flow Statement referred to in our report of even date.

For Jain P. C. & Associates
Chartered Accountants
FRN: 126313W

Karan Ranka
Karan Ranka
Partner
Membership No.: 136171
Place : Ahmedabad
Date : 10-06-2018



For and on behalf of the Board of Directors
Shubham Polyspin Private Limited
CIN: U17120GJ2012PTC069319

Ankit Anil Somani
Ankit Anil Somani
Director
DIN: 05211800
Place : Ahmedabad
Date : 10-06-2018

Preeti Nitin Somani
Preeti Nitin Somani
Director
DIN: 06362518
Place : Ahmedabad
Date : 10-06-2018

Shubham Polyspin Private Limited

Notes to the Financial Statement for the year ended 31st March, 2018

General Information

Shubham Polyspin Private Limited ('the Company') was incorporated on March 12, 2012 and is primarily engaged in the business of manufacturing of Multi Filament Yarns.

Note 1: Significant Accounting Policies

1. Basis for Preparation of Accounts:

These financial statements have been prepared in accordance with the generally accepted Accounting principles in India under the historical cost convention on accrual basis. These financial statements have been prepared to comply in all material aspects with the accounting standards notified under Section 211(3C) [Companies (Accounting Standards) Rules, 2006, as amended and the other relevant provisions of the Companies Act, 2013.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III of the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle for the purpose of current – non-current classification of assets and liabilities.

2. Use of Estimates

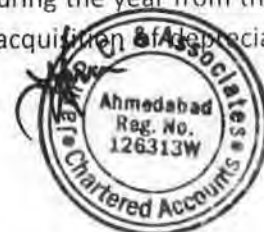
The preparation of financial statements requires management to make estimates and assumptions that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognised in the period in which the results are known or materialised.

3. Inventory :

Inventories consist of Raw Material, Work In Progress, Packing Goods, Finished Goods and Stores. Inventories are valued at Cost. The cost is determined on First in First out (FIFO) basis. The cost of work in progress and finished goods includes material and packing cost, proportion of labour and manufacturing overheads.

4. Fixed Assets

Fixed Assets are stated at cost of acquisition / construction less accumulated depreciation, amortization and impairment loss, if any. Cost comprises of purchase price / cost of construction that relate directly to the specific asset, duties and other non-refundable taxes or levies and any directly attributable cost to bring the assets ready for its intended use. Foreign Exchange gains / losses arising during the year from the effects of changes in foreign exchange rates on foreign currency loans relating to acquisition of appreciable capital



- assets are adjusted to the cost of the fixed assets. Any internal profits are eliminated in arriving at such costs.

Direct expenses, as well as pro rata identifiable indirect expenses on projects during the year of construction are capitalized.

Capital assets (including expenditure incurred during the construction period) under erection / installation are stated in the Balance Sheet as "Capital Work in Progress."

5. Depreciation

- (a) Depreciation is provided as per the "Straight Line Method" at rates provided by Schedule II of the Companies Act, 2013.
- (b) Depreciation on additions and on sale/disposal of fixed assets is computed pro-rata on day-to-day basis from the date of purchase or up to the date of sale.

6. Revenue Recognition

Revenue comprises the fair value of the consideration received or receivable for the sale of goods in the ordinary course of the Company activities. Revenue is shown at net of Indirect tax.

Sales revenue is recognized on individual sales when persuasive evidence exists that the significant risks & rewards of ownership of the goods have been transferred to buyer and there is no significant uncertainty regarding the amount of the consideration.

These conditions are generally satisfied when the product is delivered at a fixed or determinable price and when an inflow of economics benefits is reasonably assured. Delivery is defined based on the terms of the sale contract.

7. Taxes on Income:

Taxes on Income comprises of current tax and deferred tax.

Provision for current tax is determined based on assessable profits of the Company as determined under the Income Tax Act, 1961.

Deferred tax is recognised, subject to consideration of prudence in respect of deferred tax assets, on timing differences, being the difference between taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.

Minimum Alternate Tax (MAT) credit is recognised as an asset as there is convincing evidence that the company will pay normal income tax during the specified period.

8. Provisions, Contingent Liabilities and Contingent Assets :

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably



estimated. The timing of recognition and quantification of the liability requires the application of judgement to existing facts and circumstances, which can be subject to change. The carrying amounts of provisions and liabilities are reviewed regularly and revised to take account of changing facts and circumstances.

Contingent liabilities are not recognised but are disclosed in the notes, if any. Contingent assets are neither recognised nor disclosed in the financial statements.

9. Borrowings and their cost:

Borrowings are recognized initially at fair value net of transaction costs incurred. Borrowings are subsequently stated at amortized cost any difference between proceeds (net of transaction costs) and the redemption value is recognized in the statement of comprehensive income over the period of the borrowings using the effective interest method.

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the balance sheet date. All borrowings stated in balance sheets are long term. Borrowings (interest bearing loan) are recorded at the proceeds received.

Borrowings costs are recognized as an expense in the period in which these are incurred except to the extent of borrowings costs that are directly attributable to the acquisitions, construction or productions of qualifying assets. Such borrowing cost, if any, are capitalized as part of the cost of that assets.

10. Foreign Currency Transaction :

Transactions denominated in foreign currencies are normally recorded at the exchange rates prevailing at the date of the transaction.

Monetary items denominated in foreign currencies at the Balance Sheet date are restated at the rates prevailing at that date. Exchange difference arising on settlement of foreign currency transactions or restatement of foreign currency denominated assets and liabilities are recognized in the Statement of Profit and Loss.

11. Impairment of non-financial assets:

The Company assess at each reporting date whether there is an indication that an assets may be impaired. If any such indications exists or when annual impairment testing for an asset is required, the company makes an estimates of the asset's recoverable amount. An assets recoverable amount is the higher of an assets or cash generating units fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets of group of assets' Where the carrying amount of an asset exceeds its recoverable amount the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pretax discount rate that reflects current market assessments of the time value of money and the risk specific to the asset, In determining fair value less costs to sell and appropriate valuation model is used.



12. Loans and Receivables:

Loans and receivables are non derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are included in current assets except for maturities greater than 12 months after the balance sheet date in which case, these are classified as non-current assets. The Company's loan and receivables comprises of trade & other receivables, restricted deposits with banks and cash & cash equivalents on the balance sheet date. The Company assesses at each balance sheet date whether there is objective evidence that a financial asset or a group financial asset is impaired and any impairment loss is required to be recognized in the statement of comprehensive income.

The Company considers whether a contract contains an embedded derivative when the entity first becomes a party to it. The embedded derivatives are separated from the host contract which is not measured at fair value through profit or loss when the analysis shows that the economics characteristics and risk of embedded derivatives are not closely related to those of the host contract. Normally no interest is charged on trade receivables.

All regular way purchase and sale of financial assets are recognized on the trade date, which is the date that the Company commits to purchase or sell the assets. Regular way purchases or sales are purchases or sales of financial assets within the period generally established by regulations or conventions in the market place.

13. Trade and Other Receivables:

Trade and other receivables are carried at original invoice amount less provision made for impairment of these receivables. A provision for impairment of trade and other receivables is established when there is objective evidence that the Company will not be able to collect all amounts due according to the original terms of receivables. The amount of the provision is the difference between the carrying amount and the recoverable amount. The carrying amounts of trade receivables are assumed to approximate their fair value. Normally no interest is charged on trade receivables.

14. Cash and Cash Equivalents:

Cash and cash equivalents in the balance sheet comprises cash at bank and in hand, short term deposits, if any with banks and short term highly liquid investments that are readily convertible in to cash which are subject to insignificant risk of changes in value and are held for the purpose of meeting short term cash commitments.

15. Liabilities, Provisions and Trade and Other Payable:

All known liabilities are accounted in preparing the financial statements.

Financial liabilities are initially measured at cost and are subsequently measured at amortized cost, using the effective interest method except for liabilities classified as held-for-trading which are carried at fair value.

Provisions are recognized when the Company has a present, legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount can be made. Where the Company expects a provision to be reimbursed, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain.



The materiality of the events occurring after the balance sheet date is considered and appropriate adjustments and provisions are made in the financial statements, wherever necessary.

16. Allowance for Doubtful Accounts

An allowance is made for doubtful accounts for estimated losses resulting from the subsequent inability of the customers to make required payments. If the financial conditions of the customers were to deteriorate, resulting in an impairment of their ability to make payments, additional allowances may be required in future periods.

Management specifically analyses accounts receivables and analyses historical bad debt, customer concentrations, customer creditworthiness, current economic trends and changes in customer payment terms when evaluating the adequacy of the allowance for doubtful accounts. At the balance sheet date, the receivables are measured at fair value and their fair values might change materially within the next financial year but these changes would not arise from assumptions or other sources of estimation uncertainty at the balance sheet date.

17. Related Party Transactions

To be read along with Note 26

For the purposes of these financial statements, parties are considered to be related to the company if the company has the ability, directly or indirectly, to control the party or exercise significant influence over the party in making financial and operating decisions, or vice versa, or where the company and the party are subject to common control or common significant influence. Related parties may be individuals or entities. Transactions with related parties are disclosed separately wherever possible.

18. Pre operative Expense

Expenses incurred prior to the commencement of commercial production of new unit at Borisana are recognised as Preoperative expenses except to the extent of expenses that are directly attributable to the acquisitions, construction or productions of qualifying assets. Such expenses, if any, are capitalized as part of the cost of those assets. Pre operative Expenses will be written off in 15 equal instalments starting from 31st March 2017. (Refer to Note 12)

19. Government Grants

Government Revenue Grants are recognized only when there is reasonable assurance that that entity will comply with any condition attached to the grant and the Grant will be received. Further such grant is recognized as income over the period necessary to match with the related cost, for which they are intended to compensate on systematic basis. However grant from Gujarat Value Added Tax is recognized only up to the period for which there are no uncertainties about the procedure to claim such grant.

Monetary grants received for Depreciable asset are recognized in the year in which such grant is received and deducted from the cost of asset. Moreover depreciation is provided on such reduced value.



Shubham Polyspin Pvt Ltd

Notes to Financial Statements for the year ended March 31, 2018

Note 2 : Share Capital

	March 31, 2018 Rupees	March 31, 2017 Rupees
Authorised Share Capital		
40,10,000 Equity Shares of Rs. 10/- each. (P.Y. 40,10,000 Equity Shares of Rs. 10/- each.)	40,100,000	40,100,000
	40,100,000	40,100,000
Issued, Subscribed and Paid Up Share Capital		
Ordinary Share Capital		
20,10,000 Equity Shares of Rs. 10/- each. (P.Y. 20,10,000 Equity Shares of Rs. 10/- each.)	20,100,000	20,100,000
Share Capital with Differential Voting Right		
Class A Equity Share - 1 Share carry 100 Votes		
6,00,000 Equity Shares of Rs. 10/- each. (P.Y. 6,00,000 Equity Shares of Rs. 10/- each.)	6,000,000	6,000,000
Class B Equity Share - 100 Shares carry 1 Vote		
14,00,000 Equity Shares of Rs. 10/- each. (P.Y. 14,00,000 Equity Shares of Rs. 10/- each.)	14,000,000	14,000,000
	40,100,000	40,100,000



Shubham Polyspin Pvt Ltd

Notes to Financial Statements for the year ended March 31, 2018

Footnotes :

(i) Reconciliation of Shares outstanding

Particulars	No. of Shares	No. of Shares
<i>Equity Share Capital</i>		
At the beginig of the period	4,010,000	3,010,000
Issued during the year		1,000,000
At the end of the period	4,010,000	4,010,000

(ii) Shareholders holding more than 5% shares in the company

(a) with voting Rights

Akshay Somani	No. of Shares % of Holding	330,000 8.23%	330,000 8.23%
Anil Somani	No. of Shares % of Holding	1,000,000 24.94%	1,000,000 24.94%
Ankit Somani	No. of Shares % of Holding	525,000 13.09%	525,000 13.09%

(b) with Differential voting Rights

Class A

Ankit Somani	No. of Shares % of Holding	450,000 11.22%	450,000 11.22%
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Class B

Ankit Somani	No. of Shares % of Holding	600,000 14.96%	-
Akshay Somani	No. of Shares % of Holding	450,000 11.22%	-
Anil Somani	No. of Shares % of Holding	200,000 4.99%	-
Bluerose Sales Private Limited		-	450,000 11.22%
Crystal Dealmark Private Limited	No. of Shares % of Holding	-	200,000 4.99%
Lawa Marketing Private Limited	No. of Shares % of Holding	-	600,000 14.96%



Shubham Polyspin Pvt Ltd

Notes to Financial Statements for the year ended March 31, 2018

Note 3 : Reserves & Surplus

	March 31, 2018 Rupees	March 31, 2017 Rupees
Surplus in Statement of Profit and Loss		
Balance at the beginning of the year	6,740,031	4,690,862
Add: Profit for the year	12,772,676	2,049,169
Balance at the end of the year	19,512,707	6,740,031

Note 4 : Non-Current Borrowings

(to be read along with Note 28)

Secured Loans from Banks

Term Loan for Machinery

Term Loan for Vehicle

Unsecured Loans

Banks & Financial Institution

From Director

Ankit Somani

From Relative of Director

Anil Somani

Other Exempt Deposit

Inter Corporate Deposit

	March 31, 2018 Rupees	March 31, 2017 Rupees
Term Loan for Machinery	24,863,350	35,709,765
Term Loan for Vehicle	1,825,376	2,374,589
Banks & Financial Institution	1,240,690	97,210
From Director		
Ankit Somani	5,218,383	2,938,408
From Relative of Director		
Anil Somani	3,500,000	
Other Exempt Deposit	6,500,000	
Inter Corporate Deposit	4,500,000	14,000,000
Total	47,647,800	55,119,972



Shubham Polyspin Pvt Ltd

Notes to Financial Statements for the year ended March 31, 2018

Note 5 : Deferred Tax Liability (net)

	March 31, 2018 Rupees	March 31, 2017 Rupees
Deferred Tax Liability		
Element on Account of Depreciation	6,905,959	7,348,199
Deferred Tax Asset		
Element on Account of Unabsorbed Depreciation	-	(3,896,612)
Element on Account of MAT Credit	-	(1,950,851)
	6,905,959	1,500,736

Note 6 : Short-Term Borrowings

	March 31, 2018 Rupees	March 31, 2017 Rupees
Secured (to be read along with Note 28)		
Cash Credit	23,712,147	48,874,313
Letter of Credit	7,236,392	10,348,556
	30,948,539	59,222,869

Note 7 : Trade Payables

	March 31, 2018 Rupees	March 31, 2017 Rupees
Creditors for Goods	13,772,500	16,188,670
Creditors for Expenses	824,564	3,958,848
	14,597,064	20,147,518

Note 8 : Other Current Liabilities

	March 31, 2018 Rupees	March 31, 2017 Rupees
Current Maturities of Long Term Debt		
Term Loan for Machinery	11,208,084	11,208,084
Term Loan for Vehicle	549,212	2,257,016
From Banks & Financial Institution	1,258,381	-
Sundry Creditors for Capital Goods	78,880	620,544
Statutory dues	171,216	1,493,467
Advance Received from Debtors	1,336,154	27,060
	14,601,927	15,606,171

Note 9 : Short Term Provisions

	March 31, 2018 Rupees	March 31, 2017 Rupees
Provision for Income Tax (Net of Advance Tax Paid)	744,662	385,161
Other Provisions	1,878,331	1,912,471
	2,622,993	2,297,632



Notes to Financial Statements for the year ended March 31, 2018

Note 10 : Fixed Assets

	Gross Block					Depreciation			Net Block	
	As on 1st April, 2017	Addition during the year	Deletion during the year	As on 31st March, 2018	As on 1st April, 2017	Depreciation for the year	Adjustment	Deletion during the year	As on 31st March, 2018	As on 31st March, 2017
Tangible Assets :										
Factory Land	8,096,430	-	-	8,096,430	-	-	-	-	8,096,430	8,096,430
Building	16,634,106	80,800	15,800	16,699,106	313,284	474,992	-	788,276	15,910,830	16,320,822
Plant & Machinery	78,058,517	671,750	2,795,314	75,934,953	14,410,674	6,744,703	-	21,155,376	54,779,577	63,647,844
Electric Fittings	8,049,573	216,867	-	8,266,440	969,898	778,564	-	1,748,462	6,517,978	7,079,675
Furniture & Fixtures	715,939	226,208	-	942,147	49,877	98,161	-	148,038	794,109	666,062
Computer	366,759	38,528	-	405,287	196,376	66,290	-	262,666	142,621	170,383
Office Equipment	401,619	-	-	401,619	102,135	117,982	-	220,117	181,502	299,484
Vehicles	3,566,158	-	-	3,566,158	198,431	423,541	-	621,972	2,944,186	3,367,727
Total	115,889,101	1,234,153	2,811,114	114,312,140	16,240,675	8,704,233	-	24,944,907	89,367,233	99,648,427
Intangible Assets :										
Software	69,000	-	-	69,000	43,920	7,790	-	51,710	17,290	25,080
Total	69,000	-	-	69,000	43,920	7,790	-	51,710	17,290	25,080
Capital Work-in-Progress										
Plant & Machinery	-	1,352,200	-	1,352,200	-	-	-	-	1,352,200	-
Total	-	1,352,200	-	1,352,200	-	-	-	-	1,352,200	-
Grand Total	115,958,101	2,586,353	2,811,114	115,733,340	16,284,594	8,712,023	-	24,996,617	90,736,723	99,673,507
Previous year	80,912,809	100,126,476	65,081,184	115,958,101	9,438,217	7,028,791	(182,414)	16,284,594	99,673,507	71,474,592



Shubham Polyspin Pvt Ltd

Notes to Financial Statements for the year ended March 31, 2018

Note 11 : Long Term Loans & Advances

	March 31, 2018 Rupees	March 31, 2017 Rupees
Security Deposits	2,368,995	2,482,885
	2,368,995	2,482,885

Note 12 : Other Non Current Assets

	March 31, 2018 Rupees	March 31, 2017 Rupees
Preoperative Expenses pending to be Written Off		
Opening balance	3,555,417	-
Add: Expenditure During year	-	3,809,375
Writtent off during year	(253,958)	(253,958)
Balance to be Written Off in 14 years	3,301,459	3,555,417

Note 13 : Inventories

	March 31, 2018 Rupees	March 31, 2017 Rupees
Raw Material	9,179,885	3,185,390
Stores, Spares & Components	1,002,750	738,773
WIP	23,932	11,000
Finished Goods	2,049,221	1,416,900
Others	45,464	75,540
	12,301,252	5,427,602

Quantitative Details

Opening Stock	51,323	69,356
Purchase	2,284,261	1,420,743
Consumption	1,525,736	1,326,163
Sale	721,334	112,613
Closing Stock	88,514	51,323

Finished Goods (UoM Pcs)

Opening Stock	11,643	17,438
Purchase	17,146	12,953
Production	1,474,907	1,298,316
Sales	1,488,112	1,317,064
Closing Stock	15,584	11,643

Note 14 : Trade Receivables

	March 31, 2018 Rupees	March 31, 2017 Rupees
Outstanding for more than six months		
Unsecured, Considered Good :	3,684,731	577,321
Others		
Unsecured, Considered Good :	33,770,404	49,576,945



Shubham Polyspin Pvt Ltd

Notes to Financial Statements for the year ended March 31, 2018

Note 15 : Cash & Bank Balances

	March 31, 2018 Rupees	March 31, 2017 Rupees
Cash and Cash Equivalents		
Cash on hand	775,067	32,246
Balance in Current Bank Accounts	44,151	820,144
Balance in Fixed Deposit (Lien marked to Dena Bank against Letter of Credit and Bank Guarantee)	1,775,139	1,328,303
	2,594,357	2,180,693

Note 16 : Short Terms Loans and Advances

	March 31, 2018 Rupees	March 31, 2017 Rupees
Advance for Capital Goods	1,100,000	50,000
Advance Receivable in Cash or Kind	7,528,204	29,967,390
Balance With Revenue Authorities (Indirect Taxes)	2,717,880	683,714
	11,346,084	30,701,104

Note 17 : Other Current Assets

	March 31, 2018 Rupees	March 31, 2017 Rupees
Interest Accrued on GEB Deposit	118,717	156,108
Government Grant Receivable	12,656,978	6,288,553
Mat Credit Entitlement	3,909,831	-
Prepaid Expenses	147,457	114,794
	16,832,983	6,559,455

Note 18 : Revenue from Operations

	March 31, 2018 Rupees	March 31, 2017 Rupees
(i) Sale of Goods		
Sales (Net of Discount)	182,005,426	161,094,724
Resale	65,014,160	9,643,993
Waste Materials	935,364	-
	247,954,950	170,738,717
Less: Excise Duty	-	(6,354,815)
(i)	247,954,950	164,383,902
(ii) Sale of Services		
Job Work Income	20,809,870	10,754,773
(ii)	20,809,870	10,754,773
(i)+(ii)	268,764,820	175,138,675



Shubham Polyspin Pvt Ltd

Notes to Financial Statements for the year ended March 31, 2018

Note 19 : Other operating Income

	March 31, 2018 Rupees	March 31, 2017 Rupees
Foreign Exchange fluctuation	1,017,399	127,644
Interest Income	1,417,282	294,311
Government Grant	5,534,858	-
Other Miscellaneous Income	336,037	83,907
	8,305,576	505,862

Note 20 : Cost of Material Consumed

	March 31, 2018 Rupees	March 31, 2017 Rupees
Opening Stock	3,185,390	5,704,660
Add : Purchases (Net of Discount)	204,255,650	124,954,143
	207,441,039	130,658,803
Less : Closing Stock	9,179,885	3,185,390
	198,261,154	127,473,414

Note 21 : Change in Inventories

	March 31, 2018 Rupees	March 31, 2017 Rupees
Opening Stock	1,503,440	1,715,325
Closing Stock	2,118,616	1,503,440
	(615,177)	211,885

Note 22 : Employee Benefit Expenses

	March 31, 2018 Rupees	March 31, 2017 Rupees
Wages and Salaries	10,421,400	5,394,567
	10,421,400	5,394,567

Note 23 : Financial Cost

	March 31, 2018 Rupees	March 31, 2017 Rupees
Interest to Bank & financial Institution	5,394,771	7,203,254
Interest to Others	92,038	1,005,713
Finance Charges	2,480,373	597,353
	7,967,181	8,806,320

Note 23.1 Finance Cost is Netted of against Subsidy Received against interest term loan



Shubham Polyspin Pvt Ltd

Notes to Financial Statements for the year ended March 31, 2018

Note 24 : Depreciation and Amortisation

	March 31, 2018	March 31, 2017
	Rupees	Rupees
Depreciation	8,712,023	7,028,791
Preliminary Expenses Written Off	253,958	9,616
Pre Operative Expenses Written Off	-	253,958
	8,965,981	7,292,365

Note 25 : Other Operating and General Expenses

	March 31, 2018	March 31, 2017
	Rupees	Rupees
<u>Operating expenses</u>		
Job Work Charges	5,128,456	2,401,769
Stores & Spares Consumption	1,056,251	1,795,366
Factory Expenses	806,533	118,317
Freight Inward	575,086	286,470
Power & Fuel Expenses	16,467,754	11,968,167
Other Manufacturing Expenses	112,037	205,218
<u>General Administrative expenses</u>		
Selling & Distribution Expenses	5,740,793	2,847,470
Repair & Maintenance Plant & Machinery	206,142	202,266
Repair & Maintenance Others	282,413	124,309
Rent Rates and Taxes	1,309,242	1,076,812
Registration & Filling Fees	39,715	32,658
Travelling Expenditure	861,929	551,315
Interest for Statutory Payment	15,118	61,941
Fees and Penalty for statutory Payment	8,931	-
Donation	122,686	69,000
Insurance Expenses	313,884	270,989
Legal & Professional Charges	804,554	311,172
Audit Fees Expenses	100,000	104,936
Loss on Sale of Fixed Assets	-	77,586
Office Expenses	77,361	46,313
Postage & Telephone Expenditure	201,090	236,537
Stationery & Printing Expenses	90,813	90,321
Misc Expenditure	69,636	224,121
	34,390,425	23,103,052



Notes to Financial Statements for the year ended March 31, 2018

Note 26: Earning Per Share

Particulars	As on 31 st March, 2018	As on 31 st March, 2017
Profit/(Loss) After Tax	1,27,72,676	20,49,169
No. of Shares at the Beginning	40,10,000	30,10,000
No. of Shares issued during the Year	0	10,00,000
Weighted Average No. of Shares outstanding	40,10,000	35,93,333
Basic Earnings Per Share	3.19	0.57
Diluted Earnings Per Share	3.19	0.57

Note 27: Related Party Disclosure

As per provision of Accounting Standard 18-“Related Party Transactions” issued by the Institute of Chartered Accountants of India, the details of Related Party Transactions based on disclosure certificate issued by the Directors, is enclosed here below:

List of Related Parties :	Particulars
Key Management Personnel	Mr. Ankit Somani Mrs. Preeti Nitin Somani
Enterprise with common key management personnel	M/s Shubham Tax-O-Pack Pvt. Ltd. M/s Shubham Texplast P Ltd M/s Nitin Somani HUF M/s Flexishine Polybends LLP
Relative of key management personnel	Mr. Akshay Somani Mrs. Pooja Somani Mr. Anil Somani Mrs. Sangita somani

Transaction for the year ended 31st March 18

Particulars	Key Management Personnel	Enterprise with common key management personnel	Relatives of key Management personnel	Total
	(Rs.)	(Rs.)	(Rs.)	(Rs.)
1. Remuneration/Salary	19,25,000	Nil	26,00,000	45,25,000
2. Loan Taken	55,00,000	Nil -	42,00,000	97,00,000
3. Loan Paid	32,20,025	Nil -	7,00,000	39,20,025
4. Sales of Goods	Nil -	4,22,00,518	Nil -	4,22,00,518
5. Allotment of Equity Shares	Nil -	Nil -	Nil -	Nil -
6. Interest Paid	Nil -	82,834	Nil -	82,834
7. Purchase of goods	Nil -	3,45,57,840	Nil -	3,45,57,840



Note 28: Terms and Conditions for Borrowings

Sr.	Nature of Facility	Name of the Bank	Rate of Interest (%)	Details of Primary Securities	Principal Outstanding	Principal Amount due during the year
1	Term Loan I	Dena Bank	12 %	Primarily secured by Hypothecation of Plant & Machineries/Equipments as well as electrification financed by the Bank.	31,81,746/-	26,66,425/-
2	Term Loan II		12 %		83,85,429/-	28,75,000/-
3	Term Loan III		12 %		2,45,04,260	5,666,664/-
4	Cash Credit-I		11.5%	Secured by way of Hypothecation of Stock of all type of Raw Material, WIP, Semi Finished Goods and Finished Goods. Hypothecation of All Book Debts	2,37,12,147**	
5	Letter of Credit			Secured by Shipping Documents accompanied by complete set of Bill of Lading/consignee copy of Airway Bills, Railway Receipt/ Motor Transport Receipt covering the consignment of the goods purchased.	7,236,392	
<p>Above Facilities are further secured by :</p> <p>Collateral Security: (1) Equitable mortgage of Residential Flat at situated at Amaltas Kanji Maharaj Society Co. Op. Society (2) Negative Lien on Villa No D-001 at The North Park, Jaspur, Gandhinagar booked in the name of Anil Somani and Sangeeta Somani. (3) Factory Land and Building at Block No 748/P, Sakete Industrial Estate, Borisana, Mehsana owned by the Company.</p> <p>Guarantee: Personal Guarantee of Mr. Ankit Somani, Mr. Anil Somani, Mrs. Sangeeta Somani, Mr. Nitin Somani and Mrs Preeti Somani</p> <p>**Above facilities from Dena Bank are refinanced by Yes Bank and the process for same has been initiated in march 18.</p>						
6	Car Loan	HDFC Bank	9.25%	Hypothecation of Car	2,374,588	5,49,212
7	Business Loan	Indusind Bank	16.00%	Unsecured	2,78,000	2,78,000
8	Business Loan	Magma Finance Corporation Ltd	15.00%	Unsecured	22,21,070	7,78,930



Equitable Mortgage of residential premises situated at Flat No. E3/3, Amaltas, Kanji Maharaj Co. Op. Society Limited, B/h Fun Republic, Satellite, Ahmedabad owed by Mr. Nitin Somani as well as Negative Lien on Unit No. 901, 9th Floor, Block- B5, Water Lily, Block No. 388, Jaspur Village, Gandhinagar owned by Smt. Sangita Somani to secure overall credit limit

Note 29: Other Disclosures:

i) Classification of Cost of Raw Material Purchased

Classification	2017-18		2016-17	
	%	Gross Value (In Rs.)	%	Gross Value (In Rs.)
Indigenous	81.00	16,58,53,990/-	89.99%	1,10,709,596/-
Imported	19.00	3,88,82,629/-	10.01%	1,23,07,408/-
TOTAL	100%	20,47,36,620/-	100%	12,30,17,004 /-

ii) Value of Import on CIF Basis

Particulars	2017-18		2016-17	
	Value (In Rs.)		Value (In Rs.)	
Raw Material	3,88,82,629		1,23,07,408/-	

iii) Expenditure in Foreign Currency

Particulars	2017-18		2016-17	
	Value (in \$)	Value (In Rs.)	Value (in \$)	Value (In Rs.)
Foreign Bank Charges	3250	2,43,843.03	\$ 920	Rs.150582

iv) Earning In Foreign Exchange

Particulars	2017-18		2016-17	
	Value (in \$)	Value (In Rs.)	Value (in \$)	Value (In Rs.)
Export of Goods on CIF Basis	563,818	36,012,971	243,992	16,175,443

v) Payment to Auditors

Particulars	March 31, 2018	March 31, 2017
Audit Fees	85,000	89,936
Tax Audit Fees	15,000	15,000
Certification charges	18,952	17,256
Total	1,18,952	1,22,192/-



Note 30: Other General Notes

- i) No provision has been made in the books in respect of leave encashment. The amount in respect of the same is not ascertained.
- ii) Balances of Debtors, Creditors and Loans & Advances in the balance sheet are subject to confirmation
- iii) Under the Micro, Small and Medium Development Act, 2006, certain disclosures are required to be made relating to Micro, Small and Medium Enterprises. The company is in the process of compiling relevant information from its suppliers about their coverage under the Act. Since the relevant information is not properly available, no disclosures have been made in the accounts.
- iv) All assets and liabilities are classified as current and non-current as per the company's normal operating cycle and other criteria set out in the schedule III and the Companies Act, 2013. Based on the nature of products and time between the acquisition of assets for processing and their realisation in cash and cash equivalents, 12 months has been considered by the Company for the purpose of current – non current classification of assets and liabilities.
- v) Previous year figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosures.

The notes 1 to 30 are an integral part of these financial statements.

As per our report of even date attached.

For Jain P C & Associates
Chartered Accountants
Firm Registration No.: 126313W


Karan Ranka
Partner

Membership No.: 136171

Place: Ahmedabad
Date : 10-06-2018



For and on behalf of the Board of Directors of
Shubham Polyspin Pvt Ltd
CIN No. U17120GJ2012PTC069319


Ankit Anil Somani
Director
DIN No. 00075585

Place: Ahmedabad
Date : 10-06-2018



Preeti Nitin Somani
Director
DIN No. 00076897

Place: Ahmedabad
Date : 10-06-2018