

**ANNUAL
REPORT
2015-2016**



PREMCO GLOBAL LIMITED



PREMCO GLOBAL LIMITED
CIN : L18100MH1986PLC040911

BOARD OF DIRECTORS

MR. ASHOK B. HARJANI
CHAIRMAN & MANAGING DIRECTOR

MR. LOKESH P. HARJANI
EXECUTIVE DIRECTOR

MRS. NISHA P. HARJANI
CHIEF FINANCIAL OFFICER & DIRECTOR

MRS. SONIA A. HARJANI
DIRECTOR

MRS. SONU A. CHOWDHARY
DIRECTOR

MR. RAJESH M. MAHTANI
INDEPENDENT DIRECTOR

MR. DEVENDRA K. SHAH
INDEPENDENT DIRECTOR

MR. PREM I. GIDWANI
INDEPENDENT DIRECTOR

MR. DEVENDRAKUMAR JAIN
CHIEF EXECUTIVE OFFICER

MISS. HARSHAKAUR HOTSINGHANI
COMPANY SECRETARY

STATUTORY AUDITOR
S.P JAIN & ASSOCIATES

SECRETARIAL AUDITOR
SANJAY DHOLAKIA & ASSOCIATES

REGISTRAR & TRANSFER AGENT
Big Share Services Private Limited
E-2/3, Ansa Industrial Estate, Saki Vihar Road
Saki Naka, Mumbai - 400 072
Tel.No.091-022-2847 0652/53, 4043 0200
Fax No.091-022-2847 5207

BANKERS
HDFC BANK LIMITED
STATE BANK OF INDIA

REGISTERED OFFICE
A/26, Premco House, Street No.3, MIDC
Marol, Andheri (E) Mumbai - 400 093
Telephone No.: 022 - 61050 5000
Fax No.: 022 - 2835 1812
E-MAIL- admin @premcoglobal.com

FOREIGN SUBSIDIARY
Premco Global Vietnam Company Limited
Lot No 18, Road No 7, Tan Duc Industrial Park,
Duc Hoa Ha, Duc Hoa District, Long An Province. Vietnam
TEL NO: +84 123 952 8344/+84 986493991

PLANT LOCATIONS

Plot No. -41, Diwan & Sons Industrial
Estate, Aliyali Village, Dist.Thane,
Palghar, Maharashtra-401 404

8, Marol Udyog Premises, Steelmade
Industrial Estate, Marol-Maroshi Road,
Andheri (E) Mumbai Maharashtra- 400 059

Plot No. -202/2, Old Check post,
Dadra & Nagar Haveli,
Union Territory -D&NH-396 230

C/O. Akay Filtips Pvt.Ltd.
Plot No.- 2/23/24, GIDC, Silvassa Road
Near Nathani Paper Mills, Vapi-396 195

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NOTICE

Notice is hereby given that the 32nd ANNUAL GENERAL MEETING of the shareholders of PREMCO GLOBAL LIMITED (CIN:L18100MH1986PLC040911) will be held on 09th September, 2016 At 10.00 A.M. at **THE INTERNATIONAL BY TUNGA** at B/11, MIDC Central Road, MIDC, Opp. Ahura Centre, Andheri (E), Mumbai - 400093. to Transact The Following Business:

ORDINARY BUSINESS

- 1) To receive, consider, and adopt
 - a. the Audited Financial Statements for the year ended 31st March 2016 and the Report of the Directors and the Auditors thereon, and
 - b. the Audited Consolidated Financial Statements for the year ended 31st March 2016 and the Report of the Auditors thereon.
- 2) To confirm the payment of Interim Dividend and to declare Final dividend on Equity Shares for the financial year ended 2015-2016.
- 3) To appoint a Director in place of Mr. Lokesh Prem Harjani, (DIN 01496181) who retires by rotation and being eligible offers himself for re-appointment.
- 4) To pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to Section 139(1) and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) rules, 2014, the Company hereby appoints M/s. S.P. Jain & Associates, Chartered Accountants, Mumbai (Firm Regn. No. 103969W) as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting, to examine and audit the accounts of the Company for the year at such remuneration as may be mutually agreed upon between the Board of Directors of the Company and the Auditors plus reimbursement of out of pocket expenses and applicable taxes."

SPECIAL BUSINESS

- 5) To pass the following resolution as an Ordinary Resolution.

TO REGULARIZE APPOINTMENT OF MRS. NISHA PREM HARJANI (DIN 00736566)

"RESOLVED THAT pursuant to the provisions of Sections 160 and 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualifications of Directors) Rules, 2014, Mrs. Nisha Prem Harjani (DIN 00736566) who was appointed as an Additional Executive Director in the Board Meeting held on 2nd November, 2015, having tenure upto the ensuring Annual General Meeting and who is not disqualified to become a Director under the Companies Act, 2013 and in respect of whom the Company has received a notice in writing under Section 160 of the Act be as is hereby appointed as Executive Director of the Company."

- 6) To pass the following resolution as an Ordinary Resolution.

TO REGULARIZE APPOINTMENT OF MRS. SONIA ASHOK HARJANI (DIN 01220774)

"RESOLVED THAT pursuant to the provisions of Sections 160 and 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualifications of Directors) Rules, 2014, Mrs. Sonia Ashok Harjani (DIN 01220774) who was appointed as an Additional Executive Director in the Board Meeting held on 2nd November, 2015, having tenure upto the ensuring Annual General Meeting and who is not disqualified to become a Director under the Companies Act, 2013 and in respect of whom the Company has received a notice in writing under Section 160 of the Act be as is hereby appointed as Executive Director of the Company."

- 7) To pass the following resolution as a Special Resolution.

TO APPROVE "PREMCO GLOBAL LIMITED EMPLOYEE STOCK OPTION SCHEME 2016."

"RESOLVED THAT pursuant to the provisions of section 62(1)(b) and all other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Articles of Association of the Company, Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014, as amended from time to time (hereinafter referred to as "SEBI SBEB Regulations") and subject to such other approvals, permissions and sanctions as may be necessary and such conditions and modifications as may be imposed or prescribed while granting such approvals, permissions and sanctions, which may be accepted by the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall include any Committee thereof including the Nomination and Remuneration Committee duly authorised by the Board), approval and consent of the Members of the Company be and are hereby accorded to the 'Premco Global Limited Employee Stock Option Plan 2016 (hereinafter referred to as the "PGL ESOP 2016"/ "Plan") and to authorize the Board/Nomination and Remuneration Committee to create, offer and grant from time to time the number of Employee Stock Options ("ESOPs") being not exceeding 5% (Five percent) of the paid-up equity share capital of the Company as on the date of passing the resolution to the permanent employees and Directors of the Company (except independent Directors), whether whole time or otherwise, whether working in India or outside India, as may be decided by the Board under the Plan (hereinafter referred to as an "eligible employees"), convertible into equivalent number of equity shares of Rs.10/- (Rupees Ten) each, through Nomination and Remuneration Committee (herein after referred to as "NRC) and on such terms and conditions, as may be determined by the Board under PGL ESOP 2016.



"RESOLVED FURTHER THAT the Board be and is hereby further authorised to issue and allot equity shares upon exercise of ESOPs from time to time in accordance with the Plan and such equity shares shall rank pari passu in all respects with the then existing equity shares of the Company."

"RESOLVED FURTHER THAT the number of ESOPs that may be granted to any eligible employee, in any financial year and in aggregate under the Plan shall be less than 1% (One percent) of the issued equity share capital (excluding outstanding warrants and conversions) of the Company."

"RESOLVED FURTHER THAT the aforesaid ceiling of ESOPs be convertible into equivalent number of equity shares of `10/- (Rupees Ten) each shall be appropriately adjusted, in case of any corporate action(s) such as rights issues, bonus issues, sub division, split or consolidation of shares, any change in capital structure, merger and/or sale of division/undertaking or any other re-organisation /restructuring of the Company, without affecting any other rights or obligations of the option grantees."

"RESOLVED FURTHER THAT the Board be and is hereby empowered:

- (i) to administer, implement and supervise the PGL ESOP 2016 either directly by itself or through NRC;
- (ii) to formulate, approve, evolve, modify, change, vary, alter, amend, suspend or terminate the PGL ESOP 2016 and determine and bring into effect such terms and conditions and procedures for grantor vesting of Share(s) /Option(s) under PGL ESOP 2016 either directly by itself or through NRC;
- (iii) to grant, issue, re-issue, recall, surrender, cancel and withdraw stock options from time to time and to determine the terms and conditions therefore;
- (iv) to take necessary steps for listing of the equity shares allotted under the PGL ESOP 2016 on Exchanges, where the equity shares of the Company are listed;
- (v) to delegate all or any of the powers herein conferred by this resolution to any Committee of Directors, Director, Officer or Authorised Representative of the Company;
- (vi) to do all such acts, deeds, things and matters as may be considered necessary or expedient and settle any questions, difficulties or doubts that may arise in this regard without requiring the Board to secure any further consent or approval of the Members of the Company."

BY ORDER OF THE BOARD OF DIRECTORS
For **PREMCO GLOBAL LIMITED**

ASHOK B. HARJANI

CHAIRMAN & MANAGING DIRECTOR
DIN - 00725890

Registered Office:

"Premco House", A/26, M.I.D.C., Street No. 3,
Andheri (East), Mumbai - 400 093.

Date: 30th May, 2016

CIN: L18100MH1986PLC040911

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY TO BE EFFECTIVE SHOULD BE LODGED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, relating to Special Business is annexed hereto.
3. The Register of Member and the Share Transfer Books of the Company will remain closed from Saturday 03rd September 2016 to Friday 09th September 2016 (both days inclusive).
4. Details as mandated under Secretarial Standards-2 issued by the Institute of Company Secretaries of India effective from 1st July 2015 and Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the stock exchange in respect of the Directors seeking appointment/re-appointment at the Annual General Meeting, forms integral part of the notice. The Directors have furnished the requisite declarations for their appointment / re-appointment.
5. Electronic copy of the 32nd Annual Report 2015-16, inter alia, indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/ Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the 32nd Annual Report 2015-16, inter alia, indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the physical mode.

6. Members are requested to :-

- i. Write to the Company at least 7 days before the date of the meeting, in case they desire any information as regards the Audited Accounts for the financial year ended 31st March 2016, so as to enable the Company to keep the information ready.
- ii. Bring their copy of the Annual Report, Attendance slip and their photo identity proof at the Annual General Meeting.
- iii. Intimate to the Registrar & Transfer Agent (R&TA) of the Company immediately, about any change in their address, where the shares are held in electronic form, such change is to be informed to the Depository Participant (DP) and not to the Company/ R&TA.
- iv. Quote Registered Folio no. or DP ID/Client ID no. in all their correspondence.
- v. Approach the R&TA of the Company for consolidation of folios.

- vi. Avail of Nomination facility by filing in and forwarding the nomination form to the R&TA, if not already done.
- vii. Send all share transfer lodgments (physical mode)/ correspondence to the R&TA of the Company, Big Share Services Pvt. Ltd., E-2/3, Ansa Industrial Estate, Sakivihar Road, Saki Naka Andheri (East), Mumbai - 400072 upto the date of book closure.
7. Corporate Members are requested to forward a certified copy of the Board Resolution authorizing their representatives to attend and vote at the Annual General Meeting.
8. Map of the venue of the AGM is given at the note no 19.
9. The Company has listed its shares on the BSE Limited. The listing fees till date have been paid.
10. All the documents referred to in the Notice are open for inspection at the Registered Office of the Company between 11:00 a.m. to 3:00 p.m. on all working days except Saturdays, Sundays and Public Holidays until the date of the Annual General Meeting or any adjournment(s) thereof.
11. The Company is supporting "Green Initiative in Corporate Governance", a step taken by the Ministry of Corporate Affairs wherein the service of various documents including Notice, Directors' Report, Annual Accounts and various correspondences by a Company can be made through electronic mode which shall also be in compliance with the provisions of Section 20 of the Companies Act, 2013.

Supporting this initiative the Company sends its Annual Report to the members whose email ids are available in electronic form. To support this initiative in full measure, Members who have not registered their email address with the Depository through their concerned Depository Participants (DPs) are requested to register the same with their DPs. Members who hold shares in physical form are requested to register their email address with M/s. Big Share Services Pvt. Ltd., E-2/3, Ansa Industrial Estate, Sakivihar Road, Saki Naka Andheri (E), Mumbai - 400 072.

In case you desire to receive the documents mentioned above in physical form or register or change your email address, you are requested to send an e-mail to harshakaur@premcoglobal.com.

12. In terms of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Listing Regulations, the Company has made arrangement to its members to exercise their right to vote at Annual General Meeting by electronic means.
13. The members shall note that the facility for voting shall also be provided at the meeting through poll paper and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their voting rights at the meeting. If the members have already cast their vote by remote e-voting prior to the meeting they may attend the meeting but shall not be entitled to cast their vote again and his vote, if any, cast at the meeting shall be treated as invalid.
14. The voting period begins on Tuesday 06th September 2016 at 9:00 a.m. and ends on Thursday 08th September 2016 at 5:00 p.m. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 02nd September, 2016 may cast their vote electronically. The e-voting module shall be disable by NSDL for voting thereafter.

For Members receiving e-mail on their registered email ids from NSDL:

- a. Open the attached PDF file "e-Voting.pdf" giving your Client ID (in case you are holding shares in demat mode) or Folio No. (in case you are holding shares in physical mode) as password, which contains your "User ID" and "Password for e-voting". Please note that the password is an initial password.
- b. Launch internet browser by typing the URL <https://www.evoting.nsdl.com/>
- c. Click on "Shareholder - Login".
- d. Put User ID and password as initial password noted in step (1) above and Click Login.
- e. Password Change Menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof.
- f. Home page of "e-Voting" opens. Click on e-Voting: Active Voting Cycles.
- g. Select "EVEN" of PREMCO GLOBAL LIMITED.
- h. Members can cast their vote online from 9.00 am hrs on Tuesday 06th September 2016 upto 5.00 pm hrs on Thursday 08th September 2016.
- i. E-Voting shall not be allowed beyond 5.00 pm on Thursday 08th September 2016.
- j. Now you are ready for "e-Voting" as "Cast Vote" page opens.
- k. Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm", when prompted. Kindly note that vote once casted cannot be modified.
- l. Institutional shareholders (i.e., other than Individuals, HUF, NRI etc.) are also required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority Letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail sanjayrd65@yahoo.com with a copy marked to evoting@nsdl.co.in.

For Members whose e-mail address is not registered or receives physical copy :

- a. Initial password is provided separately in the Annual report posted for the AGM:
EVEN (e-voting Event Number)
USER ID PASSWORD/PIN
- b. Please follow all steps from Sl. No. 14 (b) to Sl. No. (k) above, to cast vote.
- c. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e voting user manual for Members available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.
- d. If you are already registered with NSDL for remote e voting, you can use your existing user ID and password/PIN for casting your vote.
- e. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- f. Voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date, 2nd September 2016.

- g. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date, 2nd September 2016, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting, you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.
- h. A member may participate in the AGM even after exercising his right to vote through e-voting but shall not be allowed to vote again at the AGM.
- i. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e voting as well as voting at the AGM through ballot paper.
15. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of 2nd September 2016.
16. Mr. Sanjay Dholakia, Practising Company Secretary has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. At the Annual General Meeting the Chairman shall provide voting facilities for the attending members who have not cast their votes electronically through poll.
17. The Scrutinizer shall immediately after the conclusion of voting at the general meeting, first count the votes cast at the meeting and thereafter unblock the votes cast through e-voting in the presence of at least two (2) witnesses not in the employment of the Company and make, within a period not exceeding three (3) days from the conclusion of the meeting a Consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, forthwith to the Chairman of the Company or a person authorised by him in writing who shall countersign the same.
18. The Chairman or the authorised person shall declare the results of the voting forthwith and the results declared along with the report of the scrutinizer shall be placed on the website of the Company i.e. <http://www.premcoglobal.com/> and on the website of NSDL.

19. Map venue of AGM:

AT : THE INTERNATIONAL BY TUNGA



20. A brief resume of Directors proposed to be re-appointed at this Annual General Meeting pursuant to Clause 36 (3) of the Listing Regulations, 2015 is as follows:

Particulars	Director	Director	Director
Name of the Director	Mr. Lokesh P. Harjani (DIN 01496181)	Mrs. Nisha P. Harjani (DIN 00736566)	Mrs. Sonia P. Harjani (DIN 01220774)
Date of Birth	15/07/1974	18/10/1951	24/04/1969
Date of Appointment	11/11/2001	02/11/2015	02/11/2015
Qualification	MBA in Marketing Finance	B.com, Degree in Real Estate & Mortgage from US	B.Com
Expertise in Specific Functional Area	Marketing	Business Accounting	Designing
Executive & Non Executive Director	Executive Whole-time Director	Executive Director	Executive Director
Promoter Group	Yes	Yes	Yes
Directorship held in India Public Companies as on March 31, 2016	Pixel Packaging Limited	Pixel Packaging Limited	Pixel Packaging Limited
Committee positions held in other Indian Public Companies as on March 31, 2016	NIL	NIL	NIL
Number of Shares held in the Company	4,35,921 Shares (13.19%)	59653 Shares (1.80%)	1845 Shares (0.05%)

BY ORDER OF THE BOARD OF DIRECTORS
For PREMCO GLOBAL LIMITED

ASHOK B.HARJANI
CHAIRMAN & MANAGING DIRECTOR
DIN - 00725890

Registered Office:
"Premco House", A/26, M.I.D.C., Street No. 3,
Andheri (East), Mumbai - 400 093.
Date: 30th May, 2016

CIN: L18100MH1986PLC040911

EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013

The following Explanatory Statement sets out all material facts relating to the business mentioned under Item Nos. 5 to 7 of the accompanying Notice dated 30th May 2016.

ITEM NO. 5

The Board of Directors of the Company appointed, pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company, Mrs. Nisha Prem Harjani (DIN 00736566) as an Additional Director of the Company with effect from November 2, 2015. In terms of the provisions of Section 161(1) of the Act, Ms. Nisha Prem Harjani would hold office up to the date of the ensuing Annual General Meeting.

The Company has received a notice in writing from a member along with the deposit of 1.00 Lac under Section 160 of the Act proposing the candidature of Mrs. Nisha Prem Harjani for the office of Director of the Company. Mrs. Nisha Prem Harjani is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director.

Save and except Mrs. Nisha Prem Harjani (DIN 00736566) and her relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice. The Board commends the Ordinary Resolution set out at Item No. 5 of the Notice for approval by the shareholders.

ITEM NO. 6

The Board of Directors of the Company appointed, pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company, Mrs. Sonia Ashok Harjani (DIN 01220774) as an Additional Director of the Company with effect from November 2, 2015. In terms of the provisions of Section 161(1) of the Act, Mrs. Sonia Ashok Harjani would hold office up to the date of the ensuing Annual General Meeting.

The Company has received a notice in writing from a member along with the deposit of 1.00 Lac under Section 160 of the Act proposing the candidature of Mrs. Sonia Ashok Harjani for the office of Director of the Company. Mrs. Sonia Ashok Harjani is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director.

Save and except Mrs. Sonia Ashok Harjani (DIN 01220774) and her relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of the Notice. The Board commends the Ordinary Resolution set out at Item No. 6 of the Notice for approval by the shareholders.

ITEM NO. 7

Human resource is the key for the continuous growth and development of the Company. In order to attract and retain key employees working with the Company by way of rewarding their performance and motivate them to contribute and participate in the overall corporate growth, profitability and financial success of the organisation, your Company intends to implement employee stock option Scheme.

Equity based compensation is considered to be an integral part of employee compensation across sectors. Your Company also believes in rewarding its employees including Directors of the Company ("eligible employees")

for their continuous hard work, dedication and support, which has led the Company on the growth path. Accordingly, your Company proposes to implement Premco Global Limited Employee Stock Option Plan 2016 ("PGL ESOP 2016"/ "Plan"). The Company seeks approval of the Members in respect of PGL ESOP 2016 and for grant of Options convertible into equity shares of the Company, to the eligible employees, as may be decided by the Board and/or the Nomination and Remuneration Committee ("the Committee") from time to time under the PGL ESOP 2016.

The salient features of the PGL ESOP 2016 are as under:

The detailed particulars of benefits which will accrue to the employees from the implementation of the Plan:

The eligible employees shall be granted ESOPs under the Plan, which would vest subject to vesting conditions prescribed by the Committee. Upon exercise of vested stock options, the eligible employee's will be entitled to equivalent number of equity shares of the Company, In case of cashless system of exercise of vested Options, the Committee shall specify such procedures and/or mechanisms for the entitlements under the plan and the same shall be binding on the Option grantees.

In terms of provisions of section 62(1)(b) and all other applicable provisions, if any, of the Companies Act, 2013 and provisions of Regulation 3(8) of the SEBI SBEB Regulations read with Rule 16 of the Companies (Share Capital and Debenture) Rules 2014 approvals of the Members are being sought by way of Special Resolutions set out at Item. No.7 in this Notice.

Your Directors recommend the Resolutions proposed at Item Nos. 5 to 7 to this Notice for approval by the Members.

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in these resolutions, except to the extent of their entitlements, if any, under the Plan. None of the promoters is concerned or interested in the Scheme.

BY ORDER OF THE BOARD OF DIRECTORS
For PREMCO GLOBAL LIMITED

ASHOK B.HARJANI
CHAIRMAN & MANAGING DIRECTOR
DIN - 00725890

Registered Office:
"Premco House", A/26, M.I.D.C., Street No. 3,
Andheri (East), Mumbai - 400 093.
Date: 30th May, 2016

CIN: L18100MH1986PLC040911



DIRECTORS' REPORT

[(Disclosure under section 134(3) of the Companies Act, 2013)
{Read With Companies (Accounts) Rules, 2014}]

To the Members,

The Directors have pleasure in presenting the 32nd Annual Report of the Company and Audited Financial Statements for the year ended 31st March 2016.

1. FINANCIAL RESULTS

Particulars	Standalone		Consolidated*
	2015-2016	2014-2015	2015-2016
	In Lacs	In Lacs	In Lacs
Revenue from operations	7392.87	7227.69	7352.70
Operating expenditure	5118.25	5024.01	5081.46
Profit before Interest & Depreciation	2274.62	2,203.68	2271.24
Less: Depreciation	220.60	236.80	220.60
Interest	103.09	108.95	103.30
Profit before Tax	1950.93	1,857.93	1947.34
Provision for - Current Tax	727.39	677.00	727.39
- Deferred Tax	(42.28)	(24.57)	(42.28)
Net Profit after Tax / Surplus Available for appropriation	1,265.82	1,205.50	1262.23
Minority Interest	-	-	(0.21)
Profit after minority interest	-	-	1262.44
Less Appropriation:			
Proposed Dividend (Excluding Tax)	16.52	88.05	16.52
Tax on proposed Dividend	3.68	17.61	3.68
Interim Dividend (Excluding Tax)	82.62	-	82.62
Tax on Interim Dividend	16.82	-	16.82
Transfer to General reserve	127.00	121.00	127.00
Surplus as per Profit & Loss A/c.	1019.18	978.84	1015.80
Total	1265.82	1,205.50	1262.44

* Consolidated Comparatives for Previous Year - N/A

2. PERFORMANCE:

During the year under review, Company's revenue from operations stood at Rs.7,392.87 Lacs as against Rs.7,227.69 Lacs in the previous year, showing a growth of 2.28% as compared to previous year. The Company has earned a Net profit after Tax of Rs.1,265.82 Lacs as compared to the Net Profit after Tax of Rs.1,205.50 Lacs during the previous accounting year, registering a growth of 5%.

During the Financial year 2015-16, the company, established the as a Joint Venture, Plant in Vietnam, whereby the Company holds 85% stake and hence the consolidation of accounts was required as per Companies Act 2013. On Consolidated basis, revenue from operations stood at Rs.7,352.70 Lacs and Net Profit after Tax of Rs.1,262.44 Lacs.

The management continues to pursue its efforts to further improve its capacity utilization, operating efficiencies and cost competitiveness to improve its international performance in the further year through increase in turnover, improved penetration in domestic market and strong inroads on export front along with appropriate restructuring of products and procedures.

3. SUBSIDIARY COMPANY

The Company has invested a sum of Rs.395.28 Lacs as equity in foreign subsidiary namely Premco Global Vietnam Company Limited. The company holds 85% as a percentage of total equity and the balance is held by Mr. Sushil Rajwani who is a joint investor in the company.

Pursuant to provision of section 129(3) of the Act, a statement containing salient features of the financial statements of the Company's subsidiaries in Form AOC-1 is attached to the financial statements as Annexure I.

Further, pursuant to the provisions of sec 136 of the Act, the financial statements of the company, consolidated financial statements and separate audited accounts in respect of subsidiaries are available on website of the Company.

4. DIVIDEND:

Based on the Company's performance, the Directors are pleased to recommend for approval of members a Final Dividend of Rs.0.5 per share for the financial year 2015-2016 taking total dividend to Rs.3.00 per share on fully paid shares of 10/- each. (Previous year Rs.2.70 per share). The final dividend on equity shares, if approved by the members would involve a cash outflow of Rs.20.2 Lacs including Dividend Tax. The total Dividend on Equity shares including Dividend tax for the financial year would aggregate to Rs.119.65 Lacs resulting in a payout of 9.45% of the unconsolidated profits of the company.

5. RESERVES:

The Company proposes to transfer Rs.127 Lacs to the general reserve, out of the amount available for appropriation an amount of Rs.1019.18 Lacs is proposed to be retained in Profit & Loss Account.

6. LOANS, GUARANTEE & INVESTMENTS:

Details of Loans, Guarantee and Investment covered under the provision of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

7. MATERIAL CHANGES AND COMMITMENTS:

Your Directors further states that there are no material changes have taken place affecting the financial position of the Company from the date of closure of financial year till the signing of Accounts.

During the year Company has converted 43,800 shares to fully paid upon receipt of the call money and has forfeited 31,500 shares for non receipt of the same.

The Directors are pleased to recommend for approval of members the ESOP policy for its employees, particulars of the policy are stated in explanatory statement of Notice of AGM.

8. DEPOSITS:

The Company has not accepted any deposits from public and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of Balance Sheet.

9. AUDITORS:

M/s. S.P. Jain & Associates, Chartered Accountants, Mumbai being eligible offer themselves for re-appointment. If re-appointed, it will be within the prescribed limits specified in Section 139 of the Companies Act, 2013. Members are requested to appoint the auditors and to fix their remuneration.

10. SECRETARIAL AUDIT:

M/s. Sanjay Dholakia & Associates, Practising Company Secretaries, have been retained to conduct Secretarial Audit for the financial year 2016-2017, as required under Section 204 of the Companies Act, 2013 and the rules framed thereunder.

The Auditors report and Secretarial auditor's report does not contain any qualifications, reservations or adverse remarks. Report of Secretarial Auditor is given as Annexure VI which forms part of this Report.

11. SHARE CAPITAL:

During the year, Company converted 43,800 partly paid shares to fully paid up and forfeited 31,500 shares for non-payment of call money hence there is reduction of share capital.

12. BOARD MEETINGS:

During the year under review, the Company has conducted 7 Board Meetings on 20th April 2015, 28th May 2015, 11th August 2015, 2nd November 2015, 5th December 2015, 3rd February 2016 & 19th March 2016. The Intervening gap between the Board Meetings was within the period prescribed under Companies Act, 2013 and SEBI.

13. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to section 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, confirm that:

- (i) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation and there are no material departures;
- (ii) They have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for that period;

(iii) They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(iv) They have prepared the annual accounts on a going concern basis;

(v) They have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

(vi) They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Based on the framework of Internal Financial controls and compliance systems established and maintained by the company, work performed by the internal, statutory and secretarial auditors and external consultants including audit of internal financial controls over financial reporting by statutory auditors, and the reviews performed by management and the relevant board committees, including the Audit committee, the board is of the opinion that company's internal financial controls were adequate and effective during the FY 2015-16.

14. CONSOLIDATED ACCOUNTS

The Consolidated Financial Statements of the Company are prepared in accordance with the applicable accounting standards and form a part of the Annual Report.

15. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

A) Changes in Directors and Key Managerial Personnel

Mr. Lokesh Prem Harjani, (DIN 01496181) Executive Director of the Company, who is liable to retire by rotation at the ensuing Annual General Meeting and being eligible, seek reappointment pursuant to Section 152 of the Companies Act, 2013. Further, during the year Mrs. Sonia A. Harjani and Mrs. Nisha P. Harjani were appointed on 02.11.2015 as Additional Directors on the Board of Premco Global Limited and confirmed/Consented their availability for their appointment at AGM.

B) Declaration by Independent Director

The Company has received necessary declarations from each independent director under section 149(7) of the Companies Act, 2013 that they meet the criteria of Independence laid down in section 149(6) of the Companies Act, 2013 and their has been no change in the circumstances which may effect their status as Independent Director during the year.

C) Key Managerial Persons

Pursuant to Provisions of section 203 of the Act, the Key Managerial Personnel of the Company are Mr. Ashok Harjani, Managing Director, Mrs. Nisha P. Harjani, Chief Financial Officer and Director, Miss. Harshakaur Hotsinghani, Company Secretary with effect from 22.06.2015.



16. Board evaluation

The board of directors has carried out an annual evaluation of its own performance, board committees and individual directors pursuant to the provisions of the Act and the corporate governance requirements as prescribed by Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations 2015.

The performance of the board was evaluated by the board after seeking inputs from all the directors on the basis of the criteria such as the board composition and structure, effectiveness of board process, information and functioning, etc.

The performance of the committees was evaluated by the Board after seeking inputs from the committee members on the basis of criteria such as composition of committees, effectiveness of committee meeting etc.

The board and the nomination and remuneration committee reviewed the performance of the individual directors on the basis of criteria such as contribution of the individual director of the board and committee meetings like preparedness on the issue to be discussed, meaningful and constructive contribution and inputs in meetings etc. In addition the chairman was evaluated on the key aspects of his role.

In a separate meeting of Independent directors, performance of non-independent directors, performance of the board as a whole and performance of chairman was evaluated, taking into account the views of the executive directors and non-executive directors, The same was discussed in the board meeting that followed the meeting of independent directors, at which the performance of the board, its committees and the individual directors also discussed. Performance evaluation of independent directors was done by the entire board, excluding the independent director being evaluated.

17. RISK MANAGEMENT POLICY:

During the year, the Board of Directors have seen that all the risks that the organization faces such as strategic, financial, credit, market, liquidity, security, property, IT, legal, regulatory, reputational and other risks have been identified and assessed and there is an adequate risk management infrastructure in place capable of addressing those risks. The Company manages, monitors and reports on the principal risks and uncertainties that can impact its ability to achieve its objectives.

The development and implementation of risk management policy has been covered in the management discussion and analyses, which forms the part of this report.

18. RELATED PARTY TRANSACTIONS:

None of the transaction with related parties falls under the scope of section 188(1) of the Act. Information on transaction with related parties pursuant to section 134(3)(h) of the Act read with rule 8(2) of the Companies Account rules, 2014 are given in Annexure II in Form AOC-2 and the same forms part of this report.

19. EXTRACT OF ANNUAL RETURN:

The extract of Annual Return in Form No. MGT -9, as provided under sub-section (3) of Section 92 of the Companies Act, 2013, annexed Annexure III as to the Board report.

20. AUDIT COMMITTEE:

The Audit Committee comprises of 2 Non Executive Directors and 1 Executive Director namely Mr. Devendra K. Shah (Chairman) and Mr. Rajesh M. Mahtani and Mr. Lokesh Harjani Executive Director as other members. All the recommendations made by the Audit Committee were accepted by the Board.

21. NOMINATION AND REMUNERATION COMMITTEE:

The Company has constituted a Nomination and Remuneration Committee pursuant to Section 178(1) of the Companies Act, 2013 which comprises of Mr. Devendra K. Shah (Chairman), Mr. Ashok B. Harjani and Rajesh M. Mahtani as members and has defined the policy on Director's appointment and payment of remuneration including criteria for determining qualifications, positive attributes, independence of a Director.

22. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:

The Corporate Social Responsibility (CSR) Committee comprises of Mr. Devendra K. Shah (Chairman) and Mr. Ashok B. Harjani and Mr. Lokesh Harjani as members.

The financial data pertaining to company's CSR policy and disclosures as per Rule 9 of Companies (Corporate Social Responsibility Policy) Rules, 2014 as Annexure IV herewith Board Report.

23. SIGNIFICANT AND MATERIAL ORDERS:

There are no Significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

24. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

Pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, your Directors state that during the year under review there were no cases filed/pending.

25. INTERNAL FINANCIAL CONTROLS:

The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weakness in the design or operation.

26. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION ETC. & FOREIGN EXCHANGE EARNINGS AND OUTGOINGS:-

The information as required under Section 134(3)(m) of The Companies Act, 2013 read with Rule 8(3) of The Companies (Accounts) Rules, 2014 with respect to conservation of energy, technology absorption and foreign exchange earnings is given below:

A. Conservation of energy:

(i) The steps taken or impact on conservation of energy

We have started replacing the 36w/40w tube lights with 16w LED tube lights which consumes 50% less energy. Already tubes have been replaced and the results are encouraging.

(ii) The steps taken by the company for utilising alternate sources of energy

The Company's present outlay does not recommend for alternate source of energy. We have also started analyzing the possibilities of replacing high capacity motors in covering dept. with energy efficient new motors which should give a huge saving.

(iii) The capital investment on energy conservation equipments

As explained in point No.(ii) above the Company do not propose any major capital investment on energy conservation equipments because the existing arrangement are sufficient to cater the company need and are cost effective.

B. Technology absorption:

Continuous efforts are made to absorb new technology, modification in machineries and introducing new technology, Company will also look into the possibility of using solar energy in Dadra & Palghar units on a trial basis & after making feasibility report.

C. Foreign exchange earnings and Outgo:

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year are:

PARTICULARS	2015-2016 In Lacs	2014-2015 In Lacs
Foreign Exchange Earning	4613.67	5243.71
Foreign Exchange Outgo (Equivalent to Rupee value)		
-Raw Materials & Spares	242.62	102.37
-Capital Goods	26.99	11.16
-Travelling	73.76	61.78
-Expenses for Export	81.23	53.08
-Seminar & Conference	-	0.80
-Insurance Charges	3.54	3.42

27. MANAGERIAL REMUNERATION:

A) Details of the ratio of the remuneration of each director to the median employee's remuneration and other details as required pursuant to Rule5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

Name of the Director	Designation	Ratio of remuneration to median remuneration to all employees
Ashok B. Harjani	Chairman & Managing Director	3.85
Lokesh P. Harjani	Executive Director	7.77
Nisha P. Harjani	Director	8.55
Sonia A. Harjani	Director	140.63

B) The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary

Particulars	% increase in remuneration
Ashok B. Harjani, Managing Director	61.81
Lokesh P. Harjani, Executive Director	48.88
Nisha P. Harjani, CFO & Director	1.44
Sonia A. Harjani, Director	-
Devendra Kumar Jain, Chief Executive Officer	-
Harshakaur Hotsinghani, Company Secretary	-

Following is the Clarification for not providing % increase in remuneration:

- Sonia A. Harjani was appointed as Director on Board on 02.11.2015
 - Devendra Kumar Jain, Chief Executive Officer joined office from 04.05.2015 in current year and in previous year his tenure was from 01.04.2014 - 31.12.2014.
 - Harshakaur Hotsinghani, Company Secretary was appointed on 22.06.2015
 - Independent Directors are given only sitting fees which is same as last year.
- C) Percentage increase in the median remuneration of employees in financial year 13.82%
- D) The number of permanent employees as on 31st March, 2016 was 163
- E) Explanation on relationship between average increase in remuneration and Company performance:
The increase in remuneration is inline with market trends and also with Company's Performance
- F) Comparison of remuneration of key managerial personnel against performance of the company

Aggregate Remuneration of Key Managerial Personnel (KMP)	179.51
Revenue	7,392.87
Remuneration of KMPs (as % of revenue)	2.43%
Profit Before Tax	1,950.93
Remuneration of KMP(as % of PBT)	9.20%

G) Variation in Market Capitalisation of the Company(` In Lacs), Price Earnings ratio of current financial year and previous financial year:

Particulars	March 31, 2016	March 31, 2015	% change
Market Capitalization	19,068.69	10,842.97	75.86
Price Earning Ratio	15.07	8.99	67.63

H) Company has not made any public offer in the recent past and accordingly the comparison of public offer price and current market price would not be relevant.

I) Average percentile increase already made in the salaries of employees other than the managerial personnel in last financial year and its comparison with the percentile increase in managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial

The Company's performance in the current Financial Year was satisfactory as compared to the last Financial Year. The Company has increased the managerial remuneration and the salary of other employees has also been increased accordingly. The Company has rewarded its employees in terms of monetary value for their hard work towards the Companies performance.

J) Comparison of each remuneration of the key managerial personnel against the performance of the Company:

	Ashok B. Harjani Managing Director	Lokesh P. Harjani Executive Director	Nisha P. Harjani Chief Financial officer	Devendra kumar Jain Chief Executive officer	Harshakaur Hotsinghani Company Secretary
Remuneration in FY 16	68.72	51.79	31.74	22.6	2.32
Revenue	7392.87				
Remuneration as % of revenue	0.93	0.70	0.43	0.31	0.03
Profit Before Tax (PBT)	1950.93				
Remuneration as % of PBT	3.52	2.65	1.63	1.16	0.12

K) The Key parameters for any variable component of remuneration availed by the directors

The key parameters for the variable component of remuneration availed by the Directors are considered by the Board of Directors based on the recommendations of the Nomination and Remuneration Committee.

L) The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive in excess of the highest paid director during the year: None

M) Affirmation that the remuneration is as per the remuneration policy of the Company

The Company affirms remuneration is as per the remuneration policy of the Company.

N) No employee's remuneration throughout the year 2015-2016 exceeded remuneration aggregating `60Lacs or more per annum.

O) No employee's remuneration for the year 2015-2016 exceeded the remuneration of any Directors.

P) No employee employed for a part of the year is in receipt of remuneration aggregating `5 Lacs or more per month.

Q) No employee's remuneration was in excess of the remuneration drawn by the managing director or whole-time director or manager and does not holds by himself or along with his spouse and dependent children, any equity shares more than 2% of the of the company.

28. DETAILS OF SUBSIDIARY:

The Company has incorporated foreign subsidiary in Vietnam with a paid up capital of USD 10,00,000/- in which Premco Global Limited holds 85%.

29. DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES:

The Vigil Mechanism of the Company, which also incorporates a whistle blower policy in terms of the Listing Agreement, includes an Ethics & Compliance Task Force comprising senior executives of the Company. Protected disclosures can be made by a whistle blower through an e-mail, or dedicated telephone line or a letter to the Chairman of the Audit Committee.

30. CORPORATE GOVERNANCE:

The Company is adhering to good corporate governance practices in every sphere of its operations. The Company has taken adequate steps to comply with the applicable provisions of Corporate Governance as stipulated in Schedule V of the Listing Agreement entered into with the Stock Exchanges. A separate report on Corporate Governance forms part of this Report along with the Certificate from the Practicing Company Secretary confirming compliance with the conditions of Corporate Governance.

31. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Management Discussion and Analysis Report for the financial year under review as stipulated in Clause 49 of the Listing Agreement entered into with the Stock Exchanges is set out in a separate section forming part of this Report as Annexure V.

32. ACKNOWLEDGEMENT:

Your Directors wish to place on record their appreciation for the co-operation extended by all the employees, Bankers, Financial Institutions, various State and Central Government authorities and stakeholders.

For & on behalf of Board of Directors

Ashok B. Harjani.
Chairman & Managing Director
DIN-00725890

Place: Mumbai
Date: 30th May 2016

PREMCO GLOBAL LTD.

ANNEXURE I

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs. in Lacs)

Sl. No.	Particulars	
Details		
1.	Name of the subsidiary	Premco Global Vietnam Company Limited
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	January -December
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	VND
4.	Share capital	468.92
5.	Reserves & surplus	(1.50)
6.	Total assets	637.82
7.	Total Liabilities	637.82
8.	Investments	NIL
9.	Turnover	NIL
10.	Profit before taxation	(1.50)
11.	Provision for taxation	NIL
12.	Profit after taxation	(1.50)
13.	Proposed Dividend	NIL
14.	% of shareholding	85%

For & on behalf of Board of Directors

Ashok B. Harjani.
Chairman & Managing Director
DIN-00725890

Place: Mumbai
Date: 30th May 2016



ANNEXURE II
Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014)

1. Details of contracts or arrangements or transactions not at arm's length basis: Premco Global Limited (the Company) has not entered into any contract/arrangement/transaction with its related parties which are not in ordinary course of business during FY 2015-16.

2. Details of material contracts or arrangement or transactions at arm's length basis:

(Rs. in Lacs)

Name(s) of the related party	Premco Industries	Ashok B. Harjani	Lokesh P. Harjani	Nisha P. Harjani	Sonia A. Harjani
Nature of relationship	Associate Company	Managing Director	Whole time Director	Director	Director
Nature of contracts/ arrangements/ transactions	1.Rent paid 2.Reimbursement of Taxes	1. Imprest 2. Tour Advance 3.Reimbursement of Expenses 4.Advance Given 5. Loan Taken 6.Interest paid	1. Imprest 2. Tour Advance 3.Reimbursement of Expenses 4. Loan Taken 5.Interest paid	1. Imprest 2. Tour Advance 3.Reimbursement of Expenses	1. Loan Taken 2.Interest paid
Duration of the contracts / arrangements / transactions	12 Months	12 Months	12 Months	12 Months	12 Months
Salient terms of the contracts or arrangements or transactions including the value, if any	VALUE: 1. 49.44 2. 43.68	VALUE: 1. 3.10 2. 23.08 3. 33.49 4. 1.67 5. 863.25 6. 47.69	VALUE: 1. 5.00 2. 49.82 3. 39.83 4. 307.50 5. 18.04	VALUE: 1. 6.34 2. 7.63 3. 1.82	VALUE: 1. 111.00 2. 1.76
Date(s) of approval by the Board, if any	28.05.2015	28.05.2015	28.05.2015	28.05.2015	28.05.2015
Amount paid as advances, if any	NA	NA	NA	NA	NA

For & on behalf of Board of Directors

Ashok B. Harjani.
Chairman & Managing Director
DIN-00725890

Place: Mumbai
Date: 30th May 2016

PREMCO GLOBAL LTD.

ANNEXURE III

EXTRACT OF ANNUAL RETURN FORM (MGT 9)

(Pursuant to Section 92 (3) of the Companies Act, 2013 and Rule 12(1) of the Company (Management & Administration) Rules, 2014)

Financial Year ended on 31.03.2015

I. REGISTRATION & OTHER DETAILS

1	CIN	L18100MH1986PLC040911
2	Registration Date	15.09.1986
3	Name of the Company	PREMCO GLOBAL LIMITED
4	Category/Sub-category of the Company	Company having Share Capital
5	Address of the Registered office	A/26, "PREMCO HOUSE" M.I.D.C , Street No.3, Marol, Andheri (East), Mumbai-93
6	Contact details	022-6105 5000
7	Email:	admin@premcoglobal.com
8	Whether listed company	Yes (Listed on BSE)
9	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Big Share Services Private Limited, E-2/3, Ansa Industrial Estate, Saki Vihar Road, Saki Naka, Mumbai - 400 072. Tel.No.091-022-2847 0652/53, 4043 0200 investor@bigshareonline.com

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	% to total turnover of the company
1	Manufacturing of Woven & Knitted Elastic Tapes	139 (based on 2008 list)	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

Sr. No.	Name and Address of The Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	Premco Global Vietnam Company Limited	NA	Subsidiary	85%	2(87)

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 01st April 2015				No. of Shares held at the end of the year 31st March 2016				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
Promoter Group									
Individual	20,18,609	-	20,18,609	60.50	20,20,454	-	20,20,454	61.14	0.64
Bodies Corporate	-	93,000	93,000	2.79	93,000	-	93,000	2.79	-
TOTAL (A)	20,18,609	93,000	21,11,609	63.29	21,13,454		21,13,454	63.95	0.66
Public Shareholding									
Govt.[Central & State]	-	-	-	-	-	-	-	-	-
Govt. Companies	-	-	-	-	-	-	-	-	-
Public Financial Institutions	2,750	-	2,750	0.08	-	-	-	-	-
Nationalised/ Other Banks	-	-	-	-	-	-	-	-	-
Mutual Funds	-	76,300	76,300	2.29	5,000	72,600	77,600	2.35	0.06
Venture Capital	-	-	-	-	-	-	-	-	-
Foreign Holdings (NRI)	2,36,627	41,600	2,78,227	8.34	2,23,009	21,600	2,44,609	7.40	0.94
Bodies Corporate	43,416	9,200	52,616	1.58	48,830	4,300	53,130	1.61	0.03
Individuals(Capital upto Rs. 1Lacs)	4,16,402	1,93,766	6,10,168	18.29	5,23,716	1,48,866	6,72,582	20.35	2.06
Individuals(Capital greater than Rs. 1Lacs)	1,96,767	-	1,96,767	5.90	1,34,970	-	1,34,970	4.08	1.82
Clearing Member	7,863	-	7,863	0.23	8,455	-	8,455	0.25	0.02
	8,455	0.25	0.02						
TOTAL (B)	9,03,825	3,20,866	12,24,691	36.71	9,43,980	2,47,366	11,91,346	36.05	0.66
GRAND TOTAL (A+B)	29,22,434	4,13,866	33,36,300	100.00	30,57,434	2,47,366	33,04,800	100.00	



(ii) Shareholding of Promoters(including Promoter Group):

Sr. No.	Name of the Director/KMP	Shareholding at the beginning of the year 1st April, 2015		Shareholding at the end of the year 31st March, 2016	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1.	ASHOK B. HARJANI	9,16,269	27.46	9,16,269	27.72
2.	LOKESH P. HARJANI	4,35,921	13.07	4,35,921	13.19
3.	NISHA P. HARJANI	59,653	1.79	59,653	1.80
4.	SONIA A. HARJANI	1,845	0.05	1,845	0.05
5.	SURESH B. HARJANI	4,26,966	12.80	4,26,966	12.92
6.	PREM B. HARJANI	1,79,800	5.39	1,79,800	5.44
7.	PREMCO INDUSTRIES	93,000	2.79	93,000	2.81

(iii) Change in Promoters' Shareholding (please specify, if there is no change)

Change in Promoter's shareholding is due to change in capital of the capital because of conversion of 43,800 partly paid shares to fully paid.

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No.	Top Ten Shareholders	Shareholding at the beginning of the year - 01st April, 2015		Shareholding at the end of the year - 31st March, 2016	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	MULCHAND G. ALWANI	-	-	1,10,000	3.29
2.	MANJU M. ALWANI	2,20,432	6.92	84,432	2.86
3.	SOUTHERN INDIA DEPOSITORY SERVICES PVT. LTD.	75,000	2.25	71,300	2.12
4.	R PATTABIRAMAN	13,525	0.41	54,338	1.63
5.	NEETA D. CHHABRIA	63,049	1.89	50,559	1.51
6.	SATYA P. MITTAL	25,000	0.75	15,000	0.45
7.	A KALYANI	20,373	0.61	30,073	0.90
8.	ATMARAM P. BALANI	20,000	0.60	-	-
9.	DINERO WEALTH ADVISORS PRIVATE LIMITED	19,847	0.59	19,847	0.59
10.	ANSHUL SAIGAL	18,066	0.54	-	-
11.	R.SRINIVASAN	-	-	13,484	0.40
12.	SANTOSH KUMAR	12,745	0.38	12,745	0.38

(v) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Name of the Director / KMP	Shareholding at the beginning of the year - 01st April, 2015		Shareholding at the end of the year - 31st March, 2016	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	ASHOK B. HARJANI	9,16,269	27.46	9,16,269	27.72
2.	LOKESH P. HARJANI	4,35,921	13.07	4,35,921	13.20
3.	NISHA P. HARJANI	59,653	1.79	59,653	1.80
4.	SONIA A. HARJANI	1,845	0.05	1,845	0.05

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V. INDEBTEDNESS

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

Particulars Secured Loans	Secured Loans Excluding Deposits (Note 1)	Unsecured Loans	Deposits (Note 2)	Total Indebtedness
Indebtedness at the beginning of the financial year				
1) Principal Amount	330.55	0.00	0.00	330.55
2) Interest due but not paid	0.00	0.00	0.00	0.00
3) Interest accrued but not due	0.00	0.00	0.00	0.00
Total of (1+2+3)	330.55	0.00	0.00	330.60
Change in Indebtedness during the financial year				
+ Addition	142.85	0.00	0.00	142.85
- Reduction	66.48	0.00	0.00	66.48
Net change	76.37	0.00	0.00	76.37
Indebtedness at the end of the financial year				
1) Principal Amount	406.92	0.00	0.00	406.92
2) Interest due but not paid	0.00	0.00	0.00	0.00
3) Interest accrued but not due	0.00	0.00	0.00	0.00
Total of (1+2+3)	406.92	0.00	0.00	406.92

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 / Director				Total Amount
		Ashok B. Harjani	Lokesh P. Harjani	Nisha P. Harjani	Sonia A. Harjani	
1	Gross Salary					
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act	66.60	33.00	12.50	0.76	112.86
	(b) Value of perquisites u/s 17(2) Income Tax Act, 1961	-	17.73	-	1.73	19.46
	(c) Profits in lieu of salary under Section 17(3) Income Tax Act, 1961	-	-	-	-	-
2	Stock Option	-	-	-	-	-
3	Bonus	2.12	1.06	0.73	0.08	3.99
4	Sweat Equity	-	-	-	-	-
5	Commission					
	- As % of Profit	-	-	-	-	-
	- Others, specify	-	-	-	-	-
	Others, please specify					
	Provident Fund & other Funds	-	-	-	-	-
	Total (A)	68.72	51.79	13.23	2.57	136.31

*Nisha P. Harjani & Sonia A. Harjani are appointed on 02.11.2015

B. Remuneration of other directors:

I. Independent Directors:-

Particulars of Remuneration	Devendra K. Shah	Rajesh M. Mahtani	Prem I. Gidwani	Sonu A. Chowdhary	Total (In Lacs)
Sitting Fees for attending board/ committee meetings	0.06	0.06	0.06	0.06	0.24
Commission	-	-	-	-	-
Others	-	-	-	-	-
Total	0.06	0.06	0.06	0.06	0.24



C. Remuneration to Key Managerial Personnel Other Than MD/ Manager/ WTD

Sr. No	Particulars of Remuneration	Name of KMP			Total Amount (Rs. In Lacs)
		CFO Nisha P. Harjani	CEO Devendra Kumar Jain	CS Harshakaur Hotsinghani	
1	Gross Salary (a) Salary as per provisions contained in section 17(1) of the Income Tax Act (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	17.50	22.60	2.32	42.42
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission - As % of Profit - Others, specify	-	-	-	-
5	Others, please specify Bonus Performance Bonus Gratuity/Incentive	1.02 - -	- - -	- - -	1.02 - -
	Total (C)	18.52	22.60	2.32	43.44

VII. PENALTIES/ PUNISHMENT/ COMPOUNDING OF OFFENCES (Under the Companies Act):

Type	Brief Description	Details of Penalty/ Punishment/ Compounding	Authority (RD/ NCLT/ Court)	Appeal made if any (give details)
A. COMPANY				
Penalty	Mentioned below	Paid Rs.0.5 Lacs	SEBI	NA
B. DIRECTORS				
Penalty Punishment Compounding		None		
C. OTHER OFFICERS IN DEFAULT				
Penalty Punishment Compounding		None		

SEBI vide its circular dated September 15, 2014 has mandated the appointment of Women Director on Board till 31st March 2015, However Company has appointed women Director on Board on 10.04.2015 and penalty (Rs. Rs.0.5 Lacs) imposed by Bombay Stock Exchange for late Appointment has been duly paid.

For and on Behalf of the Board of Directors

Mr. Ashok B. Harjani
Chairman & Managing Director
DIN 00725890

Mr. Lokesh P. Harjani
Executive Director
DIN 01496181

Date: 30th May 2016
Place: Mumbai

(ANNEXURE IV)

CORPORATE SOCIAL RESPONSIBILITY ACTIVITIES TO BE INCLUDED IN THE BOARD'S REPORT

(1) A brief outline of the company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or Programme.

Premco Global Limited is venturing into manufacturing high-quality Woven and Knitted Elastic and Rigid narrow fabric and tape products designed for use in industry-specific applications in the apparel, lingerie, sports-related, medical, footwear, luggage and automotive fields. Having its Headquarters in Mumbai, India with sales offices throughout major garment production centers like Delhi, Chennai, Tirupur, Bangalore, Calcutta and Ahmedabad, Premco maintains close customer ties and is able to service requirements in line with the latest in market trend throughout Asia and the major garment production centers of the world.

Our Key Focus areas of CSR are providing healthcare services, education, providing medical facilities and food facilities to

needy students, widows, sick members & orphans. The focus on health includes creating awareness regarding physical fitness by doing yoga and playing sport. Free medicines, food, transportation, accommodation is provided to cancer patients by specified organizations stated below which are funded by Company to some extent.

(2) The Composition of the CSR Committee.

1. Devendra K. Shah Chairman
2. Ashok B. Harjani Member (Managing Director)
3. Lokesh P. Harjani Member (Executive Director)

(3) Average net profit of the company for last three financial years- (Rs In Lacs)

2012-2013	2013-2014	2014-2015	AVERAGE
516.77	812.33	1205.50	844.87

(4) Prescribed CSR Expenditure (two per cent. Of the amount as in item 3 above) Rs.16.90 lac

- (5) Details of CSR spent during the financial year.
- (a) Total amount spent during the financial year-21.82 lacs
 - (b) Amount unspent, if any; NA.



(c) Manner in which the amount spent during the financial year is detailed below :

(Rs. In Lacs)

Sr. No.	CSR project or activity identified	Sector in which the project is covered	Projects or programme		Amount outlay (budget project or programme wise)	Amount spent on the project or programme		Cumulative expenditure up to the reporting period	Amount Spent direct or through implementing agency
			Local area	Others		(1) Direct expenditure on projects or programmes	Overheads		
1	Providing healthcare services like free medicines to needy who cannot afford.	Healthcare	Mumbai		0.8	0.8		0.8	Direct Sindhu Varsha Foundation
2	Promoting health care, vocational skills project	Healthcare & research in yoga		Bihar	0.73	0.73		1.53	Direct Bihar School of Yoga
3	Disaster relief, spreading education, providing healthcare facilities, vocational training and upliftment of the tribals	Healthcare Education vocational training	Mumbai		0.2	0.2		1.73	Direct Bharat Sevashram Sangha
4	Social welfare projects	Social welfare projects	Mumbai		1.76	1.76		3.49	Direct Holy Mission Of Guru Nanak
5	Public Healthcare hospital by State Government	Public Medical and Healthcare		Kerala	0.1	0.1		3.59	Direct General Hospital Emakulam
6	Healthcare	Medical and Healthcare	Mumbai		0.1	0.1		3.69	Direct Global Vision
7	Medical and Healthcare	Medical and Healthcare	Mumbai		10	10		13.69	Direct K/J Somaiya Medical Trust
8	Promote education among girls, medical facilities to economically backward section of society	Social business projects;	Mumbai		0.3	0.3		13.99	Direct Shri Sadhubella Udasin Ashram
9	Rural Development Projects	Agricultural, Health & Hygiene, Education	Mumbai		0.25	0.25		14.24	Direct Deendayal Research Institute
10	Rural Development Projects	Social business projects		Jharkhand	0.83	0.83		15.07	Direct Sivanand Math
11	To Promote nationally recognized Sports	Badminton	Mumbai		1.45	1.45		16.52	Direct Pullela Gopichand Nimmagadda Foundation, Shuttle Craze - Academy adminton Training, The Thane City & District Badminton Association
12	Promoting Child Education	Child Education	Mumbai		5	5		21.52	Direct St.Gonsalo Garcia Ashram Unicef
	TOTAL AMOUNT SPENT				21.52				

6. Responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the company.

The CSR Committee affirms that the implementation and monitoring of CSR Policy is in compliance with the CSR Policy and objectives of the Company.

Mr. Ashok B.Harjani
Managing Director
 DIN 00725890

Mr. Devendra K. Shah
Chairman CSR Committee
 DIN 01254611

Date: 30th May 2016
 Place: Mumbai

(ANNEXURE V)

MANAGEMENT DISCUSSION AND ANALYSIS REPORT INDUSTRY STRUCTURE AND DEVELOPMENTS:

The Indian Textile apparel market has been growing at around 9% over the decade and Innerwear industry is expected to grow at 12%. International market has got a lot of opportunities, but the subdued economic scenario which prevails across the developed and developing economies is cause of concern for Export Growth. Contrary to this, Indian Economy has been doing well and GDP growth has been at around 7.4% which also makes domestic market more amenable to further expansion of capacities as well good for domestic sales.

Textile Industry generates highest employment and with Government's labour reforms, more skilled workforce will be available over a long term. A fast changing technical up-gradation is forcing the industry to meet the new challenges in the market and enabling to reduce conversion costs, and higher manpower productivity.

In the year 2016-17, it is expected that industry will maintain the growth rate of 9% to 10%. The Company targets to meet the growth rate of 15% to 20%. The Company's Domestic Sales shows a healthy trend and expects it to continue with a growth rate of more than 20%, while exports remains a challenging sector, and company expects to maintain a growth rate of 5% to 6%.

OPPORTUNITIES AND THREATS:

Currency fluctuations and strong rupee due to lower crude prices and higher economic growth rate, may hit the export realisations however, on the other hand, Domestic realisations and Differential Product Mix, makes the opportunities galore at Indian Markets.

The Company's entry in New Product lines and High End Name Tape Business, gives an upper hand over competitors. The low Turnout time and better deliveries with continue quality focus, are keys to success and differentiates companies performance over competitors.

SEGMENTS WISE PERFORMANCE:

As per the Management, Company is mainly engaged in the business of Manufacturing of Woven & Knitted Elastic Tapes and all other activities of the Company revolve around the main business, and as such, there are no separate reportable segments.

OUTLOOK

Overseas customers have Consistently shown confidence in quality products developed by the Company. Management is putting all their efforts and innovations to improve the sales Turnover, and the Company expects further rise in the demand of Domestic orders as well as in Export orders.

The Vietnamese Plant will further enhance the Companies reach to overseas untapped market. The Company eyes a growth rate of 15% to 20%.

RISK & CONCERNS

The Company faces the risk of competition from various Local Manufacturers, despite the fact that it has established phenomenal historical experience & goodwill in the market.

The prices of Raw Materials are subject to significant volatility based on the various factors such as crude oil prices, International prices for Raw Material etc. These could correspondingly inflate the Cost Structure. The Company results are subject to Foreign Currency fluctuation risks as it exports nearly 70% of its products.

INTERNAL CONTROLS & THEIR ADEQUACY

The Company has well defined Internal Control Systems. The Company takes adequate care to review and monitor the working of Internal Control Systems. Internal audit in the Organization is an independent appraisal activity and it also measures the efficiency, adequacy and effectiveness of other controls in the Organization.

DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE:

During the year under review, Company's standalone revenue from operations stood at Rs. 7,392.87 Lacs as against Rs. 7,227.69 Lacs in the previous year. On a standalone basis, the Company has earned a Net profit after Tax of Rs. 1,265.82 Lacs as compared to the Net Profit after Tax of Rs. 1,205.50 Lacs during the previous accounting year. The Company formed subsidiary in Vietnam in the second half of year 2015 and hence is required to present the consolidated financials. Accordingly, revenue from Consolidated operations stood at Rs. 7,352.70 Lacs and Net profit from Consolidated Operations was at Rs. 1,262.44 Lacs. There are no comparatives available for previous year.

Premco Global Limited is one of the India's leading manufacturers of Elastic. During the year 2014-15, the Export Sales shown a lesser growth due to slowing world economy and lower off take by international customer, and has reduced by a 12%, while domestic Sales have Increased by more than 44% .

The Company is committed to maintain its growth rate of 10 to 15% on Year on Year basis.

MATERIAL DEVELOPMENT IN HUMAN RESOURCES (INCLUDING NO OF PERSONNEL EMPLOYED):

The Company believes that Human Resource is one of the most vital resources and a key pillar in providing the Organization a competitive edge in current business environment. The work environment is very challenging and performance oriented, recognizing Employee potential along with providing them Growth Opportunities. Premco Global Ltd. takes adequate precautionary measures for its employee's welfare.

As on 31st March, 2016 Premco Global Ltd. had staff strength of 163 on its payroll. The Company employs more than 50 workers in Vietnam, as on 31st March, 2016.

The company has a well in-built system to periodically train & upgrade their human resource by providing on Job Training & also providing the Rewards for improvement in Delivering quality products & achieving Targets.



(ANNEXURE VI)

Form No. MR-3

SECRETARIAL AUDIT REPORT

For The Financial Year Ended 31st March 2016

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
PREMCO GLOBAL LIMITED
Mumbai

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by PREMCO GLOBAL LIMITED (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the Company of books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March 2016 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March 2016 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; The same is not applicable during audit period.
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 (upto May 14, 2015) and Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (effective May 15, 2015);
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **There were no further issue of securities during the year under review.**

- (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 / The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (effective October 28, 2014)
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **There were no proposals for delisting of its Equity shares during the year under review.**
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **There were no Buy Back of its Equity shares during the year under review.**

Other laws applicable to Company.

1. Custom Act 2013
2. Foreign Trade Policy 2015-2020.
3. Excise Laws and Other State VAT laws applicable.

We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards with respect to Meeting of Board of Directors (SS-1) and General Meeting (SS-2) issued by the Institute of Company Secretaries of India and made effective from 1st July 2015.
- (ii) The Listing Agreements entered into by the Company with the BSE Limited and Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements), Regulations 2015 (effective from 1st December 2015).

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations and Guidelines mentioned above.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision of Board are carried out unanimously as recorded in the minutes of meeting of the Board of Directors.

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

This Report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this Report

For SANJAY DHOLAKIA & ASSOCIATES

(SANJAY R DHOLAKIA)
Practising Company Secretary
Proprietor
Membership No. 2655 /CP No. 1798

Date: 30th May 2016
Place: Mumbai

Annexure A

To,
The Members,
PREMCO GLOBAL LIMITED
Mumbai.

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial record. The verification was done on test basis to ensure that the correct facts are reflected in secretarial records. We believe that the practices and processes, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, we obtained management representation about the compliance of laws, rules, regulations, norms and standards and happening of events.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, norms and standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
6. The secretarial audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For SANJAY DHOLAKIA & ASSOCIATES

(SANJAY R DHOLAKIA)
Practising Company Secretary
Proprietor
Membership No. 2655 /CP No. 1798

Date: 30th May 2016
Place: Mumbai

REPORT ON CORPORATE GOVERNANCE

In terms of Compliance to Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Corporate Governance report for current year is as follows:

1) Company's Philosophy:

The Company's policies, practices and philosophy adopted since inception are in line with Corporate Governance. These policies, practices are required periodically to ensure its effective compliance. The composition of Board of Directors is well balanced with a view to manage the affairs of the Company efficiently and professionally. The Company's philosophy is to produce Woven & Knitted Elastic Tapes of high quality conforming to the International Standards and provide satisfaction to all stakeholders including customers, shareholders and employees.

2) Board of Directors

The Board of Directors of the Company have an optimum combination of Executive, Non-Executive and Independent Directors who have an in-depth knowledge of business, in addition to the expertise in their areas of specialization. The Board of the Company comprises Eight Directors.

(I) Composition and Category of Directors as of 31st March 2016 is as follows:

Category	Name of the Director	Other Directorship
Executive Directors	Ashok B. Harjani	-
	Lokesh P. Harjani	Pixel Packaging Limited (Managing Director)
	Nisha P. Harjani (CFO)	Pixel Packaging Limited
	Sonia A. Harjani	Pixel Packaging Limited
Non Executive & Independent Directors	Devendra K. Shah	-
	Rajesh M. Mahtani	-
	PremIndur Gidwani	-
	Sonu A. Chowdhary	-

* Nisha P. Harjani and Sonia A. Harjani were appointed additional Directors on Board wef: 02.11.2015

* Executive Directors belong to Promoter Group and are related to each other.

None of the Directors of the Company holds membership of more than 10 Board Committee or Chairmanships of more than 5 Board Committees.

(ii) Number of Board Meetings held, dates on which held:

The Board of Directors duly met four (7) times during the financial year from 1st April 2015 to 31st March 2016. The date as on which the meetings were held are as follows:

20th April 2015, 28th May 2015, 11th August 2015, 02nd November 2015, 05th December 2015, 03rd February 2016 & 19th March 2016.

The necessary Quorum was present for all the meetings.

(iii) Attendance of each Director at the Board Meetings and the last AGM held on 01st September 2015:

Name of the Director	No. of Board Meetings Attended	Last AGM attendance(Yes/No)
Ashok B. Harjani	6	Yes
Lokesh P. Harjani	7	Yes
Devendra K. Shah	6	No
Rajesh M. Mahtani	6	Yes
PremIndurGidwani	7	Yes
Sonu A. Chowdhary	4	Yes
Nisha P. Harjani	3	NA
Sonia A. Harjani*	3	NA

* Nisha P. Harjani and Sonia A. Harjani were appointed as Directors on Board wef: 02.11.2015

(iv) The terms and conditions of appointment of Independent Directors & familiarisation programme are disclosed on the website of the company. The company has also obtained declarations from all the Independent Directors pursuant to section 149 (7) of the Companies Act, 2013.

(v) The details of Familiarization programme of the Independent Directors are available on the website of the Company. None of the Non-executive Directors during the year held any shares or convertible instruments. None of the Non-executive Directors are had any inter-se relationships. The details of familiarization programmes imparted to independent is available on website of the Company at www.premcoglobal.com

(vi) The Board evaluates the performance of Non-executive and Independent Directors every year. All the Non executive and Independent Directors are eminent personalities having wide experience in the field of business, industry and administration. Their presence on the Board is advantageous and fruitful in taking business decisions.

(vii) The Independent Directors held a Meeting on 3rd February 2016 without the attendance of Non-Independent Directors. The Independent Directors reviewed the performance of non-independent directors and the Board as a whole.

3) Committees of the Board:

Audit Committee	Stakeholders Relationship Committee	Nomination and Remuneration Committee	Corporate Social Responsibility Committee
Mr. Devendra K. Shah Chairman	Rajesh M. Mahtani Member	Mr. Devendra K. Shah Chairman	Mr. Devendra K. Shah Chairman
Mr. Lokesh P Harjani Member	Mr. Ashok B. Harjani Member	Mr. Ashok B. Harjani Member	Mr. Ashok B. Harjani Member
Mr. Rajesh M Mahtani Member	Mr. Devendra K. Shah Chairman	Rajesh M. Mahtani Member	Mr. Lokesh P Harjani Member

i) Audit Committee:

The audit committee of the Company is constituted in line with the provisions of Regulation 18 of SEBI Listing Regulation, read with section 177 of the act.

i) Terms of reference:

The Audit Committee reviews the audit reports submitted by the Internal Auditors and Statutory Auditors, financial results, effectiveness of internal audit processes and the Company's risk management strategy.

1. To oversee the financial reporting process.
2. To oversee the disclosures of financial information.
3. To recommend appointment / removal of statutory auditors and fixation of their fees.
4. To review the quarterly/half yearly financial results and annual financial statements with the management, internal auditor and the statutory auditor.
5. To consider the reports of the internal auditors and to discuss their findings with the management and to suggest corrective actions wherever necessary.
6. To Review with the management, statutory auditors and the internal auditors the nature and scope of audits and the adequacy of internal control systems.
7. To Review major accounting policies and compliance with accounting standards and listing agreement entered into with the stock exchange and other legal requirements concerning financial statements.
8. To Look into the reasons for any substantial defaults in payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividend) and creditors, if any.
9. To Review related party transactions of material nature, with promoters or the management and their relatives that may have potential conflict with the interests of the Company at large.
10. To investigate any matter covered under Section 177 of the Companies Act, 2013.
11. To Review the financial and risk management policies.

ii) Composition:

The Audit Committee of the Company consists of 2 Independent Directors and 1 Executive Director. The Chairman of the Audit Committee is financially literate and majority of them having accounting or related financial management experience. Company Secretary acts as Secretary to the Committee.

iii) No. of Meetings held during the year:

During the year the Committee had 4 Meetings i.e. 28th May 2015, 11th August 2015, 2nd November 2015 and 3rd February 2016.

iv) Composition, name of Members and attendance during the year:

Name of the Director	Position	No. of Meetings held	No. of Meetings Attended
Mr. Devendra K Shah	Chairman	4	3
Mr. Lokesh P Harjani	Member	4	4
Mr. Rajesh M Mahtani	Member	4	3

II) Nomination and Remuneration Committee:

The Nomination and remuneration committee of the Company is constituted in line with the provisions of Regulation 19 of SEBI Listing Regulation, read with section 178 of the act.

i) Terms of reference:

This Committee shall identify the persons, who are qualified to become Directors of the Company / who may be appointed in Senior Management in accordance with the criteria laid down, recommend to the Board their appointment and removal and also shall carry out evaluation of every director's performance. Committee shall also formulate the criteria for determining qualifications, positive attributes, independent of the Directors and recommend to the Board a Policy, relating to the remuneration for the Directors, Key Managerial Personnel and other employees.

ii) Composition:

The Nomination and Remuneration Committee of the Company consists of 3 Non-Executive Independent Directors including Chairman

iii) No. of Meetings held during the year:

During the year the Committee had 2 meeting i.e. on 28th May, 2015 and 02nd November 2015.

iv) Composition, name of Members and attendance during the year:

Name of the Director	Position	No. of Meetings held	No. of Meetings Attended
Mr. Devendra K Shah	Chairman	2	1
Mr. Rajesh M Mahtani	Member	2	2
Mr. Ashok B. Harjani	Member	2	2

v) Details of Remuneration to Executive Directors and Non-Executive Director's is provided in Directors Report in point no. VI of Extract of Annual Return.

- (a) All pecuniary relationship or transactions of the non executive directors vis-à-vis the listed entity- Company gives only sitting fees to non-executive directors and the same has been disclosed in extract of Annual Return in Director's Report.
- (b) Criteria of making payments to non-executive directors and weblink - NA
- (c) Disclosures with respect to remuneration: in addition to disclosures required under the Companies Act, 2013, the following disclosures to be made:
 - (i) Details of fixed component and performance linked incentives, along with the performance criteria: Basic Salary & Allowances are fixed components whereas Bonus, Performance Bonus, perquisites are variable components.
 - (ii) Service contracts, notice period, severance fees NA
 - (iii) Stock option details, if any and whether issued at a discount as well as the period over which accrued and over which exercisable.

At present the Company do not have any Stock option scheme and hence the required information under this heading is not furnished.

III) Stakeholders Relationship Committee:

The Stakeholders Relationship committee of the Company is constituted in line with the provisions of Regulation 20 of SEBI Listing Regulation, read with section 178 of the act.

i) Terms of reference:

The Committee focuses primarily on monitoring expeditious redressal of investors / stakeholders grievances and also function in an efficient manner that all issues / concerns stakeholders are addressed / resolved promptly and transfers of shares.

ii) Composition of the Committee:

The Committee consists of 2 Non-Executive Independent Directors and 1 Executive Director.

iii) No. of meetings held and attended during the year:

During the year the 3 Stakeholders Relationship Committee Meetings were held i.e. 28th May 2015, 11th August 2015, 2nd November 2015 and 3rd February 2016.

The attendance of the Members at the meeting was as under:

Name of the Director	Position	No. of Meetings held	No. of Meetings Attended
Mr. Devendra K Shah	Chairman	3	2
Mr. Rajesh M Mahtani	Member	3	2
Mr. Ashok B. Harjani	Member	3	3

iv) Name and Designation of Compliance Officer:

Ms. Harshakaur Hotsinghani - Company Secretary & Compliance Officer.

v) Shareholder's Services:

The total number of complaints received & resolved during the year were 56 there were no complaints pending as on 31.03.2016

Sr. No.	Nature of Complaints	2015-2016	
		Received	Redressed
1.	Non receipt of Shares lodged for Demat credit	4	4
2.	Demat Rejection	3	3
3.	Non receipt of Dividend Warrants	9	9
4.	Non receipt of Annual Report	5	5
5.	SEBI	8	8
6.	Others	2	2
7.	Current status of folio	3	3
8.	Change of address	3	3
9.	Transfer & miscellaneous	9	9
10.	Share certificate	1	1
11.	Duplicate	6	6
12.	Name correction, name deletion, transmission	3	3
TOTAL		56	56

IV) Corporate Social Responsibility (CSR) Committee:

The CSR committee of the Company is constituted in line with the provisions of section 135 of the act.

- Recommend the amount of expenditure to be incurred on the activities for CSR
- Monitor the CSR policy from time to time
- 1 Meeting of CSR committee was held during the year on 02nd November 2015

Composition, name of Members and attendance during the year:

Name of the Director	Position	No. of Meetings held	No. of Meetings Attended
Mr. Devendra K Shah	Chairman	1	1
Mr. Ashok B. Harjani	Member	1	1
Mr. Lokesh P. Harjani	Member	1	1

4) General Body Meetings:

Location and time for the last three AGMs:

Year	Date	Venue	Time	Special Resolution
2012-13	19th August 2013	A/26, Premco House, Street No.3, MIDC Marol Andheri (E) Mumbai - 93	9.30 a.m.	-
2013-14	14th August 2014	The All India Plastic Manufactures Association, AIPMA House, A -52 Street No. 1, MIDC, Marol, Andheri (E), Mumbai 400 093	9.30 a.m.	1. Appointment of Mr. Rajesh Mahtani as Independent Director. 2. Appointment of Mr. Devendra K Shah as Independent Director. 3. Appointment of Mr. Prem I Gidwani as Independent Director.
2014-15	1st September 2015	The All India Plastic Manufactures Association, AIPMA House, A -52 Street No. 1, MIDC, Marol, Andheri (E), Mumbai 400 093	9.30 a.m.	1. Appointment of Mrs. Sonu A. Chowdhary as women Director. 2. Appointment & Increase in Remuneration of Mr. Ashok B. Harjani (MD) 3. Increase in Remuneration of Mr. Lokesh P. Harjani (ED)

No Postal Ballot was conducted during the year.

No Extraordinary General Meetings held during the year.

5) Other Disclosures:

i) Related Party transaction:

All material transaction entered into with related parties as defined under the Act were in the ordinary course of business which have been approved by Audit Committee. The policy for related party has been uploaded on company's website. Transactions with related parties, as per requirements of Accounting Standard 18, are disclosed in notes to accounts annexed to the financial statements.

ii) **Cases of Non-Compliance:**

SEBI vide its circular dated September 15, 2014 has mandated the appointment of Women Director on Board from 01.04.2015, However Company has appointed women Director on Board on 10.04.2015 and penalty (Rs.50,000/-) for late appointed has been made to Stock exchange.

iii) The Company has also adopted Whistle blower policy and has established necessary vigil mechanism as defined under regulation 22 of SEBI Listing Regulations for Directors and employees to report concern about unethical behavior.

iv) Company has Committee for prevention of sexual harassment as workplace, during the year under review no Complaints has been reported as such.

6) Means of Communication:

The Quarterly, Half-yearly and Annual Financial Results of the Company are communicated to the Stock Exchanges immediately after the same are considered by the Board and are published in the all India editions of Mumbai lakshayadeep and Afternoon (Mumbai). The results and official news releases of the Company are also made available on the Company's website i.e. www.premcoglobalcom.

7) SEBI Complaints Redressal System (SCORES):

SEBI has initiated SCORES for processing the investor complaints in a centralized web based redress system and online redressal of all the shareholders complaints. The company is in compliance with the SCORES and redressed the shareholders complaints well within the stipulated time.

8) General Shareholder's Information:

AGM date, time and venue : 09th September 2016 at 10.00 A.M.
THE INTERNATIONAL BY TUNGA
at MIDC, Central Road, Opp Ahura
Centre, Andheri E, Mumbai-400093

Financial Year : 1st April, 2015 to 31st March, 2016

Book Closure Date /Record Date : As mentioned in AGM Notice

Listing on Stock : Bombay Stock Exchange Ltd

Exchanges : Phiroze Jeejeebhoy Towers,
Dalal Street Mumbai- 400001

Phones : 91-22-22721233/4

Stock Code : BSE: 530331

The Company has paid listing fees for the year 2016-17 stock exchanges.

9) Market Price Data:

Monthly High and Low quotations along with the volume of shares traded at National Stock Exchange of India Ltd & Bombay Stock Exchange Ltd during the financial year 2015-16:

Month & Year	BSE		
	High	Low	Volume
April, 2015	376.10	288.80	50,751
May, 2015	400.90	298.00	80,717
June, 2015	484.50	380.00	98,864
July, 2015	617.90	433.20	85,526
August, 2015	731.00	454.00	79,361
September, 2015	666.75	490.00	75,696
October, 2015	661.00	570.00	22,428
November, 2015	884.00	598.00	72,966
December, 2015	974.00	760.25	85,705
January, 2016	945.00	680.00	51,974
February, 2016	790.00	550.00	37,612
March, 2016	620.00	565.00	33,971

10) Subsidiary Company:

The Company is in process of executing an expansion project in two phases by incorporating a foreign subsidiary "Premco Global Veitnam Limited" in which company holds 85%. The Consolidated Financials are provided for the quarter ended 31.03.2016.

11) Unclaimed Dividend Amounts:

Pursuant to the provisions of Section 124 of the Companies Act, 2013, the dividend for the following years, which remain unclaimed for seven years, will be transferred to Investor Education and Protection Fund (IEPF) established by the Central Government.

Members who have not so far encashed their dividend warrant(s) are requested to seek revalidation of dividend warrants in writing to the Company's Registrar and Transfer Agents, M/s. Big share Services Pvt. Ltd., immediately. Members are requested to note that no claims shall lie against the Company in respect of any amounts which were unclaimed and unpaid for a period of seven years from the dates that they first became due for payment and no payment shall be made in respect of any such claims.

Members are also advised to update their correspondence address in their demat accounts in case of their holdings in electronic form or inform their latest correspondence address to the Registrars in case of holdings in physical form.

Information in respect of such unclaimed dividends due for transfer to the Investor Education and Protection Fund (IEPF) is as follows.

Year	Dividend Per share	Date of Declaration of Dividend	Year for transfer to IEPF
2008-2009	1.20	14-Sep-2009	2016
2009-2010	1.20	23-Sep-2010	2017
2010-2011	1.20	17-Aug-2011	2018
2011-2012	1.20	18-Sep-2012	2019
2012-2013	1.80	19-Aug-2013	2020
2013-2014	2.00	14-Aug-2014	2021
2014-2015	2.70	01-Sep-2015	2022
2015-2016	3.00	09-Sep-2016	2023

The Company has transferred Rs. 1.54 Lacs - to IEPF on 31.10.2015 pertaining to Financial year 2007-2008.

12) Dematerialization of Shares and Liquidity:

The Equity Shares of the Company are traded compulsorily in Demat. The Demat facility is available to all Shareholder of the Company, who request for such facility.

ISIN No. Of the Company's Equity Shares in Demat Form: INE 001E01012

Depository Connectivity: NSDL and CDSL

13) Registrar and Transfer Agents:

M/s. Big Share Services Private Limited is Registrar and Transfer Agent of the Company. Any request pertaining to investor relations may be addressed to the following address:

Big Share Services Private Limited,
E-2/3, Ansa Industrial Estate, Saki Vihar Road,
Saki Naka, Mumbai - 400 072.
Tel.No.091-022-2847 0652/53, 4043 0200
Fax No.091-022-2847 5207
Email: investor@bigshareonline.com
Contact: Mr.K.S.Laxminarayana Upadhya

14) Share Transfer System:

92.52% of equity shares of the Company are in electronic Form. Transfer of these shares are done through the depositories with no involvement of Company, with regards to transfer of shares in Physical form the transfer documents can be lodged with Company's RTA M/S. Bigshare Services Pvt. Ltd.

15) Shareholding as on March 31.2016.

a) Distribution of Share Holdings:

No of Equity of Shares Held	As on 31.03.2016			
	Number of share	% of Equity	No of Share Holders	% to shareholders
1-5000	61,17,580	18.51%	2710	98.94
50001-10000	8,22,680	2.49%	11	0.40
10001-20000	8,73,710	2.64%	6	0.22
20001-30000	0	0.00%	0	0
30001-40000	3,00,730	0.91%	1	0.04
40001-50000	0	0.00%	0	0
50001-100000	42,43,740	12.84%	6	0.22
100001 and above	2,06,89,560	62.61%	5	0.18
Total	3,30,48,000	100.00 %	2739	100.00

b) Categories of Equity shareholders as on 31st March 2016:

Category	No. of Shares Held	% of Paid up Capital
Promoters & promoter group	21,13,454	63.95 %
Corporate Bodies	53,130	1.61 %
Clearing Member	8,455	0.25 %
NRIs	2,44,609	7.40 %
Mutual Funds & FII	77,600	2.35 %
Public	8,07,552	24.44 %
Total	33,04,800	100.00 %

c) Shareholding Profile:

Mode of Holding	As on 31st March, 2016		As on 31st March, 2015	
	No. of Shares	% to Equity	No. of Shares	% to Equity
Demat				
NSDL	28,29,285	85.61%	26,95,053	80.78 %
CDSL	2,28,149	6.90%	2,27,381	6.82 %
Physical	2,47,366	7.49%	4,13,866	12.40 %
Total	33,04,800	100.00 %	33,36,300	100.00 %

- 17) Plant Locations** : 1. Plot No. -41, Diwan & Sons Industrial Estate, Aliyali Village, Dist.Thane, Palghar, Maharashtra - 401 404.
2. Plot No. -202/2, Old Check post, Dadra & Nagar Haveli, Union Territory - 396 230.
3. C/O. Akay Filtpis Pvt.Ltd. Plot No.-2/23/24, GIDC, Silvassa Road, Near Nathani Paper Mills, Vapi-396 195
4. 8, Marol Udyog Premises, Steelmade Industrial Estate, Marol-Maroshi Road, Andheri (E) Mumbai - 400 059

- 18) Address of Registered Office** : A/26, Premco House, Street No.3, MIDC, Marol , Andheri (E) Mumbai - 400 093
Ms. Harshakaur Hotsinghani
Compliance Officer
Telephone No.: 022 - 6105 5034
Fax No. : 022 - 2835 1812
E-mail : harshakaur@premcoglobal.com

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To the Members of Premco Global Limited

We have examined the compliance of conditions of Corporate Governance by Premco Global Limited, for the year ended on 31st March 2016, as stipulated in clause 49 of listing agreement upto 30th November 2015 and Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 effective from 1st December 2015 with Stock Exchanges.

The Compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Agreement.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For SANJAY DHOLAKIA & ASSOCIATES

(SANJAY R DHOLAKIA)

**Practising Company Secretary
Proprietor**

Membership No. 2655 /CP No. 1798

Date: 30th May 2016

Place: Mumbai

MANAGING DIRECTOR / CFO CERTIFICATION

To,
The Board of Directors
Premco Global Limited

1. We have reviewed financial statements and the cash flow statement of Premco Global Limited for the year ended 31st March, 2016 and to the best of our knowledge and belief:
 - (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of Company's internal control systems pertaining to financial reporting. We have not come across any reportable deficiencies in the design or operation of such internal controls.
4. We have indicated to the Auditors and the Audit Committee:
 - (i) that there are no significant changes in internal control over financial reporting during the year;
 - (ii) that there are no significant changes in accounting policies during the year; and
 - (iii) that there are no instances of significant fraud of which we have become aware.

Ashok B. Harjani
Chairman and Managing Director
DIN:00725890

Nisha P. Harjani
Chief Financial Officer

Date: 30th May, 2016
Place: Mumbai



INDEPENDENT AUDITOR'S' REPORT ON CONSOLIDATED FINANCIAL STATEMENTS

TO THE MEMBERS OF PREMCO GLOBAL LIMITED

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of PREMCO GLOBAL LIMITED (hereinafter referred to as "the Holding Company") and its subsidiary (the Holding Company and its subsidiary together referred to as "the Group"), comprising of the Consolidated Balance Sheet as at 31st March, 2016, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards prescribed under Section 133 of the Act.

The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the 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 material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

Auditor's' Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. While conducting the audit, we have taken into account the provisions 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 thereunder.

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 consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditor in terms of their report referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated 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 consolidated state of affairs of the Group, as at 31st March, 2016, and their consolidated profit and their consolidated cash flows for the year ended on that date.

Other Matters

We did not audit the financial statements of the subsidiary, whose Financial Statements reflect total assets of Rs. 637.82 Lacs- as at 31st March, 2016, total revenues of Rs. 3.16 Lacs- and net cash flows amounting to Rs. 18.53 Lacs for the year ended on that date, as considered in the consolidated financial statements. These financial statements are unaudited and have been furnished to us by the management and our opinion on the consolidated financial statements, in so far as relates to the amounts and disclosures included in respect of the subsidiary, is based solely on such unaudited financial statements.

Our opinion on the consolidated financial statements and our Other Legal and Regulatory Requirements below is not modified in respect of the above matters with respect to our reliance on the financial statements certified by the management.

Report on Other Legal and Regulatory Requirements

1. 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 purposes of our audit of the aforesaid consolidated financial statements.

- (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books.
- (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- (d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards prescribed under Section 133 of the Act.
- (e) On the basis of the written representations received from the directors of the Holding Company as on 31st March, 2016 taken on record by the Board of Directors of the Holding Company, none of the directors of the company is disqualified as on 31st March, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".
- (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 Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group.
 - ii. The Group has long-term contracts including derivative contracts as at March 31 2016 for which there were no material foreseeable losses;
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company

**For S. P. JAIN & ASSOCIATES,
CHARTERED ACCOUNTANTS**
Firm Reg. No. 103969W

KAPIL K. JAIN
(PARTNER)
Membership No. 108521

Place : Mumbai.
Date : 30-05-2016



"Annexure A" to the Independent Auditor's Report of even date on the Consolidated Financial Statements of Premco Global Limited

(referred to in paragraph 1(f) under "Report on Other Legal and Regulatory Requirement" of our report of even date)

Report on the Internal Financial Controls over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended 31st March 2016, we have audited the internal financial controls over financial reporting of Premco Global Limited ("the Holding Company") incorporated in India as of that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For S. P. JAIN & ASSOCIATES,
CHARTERED ACCOUNTANTS
Firm Reg. No. 103969W

KAPIL K. JAIN
(PARTNER)
Membership No. 108521

Place : Mumbai.
Date : 30-05-2016

PREMCO GLOBAL LTD.

31st Annual Report 2015

CONSOLIDATED BALANCE SHEET

(Rs. In Lacs)
AS AT
31 MARCH 2016

Equity And Liabilities

1. Shareholder's Funds

(a) Share Capital	2	330.48
(b) Reserves & Surplus	3	4,746.73

2. Minority's Interest

3a 67.08

5,144.29

3. Non - Current Liabilities

(a) Long Term Borrowings	4	92.82
(b) Deferred Tax Liability (Net)	5	87.74
(c) Other Long Term Liabilities	6	61.27
(d) Long Term Provisions	7	23.95

265.78

4. Current Liabilities

(a) Short Term Borrowings	8	293.76
(b) Trade Payables	9	272.31
(c) Other Current Liabilities	10	181.71
(d) Short Term Provisions	11	168.54

916.32

Total 6,326.39

Assets

1. Non-current Assets

(a) Fixed Assets		
Tangible Assets	12	963.25
Intangible Assets	12	7.31
Capital Wip	12	425.25
(b) Non-current Investments	13	1,860.15
(c) Long Term Loans And Advances	14	92.09
(d) Other Non Current Assets	15	31.94

3,379.99

2. Current Assets

(a) Inventories	16	1,558.14
(b) Trade Receivables	17	914.13
(c) Cash & Bank Balances	18	242.23
(d) Short Term Loans, Advances	19	85.26
(e) Other Current Assets	20	146.64

2,946.40

Total 6,326.39

Significant Accounting Policies
The Accompanying Notes Are An Integral
Part of consolidated Financial Statements

1
29 to 42

"AS PER OUR REPORT OF EVEN DATE"

For & on behalf of the Board

For S. P. JAIN & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN 103969W

ASHOK B. HARJANI
CHAIRMAN & MANAGING DIRECTOR
DIN - 00725890

KAPIL K. JAIN
PARTNER
Membership No. 108521.

LOKESH P. HARJANI
EXECUTIVE DIRECTOR
DIN - 01496181

Place : Mumbai.
Dated : 30th May, 2016



CONSOLIDATED STATEMENT OF PROFIT & LOSS

	NOTE	(Rs. In Lacs) FOR THE YEAR ENDED 31 MARCH 2016
i. Income		
Revenue From Operations	21	7,352.70
Other Income	22	262.12
Total Revenue		<u>7,614.82</u>
ii. Expenses		
Cost Of Material Consumed	23	3,241.44
Changes In Inventories Of Finished Goods And Work In Progress	24	(105.04)
Employee Benefits Expenses	25	759.21
Finance Cost	26	103.29
Depreciation	27	220.60
Other Expenses	28	1,447.97
Total Expenses		<u>5,667.47</u>
iii. Profit Before Exceptional/ Extra-ordinary Items & Tax		<u>1,947.35</u>
iv. Tax Expense		
Current Tax		728.00
Deferred Tax (asset)/liability		(42.28)
Short/(excess) Income Tax Provision		(0.60)
Total Tax Expenses		<u>685.12</u>
v. Profit Before Minority Interest		<u>1,262.23</u>
Minority Interest		(0.21)
Profit For The Year After Minority Interest		<u>1,262.44</u>
vi. Earning Per Equity Share		
Weighted Average No of Equity Shares (In Lacs)		33
Basic & Diluted	38	38
Significant Accounting Policies	1	
The Accompanying Notes Are An Integral Part of consolidated Financial Statements	29 to 42	

"AS PER OUR REPORT OF EVEN DATE"

For & on behalf of the Board

For S. P. JAIN & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN 103969W

ASHOK B. HARJANI
CHAIRMAN & MANAGING DIRECTOR
DIN - 00725890

KAPIL K. JAIN
PARTNER
Membership No. 108521.

LOKESH P. HARJANI
EXECUTIVE DIRECTOR
DIN - 01496181

Place : Mumbai.
Dated : 30th May, 2016

PREMCO GLOBAL LTD.

31st Annual Report 2015

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CONSOLIDATED CASH FLOW STATEMENT

(Rs. In Lacs)
FOR THE YEAR ENDED
31 MARCH 2016

A. Cash Flow From Operating Activities:	
Net Profit Before Tax	1,947.35
Adjustments For:	
Depreciation	220.59
Investment Fluctuation Reserve	7.36
Loss On Sale Of Fixed Assets	3.57
Profit On Sale Of Investments	(20.19)
Finance Expenses	103.29
Interest Received	(23.63)
Net Unrealised Exchange (Gain) / Loss	(6.21)
Dividend Received	(1.75)
Provision For Doubtful Debts / (written Back)	4.77
Operating Profit Before Working Capital Changes	2,235.15
Adjustments For Working Capital Changes	
Inventories	(25.01)
Trade Receivables	110.98
Short Term Loans, Advances & Deposits	(58.92)
Other Current Assets	81.28
Long Term Loans And Advances	(18.64)
Other Non Current Assets	(5.25)
Other Long Term Liabilities	(5.09)
Long Term Provisions	7.19
Trade Payables	(13.09)
Other Current Liabilities	3.03
Short Term Provisions	1.02
Net Working Capital Changes	77.50
Less : Current Taxes	(750.51)
Net Cash Generated From Operations	1,562.15
B. Cash Flow From Investing Activities:	
(purchase)/sale Of Investments (net)	(808.34)
Purchase Of Fixed Assets	(611.93)
Sale Of Fixed Assets	1.91
Dividend Received	1.75
Interest Received	23.63
Net Cash Used In Investing Activities	(1,392.98)
C. Cash Flow From Financing Activities:	
Long Term Borrowings (net of Repayments)	58.40
Short Term Borrowings(net of Repayments)	64.12
Dividend & Tax Thereon	(205.10)
Finance Expenses	(103.29)
Issue of Share Capital To Monirity Shareholder	67.30
Issue of Share Capital & Share Premium	6.49
Net Cash From Financing Activities	(112.08)
Net Increase In Cash And Cash Equivalents	56.03
Opening Balance of Cash And Cash Equivalents	186.20
Effect of Exchange Difference on Foreign Currency Cash & Cash Equivalents	(1.06)
Closing Balance of Cash And Cash Equivalents	242.23
1) Figure In Brackets Indicates Cash Outflow	
2) Closing Balance of Cash and Cash Equivalents	
(i) Cash In Hand	3.06
(ii) Balances With Banks*	239.17
Total	242.23
* Cash & Cash Equivalent include the following balances which are not available for use by the Company.	
Unpaid Dividend A/c	24.92

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Place : Mumbai.
Dated : 30th May, 2016



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

NOTE :1 BASIS OF CONSOLIDATION AND SIGNIFICANT ACCOUNTING POLICIES

I (A) - BASIS OF CONSOLIDATION

- (a) The consolidated financial statements relate to PREMCO GLOBAL LIMITED (the Holding Company) and its subsidiary. The Company and its subsidiary together constitute the "Group". The consolidated financial statements have been prepared on the following basis:
- The financial statements of the Company and its subsidiary have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after eliminating intra-group balances, intra-group transactions resulting in unrealised profits or losses as per Accounting Standard 21 'Consolidated Financial Statements', as specified under section 133 of the Companies Act, 2013, read with Rules 7 of the Companies (Accounts) Rules, 2014.
 - The unaudited financial statements of the consolidated subsidiary are drawn upto the same reporting date as that of the Company and have been considered for consolidation.
 - The Foreign Subsidiary being non-integral operations, revenue items are consolidated at the average rate prevailing during the year. All assets and liabilities are converted at the rates prevailing at the end of the year. Any exchange difference arising on consolidation is recognized in the 'Foreign Currency Translation Reserve'.
 - The Difference between the cost of investment in the subsidiary over the Group's portion of equity as at the date of making the investment is recognised in the financial statements as Goodwill or Capital Reserve as the case maybe.
 - Goodwill arising on consolidation, if any, is deemed to have an indefinite useful life and is reported at acquisition value with deduction for accumulated impairments after periodic tests.
 - Minority Interest comprises:
 - The amount of equity attributable to the minorities at the date on which investment in a subsidiary is made; and
 - The minorities' share of movements in equity since the date the parent-subsidiary relationship came into existence.
 - Minority interest in the net assets of the consolidated subsidiary is identified and presented in the consolidated balance sheet separately from liabilities and equity of the company's shareholders.
 - Minority's share of net profit for the year of consolidated subsidiary is identified and adjusted against the profit after tax of the group.
 - The list of subsidiaries, which are included in the consolidation with their respective country of incorporation and the Group's holding therein, is given below;
 - Particulars of subsidiary (held directly):**

Name of the Company	County of Incorporation	% of voting power as at 31st March, 2016	% of voting power as at 31st March, 2015
Premco Global Vietnam Co. Ltd	Vietnam	85%	–

NOTE 1(B) : SIGNIFICANT ACCOUNTING POLICIES

1. Basis of preparation of Financial Statements

- These financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention on accrual basis and accounting standards notified under section 133 of the Companies Act, 2013.
- All the 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 to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalent, the Company has ascertained its operating cycle to be twelve months for the purpose of current - non-current classification of assets and liabilities.
- The preparation of financial statements requires estimates and assumption to be made that effect the reported amount of assets and liabilities on the date of financial statements and the reported amount of revenue and expenses during the reporting period .The Difference between the actual and estimate are recognized in the period in which results are known/materialized.

2. Fixed Assets and Depreciation

A) Fixed Assets:

- Tangible Fixed assets stated at cost of acquisition or construction, less accumulated depreciation. All costs, including borrowing cost till respective assets is put to use, are capitalized.
- Intangible assets are stated at acquisition cost, net of accumulated amortization and accumulated impairment losses, if any.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

- c) Losses arising from the retirement of and gains & losses arising from disposal of fixed assets which are carried at cost are recognized in the statement of profit & loss.

B) Depreciation:

Depreciation has been provided as under:

- (i) For assets existing on 1st April 2014 the carrying amount will be amortized over the remaining useful lives on straight line method as prescribed in the schedule II of Companies Act, 2013.
- (ii) For the assets added after the 1st April 2014 :- On straight line method at the useful Lives prescribed in Schedule II to The Companies Act, 2013.

For the subsidiary no depreciation is provided for the year in view of capital work-in-progress.

(iii) Leasehold Improvements are written off over the period of lease.

(iv) Intangible assets include Cost of software capitalized is amortized over a period of 3 years.

(v) Depreciation on assets added/ disposed off during the year has been provided on pro-rata basis with reference to the days of addition/ disposal.

3. Foreign Exchange Transaction

Transactions denominated in foreign currencies are recorded at the exchange rate prevailing at the time of the transaction. Monetary assets and liabilities in foreign currency, outstanding at the end of the year are converted into Indian currency at the rate prevailing on the Balance Sheet date. Resulting gain or loss is recognized in statement of profit or loss.

At the reporting date, non-monetary items which are carried in terms of historical cost denominated in foreign currency are reported using the exchange rate at the date of transaction.

Forward Exchange Contracts:-

The premium or discount arising at the inception of the forward exchange contracts entered into to hedge an existing assets/ liability, is amortized as expense or income over the life of the contract. Exchange differences on such contracts are recognized in the statement of profit & loss in the reporting period in which the exchange rate changes. Any profit or loss arising on cancellation or renewal of such forward exchange contracts is recognized as income or expense for the period.

Forward exchange contracts outstanding as at the year end on account of firm commitment/ highly probable forecast transaction are marked to market and the gains or the losses, if any, are recognized in the statement of profit & loss.

4. Investments

Investments that are readily realizable and are intended to be held for not more than one year from the date, on which such investments are made, are classified as current investments. All the other investments are classified as long-term investments. Current investments are carried at cost or fair value, whichever is lower. Long-term investments are carried at cost. However, provision for diminution is made to recognize a decline, other than temporary, in the value of investments, such reduction being determined and made for each investment individually.

5. Inventories

Inventories are stated at lower of cost and net realizable value.

Cost of raw materials is determined using FIFO method. However, these items are considered to be realizable at cost if the finished products, in which they will be used, are expected to be sold at or above cost.

The cost of Raw material is determined using weighted average cost method in the books of the subsidiary using perpetual method.

The cost of finished goods and Stock-in-process comprises raw materials, direct labour, other direct costs and related production overheads upto the relevant stage of completion.

Waste material are valued at Net Realizable value.

Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

License stock are stated at the Duty credit entitlement value.

6. Recognition of Income & Expenditure

- (i) Revenue/ Incomes and Costs/ Expenditure are generally accounted on accrual, as they are earned or incurred.
- (ii) a) Sale of Goods is recognized on transfer of significant risks and rewards of ownership which is generally on the dispatch of goods.
- b) Sales of goods are accounted inclusive of taxes, wherever applicable.
- (iii) Export incentives under the "Duty Drawback Scheme" etc. is accounted as income in the year of export.
- (iv) Interest Income/ expenditure is recognized on the time proportion basis taking into account of the amount outstanding and the rate applicable.
- (v) Dividend income is recognized when the right to received dividend is established.



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(vi) Government Grants in the form of Market Linked Focus Product License (MLFPL Scheme) are recognized when the respective license is issued to the company at the Duty credit entitlement value

7. Government Grants & Subsidies

Government Grants are recognized when there is a reasonable assurance that the same will be received and all attaching conditions will be complied with. Revenue grants are recognized in the Statement of Profit and Loss. Capital grants relating to specific tangible / Intangible Assets are reduced from the gross value of the respective Tangible / Intangible Assets. Other capital grants in the nature of promoter's contribution are credited to capital reserve.

8. Customs Duty

Custom Duty is accounted for as and when paid on the clearance of the goods for home Consumption.

9. Employees Retirement and other benefits

a) Provident Fund:-

The contribution of the Company on a monthly basis towards Provident Fund and Employee State Insurance, which are, defined contributions plans are charged to revenue. The company has paid to regulatory authority & has no further obligations other than these contributions.

b) Escrow Deposits Scheme:-

i) The company has a defined contribution plan towards employee escrow deposit scheme for eligible employee's as per terms of employment. The contribution of the Company on Monthly basis are charged to revenue and provided as liability to be paid upon Retirement, resignation, termination of employment subject to fulfillment of agreed term & Conditions.

The company also under obligation to pay interest on the escrow deposit contribution made by Company as well as the equivalent amount of cumulative escrow deposit monthly retention recovered from the employee covered in the scheme. The interest is provided as liability to be paid upon Retirement, resignation, termination of employment subject to fulfillment of agreed term & Conditions.

c) Employee Security Deposit Scheme:-

The company retains an amount as a security deposit on monthly basis for eligible employees as a part of employee retention policy for 3 years from the date of appointment. The company also under an obligation to pay interest on the security deposit retention received from the employee covered in the scheme. The interest is provided as liability to be paid upon Retirement, resignation, termination of employment subject to fulfillment of agreed term & Conditions.

d) Leave Encashment:-

Leave Encashment towards accumulated Compensated Absences are the company's defined benefit plan payable upon Retirement, resignation, termination of employment. The present value of the obligation under such defined benefit plan is determined based on actuarial Valuation using the Projected Unit Credit Method.

e) Gratuity:-

The company provides for gratuity, a defined benefit plan (the Gratuity plan) covering eligible employees in accordance with the Payment of Gratuity Act, 1972. The Gratuity plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. The company's liability is actually determined under (using the Projected Unit Credit method) at the end of each year.

Actuarial losses/ gains are recognized in the statement of profit & loss in the year in which they arise.

The company has subscribed to a gratuity plan which is administrated through HDFC Standard life and a trust which is administrated through trustees.

The plan assets for funding the liability are insurer managed funds. The shortfall in the Actuarially determined liability and the value of plan assets as on reporting date is provided as liability and recognized in statement of profit & loss in the year.

The actuarial losses/ gains are recognized in the year in which they arise.

10. Provision & Contingent Liabilities

Provision:-

provision are recognized when there is a present obligation as a result of a past event and it is probable that an outflow of benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation.

Contingent liabilities:-

Contingent liabilities are disclosed when there is a possible obligation arising from the past events, the existence of which will be confirmed only on the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arises from past events where it is either not portable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

11. Current and Deferred Tax

Tax expense for the period, comprising Current tax and Deferred Tax are included in the determination of net profit or loss for the period.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the taxation laws prevailing in India.

Deferred Tax is recognized for all the timing differences, subject to the consideration of prudence in respect of deferred tax assets. Deferred tax assets are recognized and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

Deferred Tax assets and liabilities are measured using the tax rates and tax laws that have been enacted and substantively enacted by the Balance Sheet date. At each Balance Sheet date, the company re-assesses unrecognized deferred tax assets, if any.

12. Borrowing Cost

Borrowing cost incurred in relation to the acquisition, construction of assets are capitalized as the part of cost of such assets up to date which such assets are ready for intended use. Other borrowing costs are charged as an expense in the year in which they are incurred.

13. Impairment of Assets

Assessment is done at each Balance Sheet date as to whether there is any indication that a tangible asset may be impaired. For the purpose of assessing impairment, the smallest identifiable group of asset that generates cash inflows from continuing use that are largely independent of the cash inflow from other assets or groups of assets, is considered as a cash generating unit. If any such indication exists, an estimate of the recoverable amount of the asset/cash generating unit is made.

Assets whose carrying value exceeds their recoverable amount are written down to the recoverable amount. Recoverable amount is higher of an asset's or cash generating unit's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an assets and from its disposal at the end of its useful life. Assessment is also done at each Balance Sheet date as to whether there is any indication that an impairment loss recognized for an asset in prior accounting periods may no longer exist or may have decreased.

14. Lease Rentals:

Lease Rentals for assets taken on operating lease are recognized as under expenses in Profit and Loss Account over the lease term on accrual basis.

15. Cash and Cash Equivalents:

In the Cash flow statement, cash and cash equivalents include cash on hand, demand deposits with bank, other short term highly liquid investments with original maturity of three months or less.

16. Earnings per share:

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by weighted average number of equity shares outstanding during the period. The Weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for the events, such as bonus shares, other than conversion of potential equity share that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity share holders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

	(Rs. In Lacs) AS AT 31 MARCH 2016
NOTE 2. : SHARE CAPITAL :	
AUTHORISED :	
60,00,000 Equity Shares of Rs. 10 Each	600.00
ISSUED :	
33,04,800 Equity Shares of Rs.10 Each	330.48
SUBSCRIBED & PAID UP :	
33,04,800 Equity Shares of Rs.10 Each	330.48
TOTAL	330.48

2.1 The items for reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period is as follows.

PARTICULARS	As at 31 March 2016
Equity Shares at the beginning of the year (No. in Lacs)	33.36
Less: Equity Shares Forfieted during the year (No. in Lacs)	0.32
Equity Shares at the end of the year (No. in Lacs)	33.05



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

2.2 Terms/Rights Attached to Shares

The company has only one class of equity shares having a par value of Rs. 10/- per share. Each holder of fully paid equity shares is entitled to one vote per share. The company declares and pays dividends to the holders of fully paid equity shares in Indian rupees. The dividend proposed by Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

2.3 Details of Share holders holding more than 5 % of Shares

Name of Shareholder	As at 31 March 2016	
	No. of Shares held	% of Holding
ASHOK B HARJANI	9.16	27.72 %
LOKESH PREM HARJANI	4.36	13.19 %
SURESH HARJANI	4.27	12.92 %
PREM HARJANI	1.80	5.44 %

2.4 There are no Bonus Shares /Buyback/Shares for consideration other than cash issued during past five years

NOTE 3. RESERVES & SURPLUS :

(Rs. In Lacs)
AS AT
31 MARCH 2016

SECURITIES PREMIUM RESERVE (net Of Arrears) (refer Note 3.1)

Balance As Per Last Balance Sheet	455.55
Add: Addition During The Year	4.38
	459.92

CAPITAL RESERVE

Balance As Per Last Balance Sheet	-
Add: On Forfeiture	3.00
	3.00

CAPITAL SUBSIDY RESERVE

Balance As Per Last Balance Sheet	22.78
Add: Addition During The Year	
	22.78

GENERAL RESERVE

Balance As Per Last Balance Sheet	1,481.00
Add: Transferred From Statement Of Profit & Loss	127.00
	1,608.00

FOREIGN CURRENCY TRANSLATION RESERVE

Balance As Per Last Balance Sheet	
Add: Addition During The Year	7.36
	7.36

SURPLUS AS PER STATEMENT OF PROFIT AND LOSS

Opening Balance As Per Last Balance Sheet	1,629.88
Add : Profit For The Year	1,262.44
<u>Less: Appropriations</u>	
Transferred To General Reserve	127.00
Interim Dividend	82.62
Tax On Interim Dividend	16.82
Proposed Dividend	16.52
Tax On Proposed Dividend	3.68
	2,645.67
TOTAL	4,746.73

3.1 The Calls unpaid of Rs. NIL in Securities Premium Reserve are due from Share holders other than Directors and Officers

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

NOTE 3a. : MINORITY INTEREST

	(Rs. In Lacs) AS AT 31 MARCH 2016
Balance As Per Last Balance Sheet	-
Add : Money Brought By Minority Interest	67.30
Less: Profit/(loss) Share Of Minority Interest For The Year 2015-16	(0.21)
TOTAL	67.08

NOTE 4. LONG TERM BORROWINGS

	AS AT 31 MARCH 2016 (Rs. In Lacs)	
	NON CURRENT	CURRENT
SECURED		
Term Loans		
From Banks		
(a) HDFC Bank Ltd	92.82	35.13
Car Loans		
From Others		
(b) Kotak Mahindra Prime Ltd.	-	1.92
TOTAL	92.82	37.04

4.1 The Long Term Portion of Term Loans are shown under long term Borrowings and the current maturities of long term borrowings are shown under the current liabilities in Note 10(a) as per the disclosure requirements of the Schedule III of the Companies Act, 2013.

4.2 DETAILS OF SECURITY AND TERMS OF REPAYMENT

(a) HDFC BANK - Term Loans referred to above from Banks are secured by way of Hypothecation of first & exclusive charge on all present & future current assets inclusive of all stocks & book debts and plant & machinery along with equitable mortgage on the property situated at Plot no. 41, Survey no. 35 (PT) Diwan & sons industrial Estate, Aliyali Village, Palghar, Thane District & Survey no. 202/2, Old check post, Dadra & Nagar Haveli, Dadra along with personal guarantee of Lokesh Harjani.

There are 4 different Loans and their respective details are as under

(Rs. In Lacs)

Principal Amount Payable	Interest Rate*	Monthly Installment Amount Payable (Principal + Interest)	No. of Installment outstanding equal monthly installments	Period of maturity from balance sheet date
9.17	Base rate + 2.20%	2.06	4	4Months
23.16	Base rate + 2.20%	0.85	27	27Months
71.80	Base rate + 2.20%	1.80	40	40Months
23.82	Base rate + 2.20%	0.54	44	44Months

(b) KOTAK MAHINDRA PRIME LTD.

Vehicle Loan from Bank are secured by mortgage of Respective Vehicle.

There are different Loans and their respective details are as under

(Rs. In Lacs)

Principal Amount Payable	Interest Rate	Monthly Installment Amount Payable (Principal + Interest)	No. of Installment outstanding equal monthly installments	Period of maturity from balance sheet date
1.92	10.85%	0.20	10	10 Months

NOTE 5. DEFERRED TAX LIABILITY (NET)

	AS AT 31 MARCH 2016 (Rs. In Lacs)
(a) Deferred Tax Liability: Related To Fixed Asset	117.76
(b) Deferred Tax Asset: Disallowances Under The Income Tax Act 1961 (net)	(30.02)
TOTAL	87.74

Note: The Company has Reviewed the Deferred Tax Liability/Asset as at the end of the Financial Year on the basis of Written down value of Fixed Assets and Accumulated Disallowables as on the balance sheet date.



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

NOTE 6 OTHER LONG TERM LIABILITIES

	AS AT 31 MARCH 2016 (Rs. In Lacs)	
	NON CURRENT	CURRENT
OTHERS :		
Employees Escrow Deposit	30.05	9.00
Employers Contribution Escrow Deposits	30.05	9.00
Security Deposit Employees	1.16	2.91
TOTAL	61.27	20.91

6.1 The Long Term Portion of Security Deposit Employees are shown under Other Long term Liabilities and the current maturities of Security Deposit Employees are shown under the current liabilities in Note 10(e)(i) as per the disclosure requirements of the Schedule III of the Companies Act, 2013.

NOTE 7 LONG TERM PROVISION

	AS AT 31 MARCH 2016 (Rs. In Lacs)	
	NON CURRENT	CURRENT
Provision For Employee Benefits :		
Leave Encashment Salary Payable	23.95	5.66
TOTAL	23.95	5.66

7.1 The Long Term Portion of Provision for Employee Benefits are shown under Long Term Provisions and the current portion of Provision for Employee Benefits are shown under the Short term Provisions in Note 11(a) as per the disclosure requirements of the Schedule III of the Companies Act, 2013.

NOTE 8. SHORT TERM BORROWINGS

	AS AT 31 MARCH 2016 (Rs. In Lacs)
Secured:	
From Banks	
Working Capital Loans	
Cash Credit From Bank	277.06
Unsecured:	
From Others	16.70
TOTAL	293.76

Working capital referred to above from Banks are secured by way of Hypothecation of first & exclusive charge on all present & future current assets inclusive of all stocks & book debts and plant & machinery along with equitable mortgage on the property situated at Plot no. 41, Survey no. 35 (PT) Diwan & sons industrial Estate, Aliyali Village, Palghar, Thane District & Survey no. 202/2, Old check post, Dadra & Nagar Haveli, Dadra along with personal guarantee of Lokesh Harjani.

NOTE 9. TRADE PAYABLES

(Rs. In Lacs)

	AS AT 31 MARCH 2016
Trade Payables *	272.31
TOTAL	272.31

*9.1 The Company has not received any intimation from suppliers regarding their status under Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosures regarding :

- Amount due and Outstanding to suppliers as at the end of accounting year.
- Interest paid during the year.
- Interest due on amount paid beyond due date during the year
- Interest accrued and unpaid at the end of the accounting year,
- Total interest due but not paid (including prior years.)
have not been given.

PREMCO GLOBAL LTD.

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NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. In Lacs)

NOTE 10. OTHER CURRENT LIABILITIES	AS AT 31 MARCH 2016
(a) Current Maturities Of Long Term Debt (refer Note 4.1)	37.04
(b) Interest Accrued But Not Due	0.97
(c) Advances Received From Customers	6.26
(d) Unpaid Dividends*	24.92
(e) Others	
(i) Current Maturities Of Security & Escrow Deposit Employees (refer Note 6.1)	20.91
(ii) Dues To Employees	32.94
(iii) Statutory Liabilities	54.15
(iv) Security/trade Deposits Received	0.05
(v) Others (For Expenses)	4.47
Total	181.71

*There is no amount due and outstanding as on 31st March 2016 to be credited to Investor Education and Protection Fund. The unpaid dividend for the financial year 2007-08 of Rs. 1.54 Lacs which has been paid to Investor Protection Reserve Fund on 31.10.2015.

(Rs. In Lacs)

NOTE 11. SHORT TERM PROVISIONS	AS AT 31 MARCH 2016
(a) Provision For Employee Benefits (refer Note 7.1)	5.66
(b) Gratuity Payable	10.79
(c) Others	
Outstanding Expenses	28.69
Provision For Tax (net)	103.51
Proposed Dividend	16.52
Provision For Tax On Dividend	3.36
Total	168.54

Note 11.1 The board of Directors has recomonded a final dividend @ Rs. 0.50/- per equity share of Rs. 10/- each on 33,04,800 equity shares for the year ended 31.03.2016. in addition to Interim Divident paid @ Rs. 2.50/- per equity share of Rs. 10/- each of Rs. 10/- each.

NOTE 12. FIXED ASSETS F.Y. : 2015-2016

(Rs. In Lacs)

	GROSS BLOCK			DEPRECIATION				NET BLOCK		
	As At 01.04.2015	Addition	Sales / Impairment	As At 31.03.2016	As At 01.04.2015	For The Year Depreciation	Accumulated Depreciation On Sales Impairment	DEP on sale of Asset	As At 31.03.2016	As At 31.03.2016
TANGIBLE FIXEDASSET										
Freehold Land	24.13			24.13	-	-	-	-	-	24.13
Factory Building	300.74	0.50		301.24	187.66	6.21	-	-	193.87	107.37
Plant & Machinery	1,682.22	161.30	40.65	1,802.87	903.86	186.93	35.17	0.85	1,056.47	746.40
Elect. Fittings	56.95	-		56.95	39.12	2.99	-	-	42.11	14.84
Furniture & Fixture	32.58	0.89		33.46	24.29	1.46	-	-	25.74	7.72
Vehicle	84.41	10.04		94.44	48.86	10.47	-	-	59.33	35.12
Generator	24.45	-		24.45	18.95	0.51	-	-	19.45	5.00
Heating Module	1.21			1.21	0.98	0.06	-	-	1.05	0.16
Air Conditioner	19.77			19.77	14.61	1.79	-	-	16.39	3.38
Office Equipment	18.42	2.32		20.74	11.95	2.40	-	-	14.35	6.40
Computer	67.44	3.61	-	71.05	57.64	4.05	-	-	61.69	9.36
Lease Hold Improvement	19.21			19.21	19.21	-	-	-	19.21	-
Lab Equipment	1.52	2.69		4.22	0.68	0.15	-	-	0.83	3.39
TOTAL(A)	2,333.05	181.34	40.65	2,473.74	1,327.80	217.01	35.17	0.85	1,510.49	963.25
Intangible Fixed Asset										
Computer (Software)	5.04	5.34	-	10.38	0.34	2.73	-	-	3.07	7.31
TOTAL(B)	5.04	5.34	-	10.38	0.34	2.73	-	-	3.07	7.31
Capital Work In Progress										
Machinery And Equipment		425.25		425.25	-	-	-	-	-	425.25
TOTAL(C)	-	425.25	-	425.25	-	-	-	-	-	425.25
TOTAL (A+B+C)	2,338.09	611.93	40.65	2,909.37	1,328.13	219.74	35.17	0.85	1,513.56	1,395.81



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. In Lacs)

NOTE 13. NON CURRENT INVESTMENT

**AS AT
31 MARCH 2016**

Non Trade Investments		
(i) Investment In Equity Shares (Unquoted) :		
2,417	Equity Shares of S.V.C.bank of Face Value Rs.25/- Each Fully Paid	0.61
5,000	Equity Shares of New Ind Co-op. Bank Ltd. of Face Value Rs.10/- Each, Fully Paid	0.50
(ii) Investment In Debentures (Quoted) :		
35	Dynamic Series (ARG16SP10 Series IV 171018) With Anand Rathi Share & Stock Brokers Ltd. of Face Value Rs. 1,00,000/- Each Fully Paid Up.	35.00
(iii) Investment In Equity Shares (Quoted) :		
3,000	Equity Shares of IFCI Bank Ltd of Face Value Rs. 10/- Each Fully Paid	1.96
*612	Equity Shares of Reliance Industries Ltd. / Erstwhile Reliance Petroleum Ltd. of Face Value Rs. 10/- Each Fully Paid	10.43
800	Equity Shares of Unitech Ltd of Face Value Rs. 2/- Each Fully Paid	1.66
200	Equity Shares of Reliance Capital Ltd. of Face Value Rs. 10/- Each Fully Paid	1.78
(iv) Investment In Mutual Funds (Quoted) :		
231,510.42	Units of MF DSP Black Rock Income Opportunity Fund -regular	50.00
1,339.56	Units of MF HDFC Equity Direct Plan	4.52
6,598.82	Units of MF HDFC Prudence Fund Post Ipo Collection	25.00
701.03	Units of MF HDFC Top 200 Direct Fund Growth	2.30
31,642.07	Units of MF HDFC Mid Cap -opportunity Fund Growth	10.00
11,571.30	Units of MF ICICI Prudential Value Discovery Fund Direct	8.64
11,313.05	Units of MF ICICI Prudential Top 100 Regular Growth	25.00
194,477.28	Units of MF ICICI Prudential Short Term Regular	50.00
177,252.72	Units of MF ICICI Prudential Mip-25 Regular Plan Growth	52.99
32,656.02	Units of MF ICICI Prudential Focussed Blue Chip Equity Fund	9.00
50,875.75	Units of MF BIRLA Sun Life Floating Rate Fund-long Term	80.32
1,987.03	Units of MF BIRLA Sun Life Frontline Equity Fund	2.80
312,902.30	Units of MF BIRLA Sun Life Dynamic Bond Fund Retail	75.51
223,722.66	Units of MF BIRLA Sun Life Short Term Opportunity Fund Growth	50.00
93,149.88	Units of MF BIRLA Sun Life Treasury Optimizer Plan Growth	150.00
10,390.29	Units of MF BIRLA Sun Life Frontline Equity Fund	16.00
254,504.73	Units of MF BIRLA Sun Life Interval Income -Qtly-S1-Gr-Direct	50.00
21,373.40	Units of MF FRANKLIN India Smaller Companies Fund	8.00
1,373,016.32	Units of MF Reliance Floating Rate Fund Short Term	300.00
87,433.20	Units of MF Reliance Medium Term Fund-dir Growth	25.99
595,098.21	Units of MF Reliance Short Term (G)	150.00
44,595.87	Units of MF Reliance Banking Fund	75.00
47,427.20	Units of MF Reliance Equity Opportunity Fund Direct Growth	36.00
591,752.29	Units of MF Reliance Dynamic Bond Fund Growth	100.15
58,727.02	Units of MF Reliance Diversified Power Sector Fund	44.00
524,068.74	Units of MF Reliance Regular Saving Fund-debt Plan 18 G	100.00
500,000.00	Units of MF Reliance Fixed Horizon Fund Series 9 Growth	50.00
203,536.65	Units of MF Reliance Arbitrage Advantage Fund - Direct	25.00
215,692.03	Units of MF Reliance Income Fund	100.00
403,053.53	Units of MF Reliance Quarterly Interval Fund	50.00
23,391.81	Units of MF Religare Invesco Mid And Small Cap Fund	8.00
343,589.01	Units of MF SBI Short Term Debt Fund	50.00
58,764.77	Units of MF SBI Bluechip Fund	16.00
31,411.97	Units of MF Kotak Emerging Equity Fund	8.00
TOTAL		1,860.15

Notes : 1) All Investment are valued at cost price.

2) * Received 312 shares pursuant to Scheme of arrangement.

3) a) Aggregate amount of Unquoted Investments 1.11

b) Aggregate amount of Quoted Investments 1,859.04

c) Aggregate Market Value of Quoted Investments 2,027.17

4) The Company is in process of executing an expansion project in two phases by setting up a manufacturing unit at Vietnam by incorporating a foreign subsidiary with a chartered capital of USD 10,00,000 in which the Company shall hold 85%. The Company has remitted an amount of USD 6,00,000 (Rs. 3,95,28,340/-) towards chartered capital till the year ended March 2016.

PREMCO GLOBAL LTD.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. In Lacs)

NOTE 14 : LONG TERM LOANS AND ADVANCES	AS AT 31 MARCH 2016
(unsecured , Considered Good)	
(a) Security And Other Deposits	
-with Related Parties	20.00
-with Others	71.66
(b) Other Loans And Advances	
Loans And Advances Given To Staff	0.43
TOTAL	92.09

14.1 The Long Term Portion of Loans and Advances given to staff are shown under Long term Loans and Advances and the current portion of Loans and Advances given to staff are shown under the Short term Loans and Advances in Note 19 as per the disclosure requirements of the Schedule III.

(Rs. In Lacs)

NOTE 15 : OTHER NON CURRENT ASSETS	AS AT 31 MARCH 2016
Non-current Bank Balance In Margin Money Deposit (see Note 18)	31.35
Interest Accrued But Not Due On Above	0.59
TOTAL	31.94

(Rs. In Lacs)

NOTE 16. INVENTORY	AS AT 31 MARCH 2016
- Raw Material	268.01
- Work In Progress	24.94
- Semi-finished Goods	13.11
- Finished Goods	1,201.79
- Mlfps Licence.	11.29
- Spare Parts	39.00
TOTAL	1,558.14

(Rs. In Lacs)

NOTE 17. TRADE RECEIVABLES	AS AT 31 MARCH 2016
(Unsecured & Considered Good)	
(a) Outstanding Exceeding 6 Months	4.18
(b) Others	909.95
(Unsecured & Considered Doubtful)	
(a) Outstanding Exceeding 6 Months	4.77
Less : Provision For Doubt Full Debts	(4.77)
TOTAL	914.13

(Rs. In Lacs)

NOTE 18. CASH & BANK BALANCE	AS AT 31 MARCH 2016	
	NON CURRENT	CURRENT
(a) Cash & Cash Equivalent		
(i) Cash in Hand		3.06
(ii) Balances with Banks		
-Current Accounts in Rupees		10.52
-In Foreign Currency		203.74
-In Unpaid Dividend A/C		24.92
(b) Other Bank Balances		
-held as margin money	31.35	
(under lien with bank as security for gurantee facility)		
amount disclosed under the head " other non-current Assets" (note 15)	31.35	
TOTAL	-	242.23



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. In Lacs)

NOTE19. SHORT TERM LOAN & ADVANCES	AS AT 31 MARCH 2016
(Un-Secured-Considered Good)	
Loans Given To Staff (refer Note 14.1)	20.38
Advance To Suppliers	64.83
Claims Receivables	0.05
(Un-Secured-Considered doubtful)	
Advance To Suppliers	2.51
Less : Provision For Doubtful Advances	(2.51)
TOTAL	85.26

(Rs. In Lacs)

NOTE 20. OTHER CURRENT ASSETS	AS AT 31 MARCH 2016
(Unsecured but considered good)	
Prepaid Expenses & Other Receivables	8.80
Vat Deductible	48.44
Duty Drawback Receivable	89.40
(Unsecured but considered doubtful)	
Duty Drawback Receivable	3.53
Less : Provision For Duty Drawback	(3.53)
TOTAL	146.64

NOTE 21. REVENUE FROM OPERATION	FOR THE YEAR ENDED 31 MARCH 2016
INTEREST	
Sales	7,012.38
Other Operating Revenue	340.31
TOTAL	7,352.70

(Rs. In Lacs)

NOTE 22. OTHER INCOME	FOR THE YEAR ENDED 31 MARCH 2016
Interest	23.63
Dividend	1.75
Net Gain On Sale Of Investment	20.19
Foreign Exchange Fluctuation	212.52
Miscellaneous Income	4.03
TOTAL	262.12

(Rs. In Lacs)

NOTE 23. COST OF MATERIAL CONSUMED :	FOR THE YEAR ENDED 31 MARCH 2016
(A) RAW MATERIAL	
Opening Stock	383.27
Add: Purchases	2,964.19
	3,347.46
Less : Closing Stock	218.63
TOTAL (A)	3,128.83
(B) CONSUMPTION OF SPARES	
Opening Stock	40.00
Add : Purchases	111.61
	151.61
Less : Closing Stock	39.00
TOTAL (B)	112.61
TOTAL (A + B)	3,241.44

PREMCO GLOBAL LTD.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. In Lacs)

NOTE 24. CHANGES IN INVENTORIES OF FINISHED GOODS AND WORK IN PROGRESS	FOR THE YEAR ENDED 31 MARCH 2016
Closing Stock	
- Finished Goods	1,201.79
- Semi Finished Goods	13.11
TOTAL (A)	1,214.90
Less: Opening Stock	
- Finished Goods	1,074.31
- Semi Finished Goods	35.56
TOTAL (B)	1,109.86
INCREASE/(DECREASE) IN STOCK (A - B)	105.04

(Rs. In Lacs)

NOTE 25. EMPLOYEE BENEFITS EXPENSES	FOR THE YEAR ENDED 31 MARCH 2016
Salary, Wages, Bonus & Leave Salary	676.82
Contribution To Provident Fund & Other Funds	24.95
Gratuity	15.79
Staff Recruitment Expenses	1.56
Staff Welfare & Other Amenities	40.09
TOTAL	759.21

(Rs. In Lacs)

NOTE 26. FINANCE COST	FOR THE YEAR ENDED 31 MARCH 2016
Interest	83.36
Other Borrowing Cost	19.93
TOTAL	103.29

(Rs. In Lacs)

NOTE 27. DEPRECIATION	FOR THE YEAR ENDED 31 MARCH 2016
Depreciation	220.60
TOTAL	220.60

(Rs. In Lacs)

NOTE 28. OTHER EXPENSES	FOR THE YEAR ENDED 31 MARCH 2016
A) MANUFACTURING EXPENSES	
Diesel Expenses	6.98
Gas Expenses	25.93
Electricity Charges	177.33
Factory Expenses	10.27
Repairs and Maintenance - Building	12.14
Repairs and Maintenance - Plant & Machinery	2.31
Repairs and Maintenance - Others	48.41
Labour Charges	144.03
Processing Charges	309.21
Testing Charges	1.56
TOTAL (A)	738.17
B) SELLING & DISTRIBUTION EXPENSES	
Freight & Forwarding Charges	238.90
Others	35.58
TOTAL (B)	274.48

**NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS**

(Rs. In Lacs)

	FOR THE YEAR ENDED 31 MARCH 2016
C) ADMIN EXPENSES	
Repairs & Maintenance	3.42
Auditors Remuneration And Expenses (refer Note 33)	8.36
Bad Debts	4.77
Donation (Refer Note 41)	24.05
Insurance Charges	12.51
Legal & Professional Charges	22.83
Loss On Sale Of Fixed Assets	3.57
Miscellaneous Expenses	66.47
Conveyance & Traveling	137.28
Prior Period Expenses	9.31
Rent	113.57
Rates & Taxes	29.18
TOTAL (C)	435.32
GRAND TOTAL (A+B+C)	1,447.97

NOTE 29: Contingent Liabilities :-

- Unredeemed Bank Guarantees are Rs. 21.48 Lacs
- Claims against the company not acknowledged as debts
 - Income Tax Liability Rs. 11.49 Lacs
- The company has imported machineries under EPCG license whereby the custom duty saved of Rs. 32.38 Lacs is subject to performance of pre stated obligations. The non-performance would result in liability towards custom duty saved along with penalty and damages.

NOTE 30:**Capital Commitments :-**

Estimate amount of contract remaining to be executed on Capital Account & not provided for Rs 373.27 Lacs against which advance has been paid of Rs. Nil

NOTE 31:

The balance confirmations in respect of debtors, creditors, advances, loans and deposits as at 31st March 2016 have been called for and are subject to confirmation & reconciliation as the necessary communication in this respect is not received from them. The management has scrutinized the accounts and the balances appearing in the Balance Sheet are correct.

In the opinion of the management, no item of current assets, loans and advances has a value on realization in the ordinary course of business, which is less than the amount of value at which it is stated in the Balance Sheet, unless otherwise specified.

NOTE 32: Auditor Remuneration's :-

Payment to Auditors	2015-16 Rs. In Lacs
a) Audit Fees	3.15
b) Tax Audit Fees	0.86
c) Limited Review Certificate	1.34
d) Other Taxation Matters	1.89
e) Certification Charges	0.86
f) Out of Pocket Expense	0.26
Total	8.36

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

NOTE 33 : Unhedged Foreign Currency Exposure & Derivative Instruments :-

(A) Foreign Currency exposure that are not hedged by derivative instruments or otherwise are as follows:

	31-03-2016	
	Amount (USD \$ In Lacs)	Amount (Rs. In Lacs)
Sundry Debtors Balance in EFC A/c	USD \$ 3.80 USD \$ 3.07	Rs. 251.99 Rs. 203.74
Total Assets :	USD \$ 6.87	Rs. 455.73
Equity capital contribution in subsidiary.	USD \$ 2.50	Rs. 168.25
Total Liabilities :	USD \$ 2.50	Rs. 168.25

(B) Forward Contracts for hedge of Trade Receivables and under firm commitments/high probable forecast transactions are as follows :

	31-03-2016	
	Amount (USD \$ In Lacs)	Amount (Rs. In Lacs)
Forward Contracts	USD \$ 11.12	Rs. 763.44

Mark-to-market gain recognized in the statement of Profit & Loss Rs. 17.20 Lacs

NOTE 34: Disclosures in accordance with Revised AS -15 on "Employee Benefits" :-

a) **Defined contribution plans-** The company has recognized the following amounts in the Statement of Profit & loss for the Year :

Particulars	2015-16 Rs. In Lacs
Employer's Contribution to Provident Fund	11.19
Employer's Contribution to E.S.I.C	1.65
Employer's Contribution to Escrow Deposit Scheme	5.50
Interest paid on Employee Escrow Scheme	6.17
Interest on Security Deposit	0.30

b) **Defined benefit plans - Gratuity & Leave Encashment :**

Gratuity :- The company operates a gratuity plan which is administrated through HDFC Standard Life Insurance Company Limited and a trust which is administrated through trustees. Every employee is entitled to a minimum benefit equivalent to 15 days salary last drawn for each completed year of service in line with Payment of Gratuity act, 1972. The same is payable at the time of separation from the company or retirement, whichever is earlier or death in service.

Leave Encashment :- The employees are entitled to accumulate compensated absence upto specified days as per company policy, which is payable at the time of separation from company i.e. retirement or death in service at the rate of last drawn salary.

The details on Company's Gratuity and Leave Encashment liabilities employees are given below which is certified by the actuary and relied upon by the auditors.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS
(I) Reconciliation of Opening & Closing balance of Present Value of Defined benefit Obligation (DBO) :

Change in Benefit Obligation	Gratuity Rs. In Lacs 31.03.16	Leave Encashment Rs. In Lacs 31.03.16
Present Value of Obligation (Opening)	56.91	21.77
Interest Cost	4.51	1.72
Current Service Cost	8.43	6.00
Past Service Cost	NIL	NIL
Benefits Paid	(10.85)	(6.58)
Actuarial (Gain)/Loss on Obligation - Due to change in Financial Assumptions.	0.06	0.01
Actuarial (Gain)/Loss on Obligation - Due to Experience.	16.38	6.70
Present value of Obligation (Closing)	75.44	29.62

(ii) Reconciliation of Opening & Closing balance of Fair Value of Plan Assets :

Fair value of plan Assets 01/04/2015	65.19	NIL
Expected Return on Plan Assets	5.16	NIL
Contribution	5.00	6.58
Benefits paid	(10.85)	(6.58)
Actuarial (Gain)/Loss on plan Assets - Due to Experience.	0.13	NIL
Fair value of plan Assets 31/03/2016	64.64	NIL

Fair value of plan assets for gratuity represents the amount as confirmed by Insurer Manager Funds.

(iii) Balance Sheet Recognition :

(Present Value of Obligation)	(75.44)	(29.62)
Fair value of Plan Assets	64.64	NIL
Funded Status (Surplus /(Deficit))	(10.79)	(29.62)
Un-recognised past Service Cost	NIL	NIL
Net (Liability) recognized in the Balance Sheet	(10.79)	(29.62)

(iv) Profit and Loss – Expenses Recognition

Current Service Cost	8.43	6.00
Interest Cost	4.50	1.72
Expected Return on Plan Assets	(5.16)	NIL
Net Actuarial (Gain)/Loss Recognised in the year	16.31	6.71
Surplus funding to plan Assets	(8.28)	NIL
Expenses to be recognized in P/L Account	15.79	14.43

v) For Each major category of plan assets, following is the percentage that each major category constitutes of the fair value of the plan assets :

Particular's	Gratuity as on 31st March 2016	
	Amount Rs. In Lacs	Rate %
Insurer Managed Fund	64.64	100%
Total	64.64	100%

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

- vi) The overall expected rate of return on assets is based on the expectation of the average long term rate of return expected on investments of the fund during the estimated term of the obligations.
- vii) The Actual Return on plan assets is as follows:-

Particular's	Gratuity 2015-16 Amount Rs. In Lacs
Actual return on plan assets	5.30

(viii) Following are the Principal Actuarial Assumptions used as at the balance sheet date:

	Gratuity	Leave Encashment
Discount Rate	7.85 %	7.85 %
Expected Return on Plan Assts	7.85 %	0.00 %
Mortality	Indian Assured Lives Mortality (2006-08)	Indian Assured Lives Mortality (2006-08)
Future Salary Increases	7.00 % PA	7.00 % PA
Attrition	8.00 % for Service Group.	8.00 %

ix) Amount recognized in current year and previous four years for Gratuity & Leave Encashment :-

a) Gratuity :

Particular's	2015-16
Defined benefit obligation	75.44
Plan assets	64.64
Surplus /(deficit)	(10.79)
Experience adjustment on plan liabilities	NIL
Experience adjustment on plan assets	0.13

b) Leave Encashment :

Particular's	2015-16
Defined benefit obligation	29.62
Plan assets	NIL
Surplus /(deficit)	(29.62)
Experience adjustment on plan liabilities	NIL
Experience adjustment on plan assets	NIL

NOTE 35 :

A) Segment Reporting :

In the opinion of the management the company is mainly engaged in the business of manufacturing of Elastic and all other activities of the Company revolve around the main business, and as such, there are no separate reportable segments.



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

B) Secondary Business Segment :

Description	Mumbai Rs. in Lacs 2015-16	Dadra Rs. in Lacs 2015-16	Palghar Rs. in Lacs 2015-16	Vapi Rs. in Lacs 2015-16	Vietnam Rs. in Lacs 2015-16
Segment Revenue(Gross)					
(i) Within India	163.59	1,675.63	661.49	537.44	NIL
(ii) outside India	NIL	3,696.21	1.28	876.02	3.16
Total Revenue (Gross)	163.59	5,371.84	662.77	1,413.45	3.16
Segment Fixed Assets (Gross)					
(i) Within India	213.75	1,618.29	247.21	404.87	NIL
(ii) outside India	NIL	NIL	NIL	NIL	425.25
Other Assets					
(i) Within India	2,208.67	1,015.36	201.44	406.87	NIL
(ii) outside India	NIL	854.81	NIL	32.97	210.48

NOTE 36 :

Related Party Disclosures

A) List of Related Parties and Relationship

a) Associates :-

Premco Industries	Enterprise on which significant influence is exercised having common directions.
Onspot Solutions Pvt. Ltd.	
Pixel Packaging Ltd.	

b) Key Management Personnel :-

Mr. Ashok B. Harjani	Chairman & Managing Director
Mr. Lokesh P. Harjani	Director
Mrs. Nisha P. Harjani	Director w.e.f. 02.11.2015
Mrs. Sonia A. Harjani	Director w.e.f. 02.11.2015
Mr. Devendra Kumar Jain	CEO

B) Related Party Transactions

	2015-16 Rs. In Lacs
I) From Associates Enterprises	
1. Security Deposit given (Closing Balance Rs. 20 Lacs)	-
2. Rent Paid	49.44
5. Reimbursement of Taxes & Exp.	43.68
II) From Key Management Persons	
1. Remuneration, Bonus & Perks	181.04
2. Imprest Account (Closing Balance Rs. NIL)	14.90
3. Tour Advance (Closing Balance Rs. 2.61 Lacs)	82.48
4. Reimbursement of expenses	75.15
5. Advance Given (Closing Balance Rs. NIL)	1.67
6. Loan taken (Closing Balance Rs. NIL)	1,281.75
7. Interest Paid	67.50

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

C) Disclosure of Material transactions with related parties.

	2015-16 Rs. In Lacs
a) Rent Paid	
1. Premco Industries	49.44
b) Remuneration, Bonus & Perks	
1. Ashok B. Harjani	68.72
2. Lokesh P. Harjani	51.80
3. Nisha P. Harjani	31.75
4. Sonia A. Harjani	6.17
5. Devendra Kumar Jain	22.60
c) Interest Paid	
1. Ashok B. Harjani	47.69
2. Lokesh P. Harjani	18.05
3. Sonia A. Harjani	1.76
d) Loan Taken	
1. Ashok B. Harjani	863.25
2. Lokesh P. Harjani	307.50
3. Sonia A. Harjani	111.00
4. Sushil Rajwani	16.70

NOTE 37:

Information (to the extent applicable) pursuant to AS 19 :

The Company's significant leasing arrangements are in respect of operating leases for premises (Factory & office premises etc.). These leasing arrangements which are not non-cancellable range between 11 months and 5 years generally, or longer, and are usually renewable by mutual consent on mutually agreeable terms. The aggregate lease rentals payable are charged as rent under Note 29.

The particulars of these leases are as follows :

(Rs In Lacs)

Particulars	Amount
Future Minimum lease payments obligation on non-cancelable operating leases : Not later than one year	253.07
Later than one year and not later than five years.	1,052.88
Later than five years	1,341.25
Lease payments recognized in Profit & Loss Account	113.57
Lease payments capitalized with Fixed Assets.	NIL

NOTE 38:

Earning Per Share:

Earning per share computed in accordance with Accounting Standard 20: 'Earning Per Share'

Basic & Diluted :	Current Year
Profit after Tax as per Accounts is Rs. In Lacs	1,262.44
Weighted Average No. of Shares Issued (No In Lacs)	33.31
Basic & Diluted EPS (Rs.)	37.90



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

NOTE 39 :

Information pursuant to Schedule III of the Companies Act, 2013 :-

I) Raw Material & Spares Consumed

Description	Current Year Value (Rs. In Lacs)
Polyester	1,536.33
Nylon	559.28
Rubber	79.15
Others	354.37
TOTAL	3,241.44

II). Consumption of Imported & Indigenous Items.

Description	2015-2016	
	(Rs. In Lacs)	% of Total Consumption
A. Raw Material		
Imported	292.12	9.01 %
Indigenous	2,836.71	87.52 %
Sub-Total	3,128.83	96.53 %
B. Stores & Spares		
Imported	0.85	0.02 %
Indigenous	111.76	3.45 %
Sub-Total	112.61	3.47 %
Grand Total	3,241.44	100.00 %

III). CIF value of Imports (on accrual)

Description	Current Year (Rs. In Lacs)
Raw Material & Spares	242.96
Capital Goods	140.81

IV) Expenditure in Foreign Currency (on accrual)

Description	Current Year (Rs. In Lacs)
Travelling	73.76
Expenses for Export	79.34
Seminar & Conference	-
Courier Charges Sample	0.01
Insurance Charges	3.54

V) Earning in Foreign Currency : (on accrual)

Description	Current Year (Rs. In Lacs)
FOB Value of Export	4,608.69

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

VI) Net Dividend remitted in Foreign Exchange :

Particulars	Amount (Rs. In Lacs)
Final Dividend 14-15 to 6 Shareholders on 13,100 Shares	0.35
Final Dividend 13-14 to 6 Shareholders on 13,100 Shares	0.26

NOTE 40 : Corporate Social Responsibility (CSR) Activities :-

During the year, the Company has spent Rs. 21.82 Lacs towards Corporate Social Responsibility (CSR) under section 135 of the Companies Act, 2013 and rules thereon by way of contribution to various Trusts / NGOs / Societies / Agencies.

NOTE 41 : Statement of Net Assets and Profit or Loss attributes to owners and minority interest :

Description	Net asset (total assets less total liabilities)		Share in Profit & Loss	
	As % of consolidated Net Assets	Amount Rs. In Lacs	As % of consolidated Net Assets	Amount Rs. In Lacs
Parent - Premco Global Limited	99.92	5,073.22	100.27	1265.82
Subsidiary - Premco Global Vietnam Co. Ltd.	9.21	467.42	(0.12)	(1.50)
Associates (As per equity method)	0.00	0.00	0.00	0.00
a) Adjustment arising out of consolidation	(7.81)	(396.35)	(0.17)	(2.09)
b) Minority Interest	(1.32)	(67.08)	0.02	0.21
Consolidated Net Assets/ Profit after tax	100.00	5,077.21	100.00	1,262.44

NOTE 42 : The Company has incorporated the foreign subsidiary during the current financial year and therefore figures of previous years are not applicable to the consolidated financial results.

As per our Annexed Report of even date

For S. P. JAIN & ASSOCIATES
CHARTERED ACCOUNTANTS
 FRN 103969W

KAPIL K. JAIN
PARTNER
 Membership No. 108521.

Place : Mumbai.
 Dated : 30th May, 2016

For & on behalf of the Board

ASHOK B. HARJANI
CHAIRMAN & MANAGING DIRECTOR
 DIN - 00725890

LOKESH P. HARJANI
EXECUTIVE DIRECTOR
 DIN - 01496181



INDEPENDENT AUDITOR'S REPORT

To the Members of Premco Global Limited

Report on the Standalone Financial Statements

We have audited the accompanying (Standalone) financial statements of Premco Global Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss, Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

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 (Standalone) 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. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

We have taken into account the provisions 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 thereunder and the Order under section 143 (11) of the Act.

We conducted our audit of the Standalone Financial Statements 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 procedures selected depend 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 assessments, the auditor considers internal financial control relevant to the Company's preparation of the standalone financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. 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 standalone financial statements.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone 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 March 31, 2016, and its Profit and its Cash Flow for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. 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, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account
 - d. in our opinion, the aforesaid financial statements comply with the Accounting Standards specified under section 133 of the Act as applicable.
 - e. On the basis of written representations received from the directors as on March 31, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
 - 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. The Company has disclosed the impact of pending litigations on its financial position in its Financial Statements.
 - ii. The Company, has long-term contracts including derivative contracts as at March 31 2016 for which there were no material foreseeable losses;
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company

**For S. P. JAIN & ASSOCIATES,
CHARTERED ACCOUNTANTS**
FRN. 103969W

**KAPIL K. JAIN
(PARTNER)**

Date: 30th May 2016
Place: Mumbai

Membership No. 108521

"ANNEXURE A" TO THE INDEPENDENT AUDITORS' REPORT

Referred to in paragraph 1 under the heading 'Report on Other Legal & Regulatory Requirement' of our report of even date to the Standalone financial statements of the Company for the year ended March 31, 2016:

- 1) (a) The Company is in the process of updating Fixed Asset register, for which it has acquired a new software during the year with a object of maintaining proper records showing full particulars, including quantitative details and situation of fixed assets;
 - (b) The fixed assets have been physically verified by the management at reasonable intervals once in 3 years on rotation basis in a phased periodical manner and no material discrepancies were noticed on such verification. In our opinion, the frequency of verification of the fixed assets is reasonable having regard to the size of the Company and the nature of its assets.
 - (c) The title deeds of immovable properties are held in the name of the company except in respect of land at Palghar where the sale deed dated 20/08/1986 amounting to Rs. 1.63 Lacs is in the name of Premco Narrow Fabrics Private Limited and that the necessary mutation has been effected in the name of the company as per Local Grampanchayat Karyalay Alyali, Palghar.
- 2) In our opinion the management has conducted physical verification of inventory, excluding stocks with third parties, at reasonable intervals during the year and no material discrepancies between physical inventory and book records were noticed on physical verification. In respect of inventory lying with Third parties, these have substantially been confirmed by them.
- 3) In respect of Loan given by the company to its Subsidiary covered in the Register maintained under section 189 of the Act.
- a) In our opinion, the terms and conditions on which loan have been granted are not prejudicial to the interest of the Company.
 - b) The schedule of repayment of principle and interest has been stipulated and that such repayments principal and interest are not due for payment as on the balance sheet date.
 - c) There are no overdue amount of loan given at year end.
- 4) In our opinion and according to the information and explanations given to us, in respect of loans and investments covered under the provisions of section 185 and 186 of the Companies Act, 2013 have been complied with. There are no guarantees and security given by the company,
- 5) According to the information and explanation given to us the Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- 6) According to the information and explanations provided by the management, the company is not engaged in production of any such goods or provision of any such services for which the Central Government has prescribed particulars relating to utilisation of material or labour or other items of cost. Hence, provisions of section 148(1) of the Companies Act, 2013 do not apply.

- 7) (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess, wherever applicable, and any other applicable statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2016 for a period of more than six months from the date on when they become payable except the following:

STATUTES	NATURE OF DUES	AMOUNT (Rs.)	PERIOD	DUE DATE	DATE OF PAYMENT
Entry Tax Act	Entry Tax	1.80 Lacs	April 2015 to August 2015	Monthly	----

There are demand raised from the Central Processing Center TDS aggregating to Rs. 5.24 Lacs for various years. As informed to us the company is in the process of identifying the nature of such demands and whether any rectification/disputes are required to be taken before jurisdictional authorities.

- (b) According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute except as stated below

Sr. No.	Name Of The Statute	Nature Of Dues	Forum where Dispute is pending	Asst. Year	Amount in Rs. in Lacs
1.	Income Tax Act	Income Tax	Assessing Officer	2009-10	4.53
1.	Income Tax Act	Penalty	Assessing Officer	09-10, 10-12, 11-12	0.62

- 8) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to financial institution, bank. No loans have been taken from government or debentures holders.
- 9) According to the information and explanation given to us, the company has not raised moneys by way of initial public offer or further public offer including debt instruments. Money raised by way of term Loans during the year has been applied for the purpose for which they were raised.
- 10) During the course of our examination of the books and records of the company, carried in accordance with auditing standard generally accepted in India, we have neither come across any instance of fraud by the Company or on the company by its officers or employees noticed or reported during the course of our audit nor have we been informed of any such instance by the management.
- 11) As explained to us, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act 2013;



12) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.

13) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.

14) The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.

15) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company.

16) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company.

**For S. P. JAIN & ASSOCIATES,
CHARTERED ACCOUNTANTS**
FRN. 103969W

KAPIL K. JAIN
(PARTNER)
Membership No. 108521

Date: 30th May 2016
Place: Mumbai

"Annexure B" to the Independent Auditor's Report of even date on the Standalone Financial Statements of Premco Global Limited

(referred to in paragraph 2(f) under "Report on Other Legal and Regulatory Requirement" of our report of even date)

Report on the Internal Financial Controls over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Premco Global Limited ("the Company") as of March 31, 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For S. P. JAIN & ASSOCIATES,
CHARTERED ACCOUNTANTS**
FRN. 103969W

Date: 30th May 2016
Place: Mumbai

KAPIL K. JAIN
(PARTNER)
Membership No. 108521

**BALANCE SHEET**

	NOTE	AS AT 31 MARCH 2016	(Rs. In Lacs) AS AT 31 MARCH 2015
EQUITY AND LIABILITIES			
1. SHAREHOLDER'S FUNDS			
(a) Share Capital	2	330.48	331.36
(b) Reserves & Surplus	3	4,742.74	3,589.20
		<u>5,073.22</u>	<u>3,920.56</u>
2. NON - CURRENT LIABILITIES			
(a) Long Term Borrowings	4	92.82	34.43
(b) Deferred Tax Liability (Net)	5	87.74	130.02
(c) Other Long Term Liabilities	6	61.27	66.36
(d) Long Term Provisions	7	23.95	16.76
		<u>265.78</u>	<u>247.57</u>
3. CURRENT LIABILITIES			
(a) Short Term Borrowings	8	277.06	229.64
(b) Trade Payables	9	261.10	285.39
(c) Other Current Liabilities	10	180.07	178.67
(d) Short Term Provisions	11	168.54	276.08
		<u>886.77</u>	<u>969.78</u>
	TOTAL	<u><u>6,225.77</u></u>	<u><u>5,137.91</u></u>
ASSETS			
1. NON-CURRENT ASSETS			
(a) Fixed Assets			
Tangible Assets	12	963.25	1,005.25
Intangible Assets	12	7.31	4.70
(b) Non-current Investments	13	2,255.44	1,031.62
(c) Long Term Loans and Advances	14	64.13	73.45
(d) Other Non Current Assets	15	31.93	26.69
		<u>3,322.06</u>	<u>2,141.71</u>
2. CURRENT ASSETS			
(a) Inventories	16	1,472.53	1,533.13
(b) Trade Receivables	17	954.25	1,022.61
(c) Cash & Bank Balances	18	223.70	186.21
(d) Short Term Loans, Advances	19	155.02	26.33
(e) Other Current Assets	20	98.21	227.92
		<u>2,903.71</u>	<u>2,996.20</u>
	TOTAL	<u><u>6,225.77</u></u>	<u><u>5,137.91</u></u>
SIGNIFICANT ACCOUNTING POLICIES	1		
THE ACCOMPANYING NOTES ARE AN INTEGRAL PART OF FINANCIAL STATEMENTS	30 to 42		

"AS PER OUR REPORT OF EVEN DATE"

For **S. P. JAIN & ASSOCIATES**
CHARTERED ACCOUNTANTS
FRN 103969W

KAPIL K. JAIN
PARTNER
Membership No. 108521.

Place : Mumbai.
Dated : 30th May, 2016

For & on behalf of the Board

ASHOK B. HARJANI
CHAIRMAN & MANAGING DIRECTOR
DIN - 00725890

LOKESH P. HARJANI
EXECUTIVE DIRECTOR
DIN - 01496181

PREMCO GLOBAL LTD.

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STATEMENT OF PROFIT & LOSS

	NOTE	FOR THE YEAR ENDED 31 MARCH 2016	(Rs. In Lacs) FOR THE YEAR ENDED 31 MARCH 2015
I. INCOME			
Revenue From Operations	21	7,392.87	7,227.69
Other Income	22	259.15	178.79
TOTAL REVENUE		<u>7,652.02</u>	<u>7,406.48</u>
II. EXPENSES			
Cost of Material Consumed	23	3,241.44	3,544.42
Purchase of Trading Goods	24	38.28	-
Changes In Inventories of Finished Goods And Work In Progress	25	(105.04)	(380.51)
Employee Benefits Expenses	26	759.21	729.92
Finance Cost	27	103.08	108.95
Depreciation	28	220.60	236.80
Other Expenses	29	1,443.52	1,308.97
TOTAL EXPENSES		<u>5,701.09</u>	<u>5,548.55</u>
III. PROFIT BEFORE EXCEPTIONAL/ EXTRA-ORDINARY ITEMS & TAX		1,950.93	1,857.93
IV. TAX EXPENSE			
Current Tax		728.00	677.00
Deferred Tax (Asset)/liability		(42.28)	(24.57)
Short/(Excess) Income Tax Provision		(0.61)	-
TOTAL TAX EXPENSES		<u>685.11</u>	<u>652.43</u>
V. PROFIT FOR THE PERIOD		<u>1,265.82</u>	<u>1,205.50</u>
VI. EARNING PER EQUITY SHARE			
WEIGHTED AVERAGE NO OF EQUITY SHARES (IN LACS)		33	33
Basic & Diluted	39	38	36

SIGNIFICANT ACCOUNTING POLICIES 1
THE ACCOMPANYING NOTES ARE AN INTEGRAL 30 to 42
PART OF FINANCIAL STATEMENTS

“AS PER OUR REPORT OF EVEN DATE”

For S. P. JAIN & ASSOCIATES
CHARTERED ACCOUNTANTS
 FRN 103969W

KAPIL K. JAIN
PARTNER
 Membership No. 108521.

Place : Mumbai.
 Dated : 30th May, 2016

For & on behalf of the Board

ASHOK B. HARJANI
CHAIRMAN & MANAGING DIRECTOR
 DIN - 00725890

LOKESH P. HARJANI
EXECUTIVE DIRECTOR
 DIN - 01496181



CASH FLOW STATEMENT

PARTICULARS	(Rs. In Lacs)	
	FOR THE YEAR ENDED 31 MARCH 2016	FOR THE YEAR ENDED 31 MARCH 2015
A. CASH FLOW FROM OPERATING ACTIVITIES:		
Net Profit Before Tax	1,950.93	1,857.93
Adjustments For:		
Depreciation	220.59	236.80
Loss on Sale of Fixed Assets	3.57	4.30
Profit on Sale of Investments	(20.19)	(63.08)
Finance Expenses	103.09	108.95
Interest Received	(23.83)	(3.50)
Net Unrealised Exchange (Gain) / Loss	(6.21)	(9.24)
Dividend Received	(1.75)	(0.77)
Provision for Doubtful Debts / (Written Back)	4.77	(0.70)
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	2,230.97	2,130.69
Adjustments For Working Capital Changes		
Inventories	60.60	(448.01)
Trade Receivables	70.85	126.41
Short Term Loans, Advances & Deposits	(128.69)	(8.43)
Other Current Assets	129.72	29.24
Long Term Loans and Advances	9.32	(7.36)
Other Non Current Assets	(5.25)	4.37
Other Long Term Liabilities	(5.09)	10.57
Long Term Provisions	7.19	(44.77)
Trade Payables	(24.30)	(31.22)
Other Current Liabilities	1.39	(4.51)
Short Term Provisions	1.02	(7.40)
NET WORKING CAPITAL CHANGES	116.77	(381.11)
LESS : CURRENT TAXES	(750.51)	(667.72)
NET CASH GENERATED FROM OPERATIONS	1,597.24	1,081.86
B. CASH FLOW FROM INVESTING ACTIVITIES:		
(Purchase)/sale of Investments (Net)	(1,203.63)	(523.67)
Purchase of Fixed Assets	(186.68)	(71.98)
Sale of Fixed Assets	1.91	2.39
Dividend Received	1.75	0.77
Interest Received	23.82	3.50
NET CASH USED IN INVESTING ACTIVITIES	(1,362.82)	(588.99)
C. CASH FLOW FROM FINANCING ACTIVITIES:		
Long Term Borrowings (Net of Repayments)	58.40	(57.54)
Short Term Borrowings(Net of Repayments)	47.42	(205.44)
Dividend & Tax Thereon	(205.10)	(105.65)
Finance Expenses	(103.09)	(108.95)
Issue of Share Capital & Share Premium	6.50	-
NET CASH FROM FINANCING ACTIVITIES	(195.87)	(477.58)
NET INCREASE IN CASH AND CASH EQUIVALENTS	38.55	15.29
Opening Balance of Cash and Cash Equivalents	186.21	170.54
Effect of Exchange Difference on Foreign Currency Cash & Cash Equivalents	(1.05)	0.38
Closing Balance of Cash and Cash Equivalents	223.70	186.21
1) Figure In Brackets Indicates Cash Outflow		
2) Closing Balance Of Cash And Cash Equivalents		
(i) Cash in Hand	3.06	1.62
(ii) Balances with Banks*	220.64	184.59
TOTAL	223.70	186.21
* Cash & Cash equivalent include the following balances which are not available for use by the company.		
Unpaid Dividend A/c	24.92	15.19

"AS PER OUR REPORT OF EVEN DATE"

For S. P. JAIN & ASSOCIATES
CHARTERED ACCOUNTANTS
 FRN 103969W

KAPIL K. JAIN
PARTNER

Membership No. 108521.

Place : Mumbai.

Dated : 30th May, 2016

For & on behalf of the Board

ASHOK B. HARJANI
CHAIRMAN & MANAGING DIRECTOR
 DIN - 00725890

LOKESH P. HARJANI
EXECUTIVE DIRECTOR
 DIN - 01496181

NOTE 1 : SIGNIFICANT ACCOUNTING POLICIES

1. Basis of preparation of Financial Statements

- a) These financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention on accrual basis and accounting standards notified under section 133 of the Companies Act, 2013.
- b) All the 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 to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalent, the Company has ascertained its operating cycle to be twelve months for the purpose of current - non-current classification of assets and liabilities.
- c) Accounting policies not specifically referred to otherwise are consistent with the generally accepted accounting principles followed by the Company.
- d) The preparation of financial statements requires estimates and assumption to be made that effect the reported amount of assets and liabilities on the date of financial statements and the reported amount of revenue and expenses during the reporting period .The Difference between the actual and estimate are recognized in the period in which results are known/materialized.

2. Fixed Assets and Depreciation

A) Fixed Assets:

- a) Tangible Fixed assets stated at cost of acquisition or construction, less accumulated depreciation. All costs, including borrowing cost till respective assets is put to use, are capitalized.
- b) Intangible assets are stated at acquisition cost, net of accumulated amortization and accumulated impairment losses, if any.
- c) Losses arising from the retirement of and gains & losses arising from disposal of fixed assets which are carried at cost are recognized in the statement of profit & loss.

B) Depreciation:

- d) Depreciation has been provided as under:
 - (i) For assets existing on 1st April 2014 the carrying amount will be amortized over the remaining useful lives on straight line method as prescribed in the schedule II of Companies Act, 2013.
 - (ii) For the assets added after the 1st April 2014 :-On straight line method at the useful
Lives prescribed in Schedule II to
The Companies Act, 2013.
 - (iii) Leasehold Improvements are written off over the period of lease.
 - (iv) Intangible assets include Cost of software capitalized is amortized over a period of 3 years.
 - (v) Depreciation on assets added/ disposed off during the year has been provided on pro-rata basis with reference to the days of addition/ disposal.

3. Foreign Exchange Transaction

Transactions denominated in foreign currencies are recorded at the exchange rate prevailing at the time of the transaction. Monetary assets and liabilities in foreign currency, outstanding at the end of the year are converted into Indian currency at the rate prevailing on the Balance Sheet date. Resulting gain or loss is recognized in statement of profit or loss.

At the reporting date, non-monetary items which are carried in terms of historical cost denominated in foreign currency are reported using the exchange rate at the date of transaction.

Forward Exchange Contracts:-

The premium or discount arising at the inception of the forward exchange contracts entered into to hedge an existing assets/ liability, is amortized as expense or income over the life of the contract. Exchange differences on such contracts are recognized in the statement of profit & loss in the reporting period in which the exchange rate changes. Any profit or loss arising on cancellation or renewal of such forward exchange contracts is recognized as income or expense for the period.

Forward exchange contracts outstanding as at the year end on account of firm commitment/ highly probable forecast transaction are marked to market and the gains or the losses, if any , are recognized in the statement of profit & loss.

4. Investments

Investments that are readily realizable and are intended to be held for not more than one year from the date, on which such investments are made, are classified as current investments. All the other investments are classified as long-term investments. Current investments are carried at cost or fair value, whichever is lower. Long-term investments are carried at cost. However, provision for diminution is made to recognize a decline, other than temporary, in the value of investments, such reduction being determined and made for each investment individually.

5. Inventories

Inventories are stated at lower of cost and net realizable value.

Cost of raw materials is determined using FIFO method. However, these items are considered to be realizable at cost if the finished products, in which they will be used, are expected to be sold at or above cost.

The cost of finished goods and Stock-in-process comprises raw materials, direct labour, other direct costs and related production overheads upto the relevant stage of completion.

Waste material are valued at Net Realizable value.

Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

License stock are stated at the Duty credit entitlement value.

6. Recognition of Income & Expenditure

- (i) Revenue/ Incomes and Costs/ Expenditure are generally accounted on accrual, as they are earned or incurred.
- (ii) a) Sale of Goods is recognized on transfer of significant risks and rewards of ownership which is generally on the dispatch of goods.
b) Sales of goods are accounted inclusive of taxes, wherever applicable.
- (iii) Export incentives under the "Duty Drawback Scheme" etc. is accounted as income in the year of export.
- (iv) Interest Income/ expenditure is recognized on the time proportion basis taking into account of the amount outstanding and the rate applicable.
- (v) Dividend income is recognized when the right to received dividend is established.
- (vi) Government Grants in the form of Market Linked Focus Product License (MLFPL Scheme) are recognized when the respective license is issued to the company at the Duty credit entitlement value

7. Government Grants & Subsidies

Government Grants are recognized when there is a reasonable assurance that the same will be received and all attaching conditions will be complied with. Revenue grants are recognized in the Statement of Profit and Loss. Capital grants relating to specific tangible / Intangible Assets are reduced from the gross value of the respective Tangible / Intangible Assets. Other capital grants in the nature of promoter's contribution are credited to capital reserve.

8. Customs Duty

Custom Duty is accounted for as and when paid on the clearance of the goods for home Consumption.

9. Employees Retirement and other benefits

a) Provident fund:-

The contribution of the Company on a monthly basis towards Provident Fund and Employee State Insurance, which are, defined contributions plans are charged to revenue. The company has paid to regulatory authority & has no further obligations other than these contributions.

b) Escrow Deposits Scheme:-

- i) The company has a defined contribution plan towards employee escrow deposit scheme for eligible employee's as per terms of employment. The contribution of the Company on Monthly basis are charged to revenue and provided as liability to be paid upon Retirement, resignation, termination of employment subject to fulfillment of agreed term & Conditions.

The company also under obligation to pay interest on the escrow deposit contribution made by Company as well as the equivalent amount of cumulative escrow deposit monthly retention recovered from the employee covered in the scheme. The interest is provided as liability to be paid upon Retirement, resignation, termination of employment subject to fulfillment of agreed term & Conditions.

c) Employee Security Deposit scheme:-

The company retains an amount as a security deposit on monthly basis for eligible employees as a part of employee retention policy for 3 years from the date of appointment. The company also under an obligation to pay interest on the security deposit retention received from the employee covered in the scheme. The interest is provided as liability to be paid upon Retirement, resignation, termination of employment subject to fulfillment of agreed term & Conditions.

d) Leave Encashment:-

Leave Encashment towards accumulated Compensated Absences are the company's defined benefit plan payable upon Retirement, resignation, termination of employment. The present value of the obligation under such defined benefit plan is determined based on actuarial Valuation using the Projected Unit Credit Method.

e) Gratuity:-

The company provides for gratuity, a defined benefit plan (the Gratuity plan) covering eligible employees in accordance with the Payment of Gratuity Act, 1972. The Gratuity plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. The company's liability is actually determined under (using the Projected Unit Credit method) at the end of each year.

Actuarial losses/ gains are recognized in the statement of profit & loss in the year in which they arise.

The company has subscribed to a gratuity plan which is administrated through HDFC Standard life and a trust which is administrated through trustees.

The plan assets for funding the liability are insurer managed funds. The shortfall in the Actuarially determined liability and the value of plan assets as on reporting date is provided as liability and recognized in statement of profit & loss in the year.

The actuarial losses/ gains are recognized in the year in which they arise.

10. Provision & Contingent Liabilities

Provision:-

provision are recognized when there is a present obligation as a result of a past event and it is probable that an outflow of benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation.

Contingent liabilities:-

Contingent liabilities are disclosed when there is a possible obligation arising from the past events, the existence of which will be confirmed only on the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arises from past events where it is either not portable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

11. Current and Deferred Tax

Tax expense for the period, comprising Current tax and Deferred Tax are included in the determination of net profit or loss for the period.

Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the taxation laws prevailing in India.

Deferred Tax is recognized for all the timing differences, subject to the consideration of prudence in respect of deferred tax assets. Deferred tax assets are recognized and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

Deferred Tax assets and liabilities are measured using the tax rates and tax laws that have been enacted and substantively enacted by the Balance Sheet date. At each Balance Sheet date, the company re-assesses unrecognized deferred tax assets, if any.

12. Borrowing Cost

Borrowing cost incurred in relation to the acquisition, construction of assets are capitalized as the part of cost of such assets up to date which such assets are ready for intended use. Other borrowing costs are charged as an expense in the year in which they are incurred.

13. Impairment of Assets

Assessment is done at each Balance Sheet date as to whether there is any indication that a tangible asset may be impaired. For the purpose of assessing impairment, the smallest identifiable group of asset that generates cash inflows from continuing use that are largely independent of the cash inflow from other assets or groups of assets, is considered as a cash generating unit. If any such indication exists, an estimate of the recoverable amount of the asset/cash generating unit is made.

Assets whose carrying value exceeds their recoverable amount are written down to the recoverable amount. Recoverable amount is higher of an asset's or cash generating unit's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an assets and from its disposal at the end of its useful life. Assessment is also done at each Balance Sheet date as to whether there is any indication that an impairment loss recognized for an asset in prior accounting periods may no longer exist or may have decreased.

14. Lease Rentals:

Lease Rentals for assets taken on operating lease are recognized as under expenses in Profit and Loss Account over the lease term on accrual basis.

15. Cash and Cash Equivalents:

In the Cash flow statement, cash and cash equivalents include cash on hand, demand deposits with bank, other short term highly liquid investments with original maturity of three months or less.

16. Earnings per share:

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by weighted average number of equity shares outstanding during the period. The Weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for the events, such as bonus shares, other than conversion of potential equity share that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity share holders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.



NOTE 2. SHARE CAPITAL :

	AS AT 31 MARCH 2016	(Rs. In Lacs) AS AT 31 MARCH 2015
AUTHORISED :		
60,00,000 (P.Y. 60,00,000) Equity Shares of Rs. 10 Each	<u>600.00</u>	<u>600.00</u>
ISSUED :		
33,04,800 (P.Y.33,36,300) Equity Shares of Rs.10 Each	<u>330.48</u>	<u>333.63</u>
SUBSCRIBED & PAID UP :		
33,04,800 (P.Y.32,61,000) Equity Shares of Rs.10 Each	330.48	326.10
SUBSCRIBED BUT NOT FULLY PAID UP :		
Nil (P.Y.75,300) Equity Shares of Rs.10 Each	-	7.53
Less: Calls Unpaid		
From Directors and officers		
From others	-	(2.27)
TOTAL	<u>330.48</u>	<u>331.36</u>

2.1 The items for reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period is as follows.

Particulars	As at 31 March 2016	As at 31 March 2015
Equity Shares at the beginning of the year (No. in Lacs)	33.36	33.36
Less: Equity Shares Forfieted during the year (No. in Lacs)	0.32	-
Equity Shares at the end of the year (No. in Lacs)	<u>33.05</u>	<u>33.36</u>

2.2 Terms/Rights Attached to Shares

The company has only one class of equity shares having a par value of Rs. 10/- per share. Each holder of fully paid equity shares is entitled to one vote per share. The company declares and pays dividends to the holders of fully paid equity shares in Indian rupees. The dividend proposed by Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

2.3 Details of Share holders holding more than 5 % of Shares

Name of Share holder	As at 31 March 2016		As at 31 March 2015	
	No. of Shares held (In Lacs)	% of Holding	No. of Shares held (In Lacs)	% of Holding
ASHOK B HARJANI	9.16	27.72 %	9.16	27.46 %
LOKESH PREM HARJANI	4.36	13.19 %	4.36	13.07 %
SURESH HARJANI	4.27	12.92 %	4.27	12.80 %
PREM HARJANI	1.80	5.44 %	1.80	5.39 %
MANJU MULCHAND ALWANI	-	-	2.20	6.61 %

2.4 There are no Bonus Shares /Buyback/Shares for consideration other than cash issued during past five years

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NOTE 3. RESERVES & SURPLUS :	AS AT 31 MARCH 2016	(Rs. In Lacs) AS AT 31 MARCH 2015
SECURITIES PREMIUM RESERVE (Net of Arrears) (refer note 3.1)		
Balance as per Last Balance Sheet	455.55	455.55
Add: Addition During The Year	4.38	-
Less: Share Issue Expenses	-	-
	459.92	455.55
CAPITAL RESERVE		
Balance as per Last Balance Sheet	-	-
Add: on Forfiuture	3.00	-
	3.00	-
CAPITAL SUBSIDY RESERVE		
Balance as per Last Balance Sheet	22.78	22.78
Add: Addition During The Year	22.78	22.78
GENERAL RESERVE		
Balance as per Last Balance Sheet	1,481.00	1,417.66
Add: Transferred from statement of Profit & Loss	127.00	121.00
Less: Terminal Depreciation as per Sch II : (Refer Note 12)	-	87.35
Add: Deferred Tax Assets on above : (Refer Note 12)	-	29.69
	1,608.00	1,481.00
SURPLUS AS PER STATEMENT OF PROFIT AND LOSS		
Opening Balance as per last Balance Sheet	1,629.88	651.03
Add : Profit for the year	1,265.82	1,205.50
Less: Appropriations		
Transferred to General Reserve	127.00	121.00
Interim Dividend	82.62	-
Tax on Interim Dividend	16.82	-
Proposed Dividend	16.52	88.05
Tax on Proposed Dividend	3.68	17.61
	2,649.04	1,629.88
TOTAL	4,742.74	3,589.20

3.1 The Calls unpaid of Rs. NIL (P.Y. Rs.225000/-)in Securities Premium Reserve are due from Share holders other than Directors and Officers

NOTE 4. LONG TERM BORROWINGS (Rs. In Lacs)

	AS AT 31 MAR 2016		AS AT 31 MAR 2015	
	NON CURRENT	CURRENT	NON CURRENT	CURRENT
SECURED				
Term Loans				
From Banks				
(a) HDFC Bank Ltd	92.82	35.13	32.51	61.50
Car Loans				
From Banks				
(b) HDFC Bank Ltd	-	-	-	2.88
From Others				
(c) Kotak Mahindra Prime Ltd.	-	1.91	1.92	2.10
TOTAL	92.82	37.04	34.43	66.48

4.1 The Long Term Portion of Term Loans are shown under long term Borrowings and the current maturities of long term borrowings are shown under the current liabilities in Note 10(a) as per the disclosure requirements of the Schedule III of the Companies Act, 2013.



4.2 DETAILS OF SECURITY AND TERMS OF REPAYMENT

(a)HDFC BANK - Term Loans referred to above from Banks are secured by way of Hypothecation of first & exclusive charge on all present & future current assets inclusive of all stocks & book debts and plant & machinery along with equitable mortgage on the property situated at Plot no. 41, Survey no. 35 (PT) Diwan & sons industrial Estate, Aliyali Village, Palghar, Thane District & Survey no. 202/2, Old check post, Dadra & Nagar Haveli, Dadra along with personal guarantee of Lokesh Harjani.

There are 6 different Loans and their respective details are as under

(Rs. In Lacs)

Principal Amount Payable	Interest Rate*	Monthly Installment Amount Payable (Principal + Interest)	No. of Installment outstanding equal monthly installments	Period of maturity from balance sheet date
9.17	Base rate + 2.20%	2.06	4	4Months
23.16	Base rate + 2.20%	0.85	27	27Months
71.80	Base rate + 2.20%	1.80	40	40Months
23.82	Base rate + 2.20%	0.54	44	44Months

* The interest rate has been revised from Base Rate + 2.70% (earlier) vide revised sanction dated 05/12/2015.

(b) HDFC BANK LTD

Vehicle Loan from Bank are secured by mortgage of Respective Vehicle.

The details of Loan is as under

(Rs. In Lacs)

Principal Amount Payable	Interest Rate	Monthly Installment Amount Payable (Principal + Interest)	No. of Installment outstanding equal monthly installments	Period of maturity from balance sheet date
-	0.00%	-	-	-

(c) KOTAK MAHINDRA PRIME LTD.

Vehicle Loan from Bank are secured by mortgage of Respective Vehicle.

There are different Loans and their respective details are as under

(Rs. In Lacs)

Principal Amount Payable	Interest Rate	Monthly Installment Amount Payable (Principal + Interest)	No. of Installment outstanding equal monthly installments	Period of maturity from balance sheet date
1.92	10.85%	0.20	10	10 Months

(Rs. in Lacs)

NOTE 5. DEFERRED TAX LIABILITY (NET)	AS AT 31 MAR 2016	AS AT 31 MAR 2015
(a) Defered Tax Liability : Related To Fixed Asset	117.76	146.17
(b) Defered Tax Asset : Disallowances Under The Income Tax Act 1961 (Net)	(30.02)	(16.15)
TOTAL	87.74	130.02

Note: The Company has Reviewed the Deferred Tax Liability/Asset as at the end of the Financial Year on the basis of Written down value of Fixed Assets and Accumulated Disallowables as on the balance sheet date.

(Rs. In Lacs)

NOTE 6 OTHER LONG TERM LIABILITIES	AS AT 31 MAR 2016		AS AT 31 MAR 2015	
	NON CURRENT	CURRENT	NON CURRENT	CURRENT
Others :				
Employees Escrow Deposit	30.05	9.00	32.15	-
Employers Contribution Escrow Deposits	30.06	9.00	32.15	-
Security Deposit Employees	1.16	2.91	2.06	2.50
TOTAL	61.27	20.91	66.36	2.50

6.1 The Long Term Portion of Security Deposit Employees are shown under Other Long term Liabilities and the current maturities of Security Deposit Employees are shown under the current liabilities in Note 10(e)(i) as per the disclosure requirements of the Schedule III of the Companies Act, 2013.

(Rs. In Lacs)

NOTE 7. LONG TERM PROVISION	AS AT 31 MARCH 2016		AS AT 31 MARCH 2015	
	NON CURRENT	CURRENT	NON CURRENT	CURRENT
Provision For Employee Benefits :				
Leave Encashment Salary Payable	23.95	5.66	16.76	5.00
Performance Incentives Payable	-	-	-	25.00
TOTAL	23.95	5.66	16.76	30.00

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7.1 The Long Term Portion of Provision for Employee Benefits are shown under Long Term Provisions and the current portion of Provision for Employee Benefits are shown under the Short term Provisions in Note 11(a) as per the disclosure requirements of the Schedule III of the Companies Act, 2013.

(Rs. In Lacs)

NOTE 8. SHORT TERM BORROWINGS	AS AT 31 MARCH 2016	AS AT 31 MARCH 2015
SECURED:		
FROM BANKS		
WORKING CAPITAL LOANS		
Cash Credits From Bank	277.06	229.64
TOTAL	277.06	229.64

Working capital referred to above from Banks are secured by way of Hypothecation of first & exclusive charge on all present & future current assets inclusive of all stocks & book debts and plant & machinery along with equitable mortgage on the property situated at Plot no. 41, Survey no. 35 (PT) Diwan & sons industrial Estate, Aliyali Village, Palghar, Thane District & Survey no. 202/2, Old check post, Dadra & Nagar Haveli, Dadra along with personal guarantee of Lokesh Harjani.

(Rs. In Lacs)

NOTE 9. TRADE PAYABLES	AS AT 31 MARCH 2016	AS AT 31 MARCH 2015
Trade Payables *	261.10	285.39
TOTAL	261.10	285.39

*9.1 The Company has not received any intimation from suppliers regarding their status under Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosures regarding :

- Amount due and Outstanding to suppliers as at the end of accounting year.
- Interest paid during the year.
- Interest due on amount find beyond due date during the year
- Interest accrued and unpaid at the end of the accounting year, have not been given.
- Total interest due but not paid including prior years.

(Rs. In Lacs)

NOTE 10. OTHER CURRENT LIABILITIES	AS AT 31 MARCH 2016	AS AT 31 MARCH 2015
(a) Current Maturities Of Long Term Debt (refer Note 4.1)	37.04	66.48
(b) Interest Accrued But Not Due	0.97	0.80
(c) Advances Received From Customers	6.26	22.85
(d) Unpaid Dividends*	24.92	15.19
(e) Others		
(i) Current Maturities Of Security & Escrow Deposit Employees (refer Note 6.1)	20.91	2.50
(ii) Dues To Employees	32.94	27.01
(iii) Statutory Liabilities	54.10	43.79
(iv) Security/trade Deposits Received	0.05	0.05
(v) Others (For Expenses)	2.88	-
Total	180.07	178.67

*There is no amount due and outstanding as on 31st March 2016 to be credited to Investor Education and Protection Fund. The unpaid dividend for the financial year 2007-08 of Rs. 153912/- which has been paid to Investor Protection Reserve Fund on 31.10.2015.

(Rs. In Lacs)

NOTE 11. SHORT TERM PROVISIONS	AS AT 31 MARCH 2016	AS AT 31 MARCH 2015
(a) Provision For Employee Benefits (refer Note 7.1)	5.66	30.00
(b) Gratuity Payable	10.79	-
(c) Others		
Outstanding Expenses	28.69	12.51
Provision For Tax (net)	103.51	127.91
Proposed Dividend	16.52	88.05
Provision For Tax On Dividend	3.36	17.61
TOTAL	168.54	276.08

Note 11.1 The board of Directors has recomonded a final dividend @ Rs. 0.50/- per equity share of Rs. 10/- each on 33,04,800 equity shares for the year ended 31.03.2016. (P.Y. Rs. 2.70/- per equity share of Rs. 10/- each on 32,61,000 equity shares) in addition to Interim Dividend paid @ Rs. 2.50/- per equity share of Rs. 10/- each (P.Y. NIL per equity shares) of Rs. 10/- each.


NOTE 12. FIXED ASSETS
F.Y. : 2015-2016

(Rs. In Lacs)

	GROSS BLOCK			DEPRECIATION					NET BLOCK	
	As At 01.04.2015	Addition	Sales / Impairment	As At 31.03.2016	As At 01.04.2015	For The Year Depreciation	Accumulated Depreciation On Sales Impairment	DEP on sale of Asset	As At 31.03.2016	As At 31.03.2016
TANGIBLE FIXED ASSET										
Freehold Land	24.13			24.13	-	-	-	-	-	24.13
Factory Building	300.74	0.50		301.24	187.66	6.21		-	193.87	107.37
Plant & Machinery	1,682.22	161.30	40.65	1,802.87	903.86	186.93	35.17	0.85	1,056.47	746.40
Elect. Fittings	56.95	-		56.95	39.12	2.99		-	42.11	14.84
Furniture & Fixture	32.58	0.89		33.46	24.29	1.46		-	25.74	7.72
Vehicle	84.41	10.04		94.44	48.86	10.47		-	59.33	35.12
Generator	24.45	-		24.45	18.95	0.51		-	19.45	5.00
Heating Module	1.21			1.21	0.98	0.06		-	1.05	0.16
Air Conditioner	19.77			19.77	14.61	1.79		-	16.39	3.38
Office Equipment	18.42	2.32		20.74	11.95	2.40		-	14.35	6.40
Computer	67.44	3.61	-	71.05	57.64	4.05		-	61.69	9.36
Lease Hold Improvement	19.21			19.21	19.21	-		-	19.21	-
Lab Equipment	1.52	2.69		4.22	0.68	0.15		-	0.83	3.39
TOTAL(A)	2,333.05	181.34	40.65	2,473.74	1,327.80	217.01	35.17	0.85	1,510.49	963.25
Intangible Fixed Asset										
Computer (Software)	5.04	5.34	-	10.38	0.34	2.73		-	3.07	7.31
TOTAL(B)	5.04	5.34	-	10.38	0.34	2.73	-	-	3.07	7.31
TOTAL (A+B)	2,338.09	186.68	40.65	2,484.11	1,328.13	219.74	35.17	0.85	1,513.56	970.56

F.Y. : 2014-2015

(Rs. In Lacs)

	GROSS BLOCK			DEPRECIATION					NET BLOCK		
	As At 01.04.2014	Addition	Sales / Impairment	As At 31.03.2015	As At 01.04.2014	For The Year Depreciation	Accumulated Depreciation On Sales Impairment	Terminal Depreciation	DEP on sale of Asset	As At 31.03.2015	As At 31.03.2015
TANGIBLE FIXED ASSET											
Freehold Land	24.13	-	-	24.13	-	-	-	-	-	-	24.13
Factory Building	300.74	-	-	300.74	171.45	6.28		9.93		187.66	113.08
Plant & Machinery	1,693.31	54.86	65.95	1,682.22	710.55	191.45	59.07	60.67	0.26	903.86	778.36
Elect. Fittings	56.95	-	-	56.95	29.40	3.32		6.40		39.12	17.83
Furniture & Fixture	32.58	-	-	32.58	17.47	6.81		0.02		24.29	8.29
Vehicle	90.38	-	5.97	84.41	38.21	18.87	6.16	(2.05)		48.86	35.55
Generator	24.45	-	-	24.45	15.42	0.51		3.02		18.95	5.50
Heating Module	1.27	-	0.06	1.21	0.90	0.20	0.06	(0.06)		0.98	0.23
Air Conditioner	18.45	1.32	-	19.77	6.72	2.81		5.07		14.61	5.16
Office Equipment	14.80	3.62	-	18.42	8.27	2.31		1.36		11.95	6.48
Computer	60.74	6.70	-	67.44	51.25	3.55		2.84		57.64	9.80
Lease Hold Improvement	19.21	-	-	19.21	19.21	-		-		19.21	-
Lab Equipment	1.09	0.43	-	1.52	0.43	0.10		0.15		0.68	0.84
TOTAL(A)	2,338.09	66.94	71.98	2,333.05	1,069.28	236.20	65.29	87.35	0.26	1,327.80	1,005.25
Intangible Fixed Asset											
Computer (Software)	-	5.04	-	5.04	-	0.34		-		0.34	4.70
TOTAL(A)	-	5.04	-	5.04	-	0.34	-	-	-	0.34	4.70
TOTAL (A+B)	2,338.09	71.98	71.98	2,338.09	1,069.28	236.54	65.29	87.35	0.26	1,328.13	1,009.95

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NOTE 13. NON CURRENT INVESTMENT

		Previous year	(Rs. In Lacs)	
		No. of Units	AS AT 31 MARCH 2016	AS AT 31 MARCH 2015
13.1 Trade Investments				
(i) Investment In Subsidiary (Unquoted) :				
-	Premco Global Vietnam Company Ltd.	-	395.28	-
13.2 Non Trade Investments				
(i) Investment In Equity Shares (Unquoted) :				
2,417	Equity Shares of S.V.C. Bank of Face Value Rs.25/- Each Fully Paid	2,417	0.61	0.61
5,000	Equity Shares of New Ind Co-op. Bank Ltd. of Face Value Rs.10/- Each, Fully Paid	5,000	0.50	0.50
-	Equity Shares of Goldcrest Finance India Ltd Bank Ltd. of Face Value Rs.10/- Each, Fully Paid	5,000	-	0.50
(ii) Investment In Debentures (Quoted) :				
35	Dynamic Series (ARG16SP10 Series IV 171018) With Anand Rathi Share & Stock Brokers Ltd. of Face Value Rs.1,00,000/- Each Fully Paid Up.	Nil	35.00	-
(iii) Investment In Equity Shares (Quoted) :				
3,000	Equity Shares of IFCI Bank Ltd of Face Value Rs. 10/- Each Fully Paid	3,000	1.96	1.96
*612	Equity Shares of Reliance Industries Ltd. / Erstwhile Reliance Petroleum Ltd. of Face Value Rs. 10/- Each Fully Paid	612	10.43	10.43
188	Equity Shares of Reliance Industries Ltd. (bonus) of Face Value Rs. 10/- Each Fully Paid	188	-	-
200	Equity Shares of Unitech Ltd (Bonus) of Face Value Rs. 2/- Each Fully Paid	200	-	-
800	Equity Shares of Unitech Ltd of Face Value Rs. 2/- Each Fully Paid	800	1.66	1.66
200	Equity Shares of Reliance Capital Ltd. of Face Value Rs. 10/- Each Fully Paid	200	1.78	1.78
(iv) Investment In Mutual Funds (Quoted) :				
-	Units of MF DSP Black Rock Equity Direct Fund	30,404.04	-	5.51
231,510.42	Units of MF DSP Black Rock Income Opportunity Fund -regular	231,510.42	50.00	50.00
1,339.56	Units of MF HDFC Equity Direct Plan	1,339.56	4.52	4.52
6,598.82	Units of MF HDFC Prudence Fund Post Ipo Collection	6,598.82	25.00	25.00
701.03	Units of MF HDFC Top 200 Direct Fund Growth	2,578.75	2.30	6.66
31,642.07	Units of MF HDFC Mid Cap -opportunity Fund Growth	83,367.16	10.00	25.00
11,571.30	Units of MF ICICI Prudential Value Discovery Fund Direct	10,517.55	8.64	7.44
11,313.05	Units of MF ICICI Prudential Top 100 Regular Growth	11,313.05	25.00	25.00
194,477.28	Units of MF ICICI Prudential Short Term Regular	194,477.28	50.00	50.00
177,252.72	Units of MF ICICI Prudential Mip-25 Regular Plan Growth	177,252.72	52.99	52.99
32,656.02	Units of MF ICICI Prudential Focussed Blue Chip Equity Fund	Nil	9.00	-
50,875.75	Units of MF Birla Sun Life Floating Rate Fund-long Term	36,056.83	80.32	55.32
1,987.03	Units of MF Birla Sun Life Frontline Equity Fund	1,242.60	2.80	1.60
312,902.30	Units of MF Birla Sun Life Dynamic Bond Fund Retail	214,389.85	75.51	50.00
223,722.66	Units of MF Birla Sun Life Short Term Opportunity Fund Growth	223,722.66	50.00	50.00
93,149.88	Units of MF Birla Sun Life Treasury Optimizer Plan Growth	64,578.68	150.00	100.00
10,390.29	Units of MF Birla Sun Life Frontline Equity Fund	Nil	16.00	-



		Previous year	AS AT	(Rs. In Lacs)
		No. of Units	31 MARCH 2016	AS AT 31 MARCH 2015
254,504.73	Units of MF Birla Sun Life Interval Income -Qtly-S1-Gr-Direct	Nil	50.00	-
21,373.40	Units of MF Franklin India Smaller Companies Fund	Nil	8.00	-
1,373,016.32	Units of MF Reliance Floating Rate Fund Short Term	496,051.43	300.00	100.00
87,433.20	Units of MF Reliance Medium Term Fund-dir Growth	Nil	25.99	-
595,098.21	Units of MF Reliance Short Term (G)	219,204.98	150.00	50.00
44,595.87	Units of MF Reliance Banking Fund	23,815.00	75.00	39.00
47,427.20	Units of MF Reliance Equity Opportunity Fund Direct Growth	15,757.69	36.00	12.00
-	Units of MF Reliance Liquid Fund-treasury Plan	667.96	-	20.00
591,752.29	Units of MF Reliance Dynamic Bond Fund Growth	591,752.29	100.15	100.15
58,727.02	Units of MF Reliance Diversified Power Sector Fund	80,594.61	44.00	59.00
524,068.74	Units of MF Reliance Regular Saving Fund-debt Plan 18 G	286,214.75	100.00	50.00
-	Units of MF Reliance Fixed Horizon Fund XXVI Series Growth	250,000.00	-	25.00
500,000.00	Units of MF Reliance Fixed Horizon Fund Series 9 Growth	Nil	50.00	-
203,536.65	Units of MF Reliance Arbitrage Advantage Fund - Direct	Nil	25.00	-
215,692.03	Units of MF Reliance Income Fund	Nil	100.00	-
403,053.53	Units of MF Reliance Quarterly Interval Fund	Nil	50.00	-
23,391.81	Units of MF Religare Invesco Mid And Small Cap Fund	Nil	8.00	-
343,589.01	Units of MF SBI Short Term Debt Fund	343,589.01	50.00	50.00
58,764.77	Units of MF SBI Bluechip Fund	Nil	16.00	-
31,411.97	Units of MF Kotak Emerging Equity Fund	Nil	8.00	-
Total			2,255.44	1,031.62

Notes : 1) All Investment are valued at cost price.

2) * Received 312 shares pursuant to Scheme of arrangement.

3) a) Aggregate amount of Unquoted Investments

396.40 1.61

b) Aggregate amount of Quoted Investments

1,859.04 1,030.01

c) Aggregate Market Value of Quoted Investments

2,027.17 1,120.11

4) The Company is in process of executing an expansion project in two phases by setting up a manufacturing unit at Vietnam by incorporating a foreign subsidiary with a chartered capital of USD 10,00,000 in which the Company shall hold 85%. The Company has remitted an amount of USD 6,00,000 (Rs. 3,95,28,340/-) towards chartered capital till the year ended March 2016.

(Rs. In Lacs)

NOTE 14 : LONG TERM LOANS AND ADVANCES	AS AT 31 MARCH 2016	AS AT 31 MARCH 2015
(unsecured , Considered Good)		
(a) Capital Advance	-	4.35
(b) Security and other Deposits		
- With Related Parties	20.00	20.00
- With others	43.71	48.51
(c) Other Loans and Advances		
Loans and Advances given to staff	0.43	0.59
TOTAL	64.13	73.45

14.1 The Long Term Portion of Loans and Advances given to staff are shown under Long term Loans and Advances and the current portion of Loans and Advances given to staff are shown under the Short term Loans and Advances in Note 19 as per the disclosure requirements of the Schedule III.

(Rs. In Lacs)

NOTE 15 : OTHER NON CURRENT ASSETS	AS AT 31 MARCH 2016	AS AT 31 MARCH 2015
Non-Current Bank Balances in Margin Money Deposit (See note 18)	31.35	26.36
Interest Accrued but not due on above	0.58	0.33
TOTAL	31.93	26.69

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(Rs. In Lacs)

NOTE 16. INVENTORY	AS AT 31 MARCH 2016	AS AT 31 MARCH 2015
- Raw Material	182.40	359.35
- Work In Progress	24.94	23.92
- Semi-finished Goods	13.11	35.56
- Finished Goods	1,201.79	1,074.30
- Mlfps Licence.	11.29	-
- Spare Parts	39.00	40.00
Total	1,472.53	1,533.13

(Rs. In Lacs)

NOTE 17. TRADE RECEIVABLES	AS AT 31 MARCH 2016	AS AT 31 MARCH 2015
(Unsecured & Considered Good)		
(a) Outstanding Exceeding 6 Months	4.18	13.80
(b) Others (Including Rs. 4012500/- (Py Nil) Due From Subsidiary Premco Global Vietnam Co Ltd)	950.07	1,008.81
(Unsecured & Considered Doubtful)		
(a) Outstanding Exceeding 6 Months	4.77	-
Less : Provision For Doubt Full Debts	(4.77)	-
Total	954.25	1,022.61

(Rs. In Lacs)

NOTE 18. CASH & BANK BALANCE	AS AT 31 MARCH 2016		AS AT 31 MARCH 2015	
	Non Current	Current	Non Current	Current
(a) Cash & Cash Equivalents				
(i) Cash in Hand		3.06		1.62
(ii) Balances with Banks				
-CurrentAccounts in Rupees		10.52		5.22
-In Foreign Currency		185.21		164.18
-In Unpaid Dividend A/C		24.92		15.19
(b) Other Bank Balances				
-held as margin money	31.35	-	26.36	-
(under lien with bank as security for gurantee facility) amount disclosed under the head " other non-current Assets" (note 15)	31.35	-	26.36	-
TOTAL	-	223.70	-	186.21

(Rs. In Lacs)

NOTE19. SHORT TERM LOAN & ADVANCES	AS AT 31 MARCH 2016	AS AT 31 MARCH 2015
(un-secured-considered Good)		
Loans To Subsidiary - Premco Global Vietnam Co Ltd. (including Interest)	99.70	-
Loans Given To Staff (refer Note 14.1)	20.38	10.95
Advance To Suppliers	34.90	15.29
Advance To Staff	-	0.04
Claims Receivables	0.05	0.05
(un-secured-considered Doubtful)		
Advance To Suppliers	2.51	2.51
Less : Provision For Doubtful Advances	(2.51)	(2.51)
TOTAL	155.02	26.33


NOTE 20. OTHER CURRENT ASSETS

	AS AT 31 MARCH 2016	(Rs. In Lacs) AS AT 31 MARCH 2015
(Unsecured but considered good)		
Prepaid Expenses & other Receivables	8.80	10.77
Duty Draw Back Receivable	89.40	217.15
(Unsecured but considered doubtful)		
Duty Draw Back Receivable	3.53	3.53
Less : Provision for Duty Drawback	(3.53)	(3.53)
TOTAL	98.21	227.92

NOTE 21. REVENUE FROM OPERATION

	FOR THE YEAR ENDED 31 MARCH 2016	FOR THE YEAR ENDED 31 MARCH 2015
Sales	7,052.55	6,856.52
Other Operating Revenue	340.31	371.18
TOTAL	7,392.87	7,227.69

NOTE 22. OTHER INCOME

Interest	23.82	4.35
Dividend	1.75	0.77
Net Gain on Sale of Investment	20.19	63.08
Foreign Exchange Fluctuation	209.36	102.84
Provision for Doubtful Debts Write Back	-	0.70
Miscellaneous Income	4.03	7.05
TOTAL	259.15	178.79

NOTE 23. COST OF MATERIAL CONSUMED :
(A) RAW MATERIAL

OPENING STOCK	383.27	312.77
Add : Purchases	2,964.19	3,494.08
	3,347.46	3,806.85
LESS : CLOSING STOCK	218.63	383.27
TOTAL (A)	3,128.83	3,423.58

(B) CONSUMPTION OF SPARES

OPENING STOCK	40.00	42.99
Add : Purchases	111.61	117.85
	151.61	160.84
LESS : CLOSING STOCK	39.00	40.00
TOTAL (B)	112.61	120.84
TOTAL (A + B)	3,241.44	3,544.42

NOTE 24. PURCHASE OF TRADING GOODS.

- MACHINERY	24.03	-
- STORES, SPARES & PACKING MATERIALS	0.80	-
- YARN	13.45	-
TOTAL (A)	38.28	-

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NOTE 25. CHANGES IN INVENTORIES OF FINISHED GOODS AND WORK IN PROGRESS

	FOR THE YEAR ENDED 31 MARCH 2016	(Rs. In Lacs) FOR THE YEAR ENDED 31 MARCH 2015
CLOSING STOCK		
- Finished Goods	1,201.79	1,074.31
- Semi Finished Goods	13.11	35.56
TOTAL (A)	<u>1,214.90</u>	<u>1,109.86</u>
LESS: OPENING STOCK		
- Finished Goods	1,074.31	703.51
- Semi Finished Goods	35.56	25.84
TOTAL (B)	<u>1,109.86</u>	<u>729.35</u>
INCREASE/(DECREASE) IN STOCK (A - B)	<u>105.04</u>	<u>380.51</u>

NOTE 26. EMPLOYEE BENEFITS EXPENSES

Salary, Wages, Bonus & Leave Salary	676.82	644.60
Contribution To Provident Fund & Other Funds	24.95	22.26
Gratuity	15.79	15.20
Staff Recruitment Expenses	1.56	3.89
Staff Welfare & Other Amenities	40.09	43.97
TOTAL	<u>759.21</u>	<u>729.92</u>

NOTE 27. FINANCE COST

Interest	83.37	85.64
Other Borrowing Cost	19.71	23.31
TOTAL	<u>103.08</u>	<u>108.95</u>

NOTE 28. DEPRECIATION

Depreciation	220.60	236.80
TOTAL	<u>220.60</u>	<u>236.80</u>

NOTE 29. OTHER EXPENSES

A) MANUFACTURING EXPENSES

Diesel Expenses	6.98	4.84
Gas Expenses	25.93	34.02
Electricity Charges	177.33	182.42
Factory Expenses	10.27	3.53
Repairs And Maintenance - Building	12.14	19.58
Repairs And Maintenance - Plant & Machinery	2.31	1.76
Repairs And Maintenance - Others	48.41	43.62
Labour Charges	144.03	70.47
Processing Charges	309.21	311.00
Testing Charges	1.56	2.42
TOTAL (A)	<u>738.17</u>	<u>673.66</u>

B) SELLING & DISTRIBUTION EXPENSES

Freight & Forwarding Charges	238.90	244.29
Others	35.58	33.76
TOTAL (B)	<u>274.48</u>	<u>278.05</u>



(Rs. In Lacs)

FOR THE YEAR ENDED 31 MARCH 2016 **FOR THE YEAR ENDED 31 MARCH 2015**

C) ADMIN EXPENSES

Repairs & Maintenance	3.42	2.90
Auditors Remuneration and Expenses (Refer Note 33)	8.36	5.35
Bad Debts	4.77	-
Donation (Refer Note 41)	24.05	14.59
Insurance Charges	12.51	12.54
Legal & Professional Charges	22.83	14.05
Loss on Sale of Fixed Assets	3.57	4.30
Miscellaneous Expenses	62.02	57.20
Conveyance & Traveling	137.28	113.21
Prior Period Expenses	9.31	-
Rent	113.57	101.74
Rates & Taxes	29.18	31.38
TOTAL (C)	430.86	357.26
GRAND TOTAL (A+B+C)	1,443.52	1,308.97

NOTE 30: Contingent Liabilities :-

- a) Unredeemed Bank Guarantees are Rs. 21.48 (P.Y. Rs.24.22 Lacs)
- b) Claims against the company not acknowledged as debts
Income Tax Liability Rs. 11.49 Lacs (P.Y. 14.25 Lacs)
- c) The company has imported machineries under EPCG license whereby the custom duty saved of Rs. 32.38 Lacs (P.Y. Nil) is subject to performance of pre stated obligations. The non-performance would result in liability towards custom duty saved along with penalty and damages.

NOTE 31:

Capital Commitments :-

Estimate amount of contract remaining to be executed on Capital Account & not provided for Rs 308.72 Lacs (Rs. 24.18 Lacs) against which advance has been paid of Rs. Nil (P.Y. 4.35 Lacs)

NOTE 32:

The balance confirmations in respect of debtors, creditors, advances, loans and deposits as at 31st March 2016 have been called for and are subject to confirmation & reconciliation as the necessary communication in this respect is not received from them. The management has scrutinized the accounts and the balances appearing in the Balance Sheet are correct.

In the opinion of the management, no item of current assets, loans and advances has a value on realization in the ordinary course of business, which is less than the amount of value at which it is stated in the Balance Sheet, unless otherwise specified.

NOTE 33: Auditor Remuneration's :-

	2015-16 Rs. In Lacs	2014-15 Rs. In Lacs
Payment to Auditors		
a) Audit Fees	3.15	2.42
b) Tax Audit Fees	0.86	0.67
c) Limited Review Certificate	1.34	0.28
d) Other Taxation Matters	1.89	1.35
e) Certification Charges	0.86	0.39
f) Out of Pocket Expense	0.26	0.24
Total	8.36	5.35

NOTE 34 : Unhedged Foreign Currency Exposure & Derivative Instruments :-

(A) Foreign Currency exposure that are not hedged by derivative instruments or otherwise are as follows:

	31-03-2016		31-03-2015	
	Amount (USD \$ In Lacs)	Amount (Rs. In Lacs)	Amount (USD \$ In Lacs)	Amount (Rs. In Lacs)
Sundry Debtors	USD \$ 4.40	Rs. 292.11	USD \$ 12.11	Rs.720.30
Balance in EFC A/c	USD \$ 2.79	Rs.185.21	USD \$ 02.62	Rs.164.18
Loan given to subsidiary (Including Interest.)	USD \$ 1.50	Rs. 99.70	USD \$ Nil	Rs.Nil
Total Assets :	USD \$ 8.69	Rs. 577.02	USD \$ 14.73	Rs. 884.48
Equity capital contribution in subsidiary.	USD \$ 2.50	Rs. 168.25	USD \$ Nil	Rs.Nil
Total Liabilities :	USD \$ 2.50	Rs. 168.25	USD \$ Nil	Rs.Nil

(B) Forward Contracts for hedge of Trade Receivables and under firm commitments/high probable forecast transactions are as follows :

	31-03-2016		31-03-2015	
	Amount (USD \$ In Lacs)	Amount (Rs. In Lacs)	Amount (USD \$ In Lacs)	Amount (Rs. In Lacs)
Forward Contract	USD \$ 11.12	Rs. 763.44	USD \$ 22.13	Rs. 1414.87

Mark-to-market gain recognized in the statement of Profit & Loss Rs. 17.20 Lacs (P.Y. 2.35 Lac)

NOTE 35: Disclosures in accordance with Revised AS -15 on "Employee Benefits" :-

a) **Defined contribution plans-** The company has recognized the following amounts in the Statement of Profit & loss for the Year :

Particulars	2015-16 Rs. In Lacs	2014-15 Rs. In Lacs
Employer's Contribution to Provident Fund	11.19	8.78
Employer's Contribution to E.S.I.C	1.65	2.24
Employer's Contribution to Escrow Deposit Scheme	5.50	5.34
Interest paid on Employee Escrow Scheme	6.17	5.53
Interest on Security Deposit	0.30	0.32

b) **Defined benefit plans - Gratuity & Leave Encashment :**

Gratuity :- The company operates a gratuity plan which is administrated through HDFC Standard Life Insurance Company Limited and a trust which is administrated through trustees. Every employee is entitled to a minimum benefit equivalent to 15 days salary last drawn for each completed year of service in line with Payment of Gratuity act, 1972. The same is payable at the time of separation from the company or retirement, whichever is earlier or death in service.

Leave Encashment :- The employees are entitled to accumulate compensated absence upto specified days as per company policy, which is payable at the time of separation from company i.e. retirement or death in service at the rate of last drawn salary.

The details on Company's Gratuity and Leave Encashment liabilities employees are given below which is certified by the actuary and relied upon by the auditors.

(I) Reconciliation of Opening & Closing balance of Present Value of Defined benefit Obligation (DBO) :

	Gratuity Rs. In Lacs		Leave Encashment Rs. In Lacs	
	31.03.16	31.03.15	31.03.16	31.03.15
Change in Benefit Obligation				
Present Value of Obligation (Opening)	56.91	55.90	21.77	15.47
Interest Cost	4.51	5.03	1.72	1.39
Current Service Cost	8.43	6.03	6.00	5.30
Past Service Cost	-	NIL		NIL
Benefits Paid	(10.85)	(6.11)	(6.58)	(2.98)
Actuarial (Gain)/Loss on Obligation - Due to change in Financial Assumptions.	0.06	4.18	0.01	3.51
Actuarial (Gain)/Loss on Obligation - Due to Experience.	16.38	(8.12)	6.70	(0.92)
Present value of Obligation (Closing)	75.44	56.91	29.62	21.77

(ii) Reconciliation of Opening & Closing balance of Fair Value of Plan Assets :

Fair value of plan Assets 01/04/2015	65.19	NIL	NIL	NIL
Expected Return on Plan Assets	5.16	NIL	NIL	NIL
Contribution	5.00	71.11	6.57	2.98
Benefits paid	(10.84)	(6.11)	(6.57)	(2.98)
Actuarial (Gain)/Loss on plan Assets - Due to Experience.	0.13	0.19	NIL	NIL
Fair value of plan Assets 31/03/2016	64.64	65.19	NIL	NIL

Fair value of plan assets for gratuity represents the amount as confirmed by Insurer Manager Funds.

(iii) Balance Sheet Recognition :

	Gratuity Rs. In Lacs		Leave Encashment Rs. In Lacs	
	31.03.16	31.03.15	31.03.16	31.03.15
(Present Value of Obligation)	(75.44)	(56.91)	(29.62)	(21.77)
Fair value of Plan Assets	64.64	65.19	NIL	NIL
Funded Status (Surplus /(Deficit))	(10.79)	8.28	(29.62)	(21.77)
Un-recognised past Service Cost	NIL	NIL	NIL	NIL
Net (Liability) recognized in the Balance Sheet	(10.79)	NIL	(29.62)	(21.77)

(iv) Profit and Loss - Expenses Recognition

Current Service Cost	8.43	6.03	6.00	5.30
Interest Cost	4.51	5.03	1.72	1.39
Expected Return on Plan Assets	(5.16)	NIL	NIL	NIL
Net Actuarial (Gain)/Loss Recognised in the year	16.30	(4.14)	6.70	2.59
Surplus funding to plan Assets	(8.28)	8.28	NIL	NIL
Expenses to be recognized in P/L Account	15.79	15.20	14.42	9.28

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v) For Each major category of plan assets, following is the percentage that each major category constitutes of the fair value of the plan assets :

Particular's	Gratuity as on 31st March 2016		Gratuity as on 31st March 2015	
	Amount Rs. In Lacs	Rate %	Amount Rs. In Lacs	Rate %
Insurer managed fund	64.64	100%	65.19	100%
Total		64.64	100%	65.19

vi) The overall expected rate of return on assets is based on the expectation of the average long term rate of return expected on investments of the fund during the estimated term of the obligations.

vii) The Actual Return on plan assets is as follows:-

Particular's	Gratuity 2015-16 Amount	Gratuity 2014-15 Amount
	Rs. In Lacs	Rs. In Lacs
Actual return on plan assets	5.30	0.19

(viii) Following are the Principal Actuarial Assumptions used as at the balance sheet date:

	Gratuity	Leave Encashment
Discount Rate	7.85 %	7.85 %
Expected Return on Plan Asssts	7.85 %	0.00 %
Mortality	Indian Assured Lives Mortality (2006-08)	Indian Assured Lives Mortality (2006-08)
Future Salary Increases	7.00 % PA	7.00 % PA
Attrition	8.00 % for Service Group.	8.00 %

ix) Amount recognized in current year and previous four years for Gratuity & Leave Encashment :-

a) Gratuity :

Particular's	2015-16	2014-15	2013-14	2012-13	2011-12
Defined benefit obligation	75.44	56.91	55.90	39.35	34.31
Plan assets	64.64	65.19	NIL	NIL	NIL
Surplus /(deficit)	(10.79)	8.28	(55.90)	(39.35)	(34.31)
Experience adjustment on plan liabilities	NIL	NIL	NIL	NIL	NIL
Experience adjustment on plan assets	0.13	0.19	NIL	NIL	NIL

b) Leave Encashment :

Particular's	2015-16	2014-15	2013-14	2012-13	2011-12
Defined benefit obligation	29.62	21.77	15.47	13.15	10.29
Plan assets	NIL	NIL	NIL	NIL	NIL
Surplus /(deficit)	(29.62)	(21.77)	(15.47)	(13.15)	(10.29)
Experience adjustment on plan liabilities	NIL	NIL	NIL	NIL	NIL
Experience adjustment on plan assets	NIL	NIL	NIL	NIL	NIL

NOTE 36 :
A) Segment Reporting :

In the opinion of the management the company is mainly engaged in the business of manufacturing of Elastic and all other activities of the Company revolve around the main business, and as such, there are no separate reportable segments.

B) Secondary Business Segment :

Description	MUMBAI		DADRA	
	Rs. In Lacs		Rs. In Lacs	
	2015-16	2014-15	2015-16	2014-15
Segment Revenue (Gross)				
(i) Within India	163.79	107.88	1,675.63	1,250.37
(ii) Outside India	NIL	NIL	3,736.37	4,196.98
Total Revenue (Gross)	163.79	107.88	5,412.00	5,420.35
Segment Fixed Assets(Gross)				
(i) Within India	213.75	212.91	1,618.29	1,503.32
(iii) outside India	NIL	NIL	NIL	NIL
Other Assets				
(i) Within India	2,703.65	1,309.72	1,055.48	1,185.84
(ii) Outside India	NIL	NIL	854.81	551.35

Description	PALGHAR		VAPI	
	Rs. In Lacs		Rs. In Lacs	
	2015-16	2014-15	2015-16	2014-15
Segment Revenue (Gross)				
Within India	661.49	342.82	537.44	461.70
Outside India	1.28	16.35	876.02	1,057.38
Total Revenue (Gross)	662.77	359.17	1,413.46	1,519.08
Segment Fixed Assets(Gross)				
Within India	247.21	229.39	404.87	392.47
Outside India	NIL	NIL	NIL	NIL
Other Assets				
Within India	201.44	223.72	406.87	601.90
Outside India	NIL	NIL	32.97	255.43

NOTE 37 :

Related Party Disclosures

A) List of Related Parties and Relationship	Relationship
a) Subsidiaries :- Premco Global Vietnam Co. Ltd.	Subsidiary
b) Associates :- Premco Industries Onspot Solutions Pvt. Ltd. Pixel Packaging Ltd.	Enterprise on which significant influence is exercised having common directions.
c) Key Management Personnel :- Mr. Ashok B. Harjani Mr. Lokesh P. Harjani Mrs. Nisha P. Harjani Mrs. Sonia A. Harjani Mr. Devendra Kumar Jain	Chairman & Managing Director Director Director w.e.f. 02.11.2015 Director w.e.f. 02.11.2015 CEO
d) Relatives of Key Management Personnel (Prior to appointment as director) Mrs. Sonia A. Harjani	Relative

B) Related Party Transactions

	2015-16 Rs. In Lacs	2014-15 Rs. In Lacs
I) From Subsidiary		
1. Investment in Capital (Closing Balance Rs. 395.28 Lacs / P.Y. NIL)	395.28	-
2. Loan Given (Closing Balance Rs. 99.70 Lacs /P.Y. Rs NIL)	99.70	-
3. Sale of Goods	40.12	-
4. Interest Received	0.20	-
II) From Associates Enterprises		
1. Security Deposit given (Closing Balance Rs. 20 Lacs / P.Y. Rs. 20 Lacs)		--
2. Rent Paid	49.44	40.42
3. Loan taken (Closing Balance Rs. NIL /P.Y. Rs NIL)		-
4. Interest Paid	-	18.38
5. Reimbursement of Taxes & Exp.	43.68	46.97
III) From Key Management Persons		
1. Remuneration, Bonus & Perks	181.,04	108.56
2. Imprest Account (Closing Balance Rs. NIL /P.Y Rs. NIL)	14.90	6.05
3. Tour Advance (Closing Balance Rs. (2.61 Lacs / P.Y Rs. 0.25 Lacs)	82.48	74.34
4. Reimbursement of expenses	75.15	77.66
5. Advance Given (Closing Balance Rs. NIL /P.Y. Rs. 0.43 Lacs)	1.67	2.57
6. Loan taken (Closing Balance Rs. NIL /P.Y. Rs NIL)	1281.75	712.00
7. Interest Paid	67.50	42.47
IV) From Relative of Key Management Persons		
1. Loan Taken (Closing Balance Rs.NIL/P.Y Rs.NIL)	-	190.00
2. Remuneration , Bonus & Perks	-	2.02

297.00

	2015-16 Rs. In Lacs	2014-15 Rs. In Lacs
a) Rent Paid		
1. Premco Industries	49.44	40.42
b) Remuneration, Bonus & Perks		
1. Ashok B. Harjani	68.72	42.47
2. Lokesh P. Harjani	51.80	34.79
3. Nisha P. Harjani	31.75	31.30
4. Sonia A. Harjani	6.17	2.02
5. Devendra Kumar Jain	22.60	-
c) Interest Paid		
1. Ashok B. Harjani	47.69	31.58
2. Lokesh P. Harjani	18.05	10.89
3. Sonia A. Harjani	1.76	2.37
4. Prem B. Harjani	-	4.20
5. Suresh B. Harjani	-	0.02
6. Premco Industries	-	18.38
c) Loan Taken		
1. Ashok B. Harjani	863.25	463.00
2. Lokesh P. Harjani	307.50	249.00
3. Sonia A. Harjani	111.00	133.50
4. Prem B. Harjani	-	54.00
5. Suresh B. Harjani	-	2.50
6. Premco Industries	-	297.00

NOTE 38:

Information (to the extent applicable) pursuant to AS 19 :

The Company's significant leasing arrangements are in respect of operating leases for premises (Factory & office premises etc.). These leasing arrangements which are not non-cancellable range between 11 months and 5 years generally, or longer, and are usually renewable by mutual consent on mutually agreeable terms. The aggregate lease rentals payable are charged as rent under Note 29.

The particulars of these leases are as follows :

(Rs In Lacs)

Particulars	2015 - 16	2014 - 15
Future Minimum lease payments obligation on non-cancelable operating leases :		
Not later than one year	122.05	110.13
Later than one year and not later than five years.	42.09	167.19
Later than five years	-	-
Lease payments recognized in Profit & Loss Account	113.57	101.74
Lease payments capitalized with Fixed Assets.	-	-

NOTE 39:

Earning Per Share:

Earning per share computed in accordance with Accounting Standard 20: 'Earning Per Share'

Basic & Diluted :	Current Year	Previous Year
Profit after Tax as per Accounts is Rs. In Lacs	1,265.82	1,205.50
Weighted Average No. of Shares Issued (No in Lacs)	33.31	33.36
Basic & Diluted EPS (Rs.)	38.30	36.14

PREMCO GLOBAL LTD.

NOTE 40 :

Information pursuant to Schedule III of the Companies Act, 2013 :-

I) Raw Material & Spares Consumed

Description	Current Year Value (Rs. In Lacs)	Previous Year Value (Rs. In Lacs)
Polyester	1,536.33	1,893.68
Nylon	559.28	548.88
Rubber	791.45	824.54
Others	354.37	277.32
TOTAL	3,241.43	3,544.42

II). Consumption of Imported & Indigenous Items.

Description	2015-2016		2014-2015	
	(Rs. In Lacs)	% of Total Consumption	(Rs. In Lacs)	% of Total Consumption
A. Raw Material				
Imported	292.12	9.01%	119.38	3.37 %
Indigenous	2,836.71	87.52%	3,304.20	93.22 %
Sub-Total	3,128.83	96.53%	3,423.58	96.59 %
B. Stores & Spares				
Imported	0.85	0.02%	10.65	0.30 %
Indigenous	111.75	3.45%	110.19	3.11 %
Sub-Total	112.60	3.47%	120.84	3.41 %
Grand Total	3,241.43	100.00%	3,544.42	100.00 %

III). Purchase & Sales of Traded Goods.

Description	Purchase (Rs. In Lacs)	Sales (Rs. In Lacs)
Machinery (Previous year NIL / NIL)	24.03	25.34
Stores, Spares & Packing Materials (Previous year NIL / NIL)	0.80	0.86
Yarn (Previous year NIL / NIL)	13.45	13.96

IV). CIF value of Imports (on accrual)

Description	Current Year (Rs. In Lacs)	Previous Year (Rs. In Lacs)
Raw Material & Spares	242.96	113.50
Capital Goods	140.81	16.84

V) Expenditure in Foreign Currency (on accrual)

Description	Current Year (Rs. In Lacs)	Previous Year (Rs. In Lacs)
Travelling	73.76	61.78
Expenses for Export	79.34	63.46
Seminar & Conference	-	0.80
Courier Charges Sample	0.08	-
Insurance Charges	3.54	3.42



VI) Earning in Foreign Currency (on accrual)

Description	Current Year (Rs. In Lacs)	Previous Year (Rs. In Lacs)
FOB Value of Export	4,608.69	5161.87

VII) Net Dividend remitted in Foreign Exchange :

Particulars	Amount (Rs. In Lacs)
Final Dividend 14-15 to 6 Shareholders on 13,100 Shares	0.35
Final Dividend 13-14 to 6 Shareholders on 13,100 Shares	0.26

NOTE 41 : Corporate Social Responsibility (CSR) Activities :-

During the year, the Company has spent Rs. 21.82 Lacs (P.Y. Rs. 9.49 Lacs) towards Corporate Social Responsibility (CSR) under section 135 of the Companies Act, 2013 and rules thereon by way of contribution to various Trusts / NGOs / Societies / Agencies.

NOTE 42 : Figures of Previous are regrouped and reclassified wherever necessary.

As per our Annexed Report of even date

For S. P. JAIN & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN 103969W

KAPIL K. JAIN
PARTNER
Membership No. 108521.

Place : Mumbai.
Dated : 30th May, 2016

For & on behalf of the Board

ASHOK B. HARJANI
CHAIRMAN & MANAGING DIRECTOR
DIN - 00725890

LOKESH P. HARJANI
EXECUTIVE DIRECTOR
DIN - 01496181

PREMCO GLOBAL LTD.

FINANCIAL HIGHLIGHTS

(Rs. In Lacs)

	2015-16	2014-15	2013-14	2012-13	2011-12	2010-2011	2009-2010	2008-2009	2007-2008	2006-2007
Sales	7,392.87	7,227.69	6,604.38	5,285.39	3,377.04	4,231.56	2,806.39	3,011.43	2,429.98	2,295.23
Total Income	7,652.02	7,406.48	6,717.44	5,349.25	3,414.94	4,510.23	2,885.83	3,071.53	2,476.38	2,329.41
Operating Profit	5,118.25	2,203.68	1,486.01	938.15	314.98	389.84	295.15	357.39	290.20	261.37
Interest	103.09	108.95	109.03	95.17	101.52	91.98	37.09	58.01	45.77	80.02
Depreciation	220.60	236.80	128.32	107.58	103.57	101.20	78.80	78.67	80.36	75.11
Profit Before Tax	1,950.93	1,857.93	1,248.66	735.40	109.90	196.66	179.26	220.71	164.07	106.24
Provision for Taxation	727.39	677.00	450.57	249.85	46.03	38.33	70.69	78.82	56.75	36.29
Profit After Tax	1,223.54	1,180.93	798.09	485.55	63.86	158.33	108.57	141.89	107.32	70.24
Provision for Deferred Tax	(42.28)	(24.57)	(14.24)	(31.22)	2.77	22.78	3.25	(4.75)	(3.72)	(11.20)
Provision for Fringe Benefit Tax	-	-	-	-	-	-	-	6.82	3.50	3.00
EXTRA ORDINARY ITEM	-	-	-	-	-	-	-	-	60.73	-
Net Profit (+) /Loss (-)	1,265.82	1,205.50	812.33	516.77	61.09	135.55	105.32	139.82	46.81	78.15
Equity Dividend %	30	27	20	18	12	12	12	12	12	8
Dividend Payout	99.14	88.05	65.22	56.00	35.53	35.53	35.53	35.53	34.59	23.79
Paid up Share Capital	330.48	331.36	331.36	316.36	301.36	301.36	301.36	301.36	297.40	297.40
Reserve & Surplus	4,742.74	3,589.20	2,547.01	1,773.46	1,296.95	1,277.15	1,182.90	1,119.02	1,006.87	1,007.81
Deferred Tax Liability	87.74	130.02	184.28	198.52	229.74	226.97	204.19	200.93	205.68	209.40
Net Worth	5,160.96	4,050.58	3,062.65	2,288.34	1,828.04	1,805.48	1,688.45	1,621.31	1,509.95	1,514.61
Gross Fixed Assets	2,484.11	2,338.09	2,338.09	2,306.86	2,184.69	2,221.77	1,813.29	1,692.15	1,636.90	1,692.56
Net Fixed Assets	970.56	1,009.95	1,268.81	1,322.46	1,290.07	1,365.75	1,043.07	994.09	1,011.31	1,031.53
E.P.S.- Rs.	38.30	36.14	25.24	16.79	2.01	4.46	3.47	4.61	1.54	2.57
Book Value - Rs.	155.96	121.41	91.80	71.82	60.21	59.46	75.88	53.40	49.73	50.29
Debt : Equity Ratio	0.07:1	0.06:1	0.15:1	0.26:1	0.28:1	0.30:1	0.20:1	0.08:1	0.10:1	0.16:1
Number of Investors	2,739	1,606	1,351	1,292	1,266	1,302	1,316	1,395	1,395	1,487
Number of Employees	163	167	183	169	168	181	134	131	138	129

The Company Shares are listed in Mumbai Stock Exchange, The requisite listing fees have been paid.

PREMCO GLOBAL LTD.



CIN: L18100MH1986PLC040911

Regd. Office: "Premco House", A26, M.I.D.C., Street No. 3,
Andheri (East), Mumbai – 400 093

Tel.:022-6105 5000/01 Fax: 91-022 – 2835 1812.

Email: admin@premcoglobal.com / harshakaur@premcoglobal.com

ATTENDANCE SLIP

(To be presented at the entrance)

32nd Annual General Meeting on 09th September, 2016 at 10.00 AM. At The International By Tunga
at B/11, MIDC, Central Road, Midc, opp. Ahura Centre, Andheri (E) Mumbai 400093

Folio No. _____ DP ID : _____ Client ID : _____

Name of member / proxy : _____

No of Shares held : _____

Address

(Member's / Proxy's Signature#)

PREMCO GLOBAL LTD.



CIN: L18100MH1986PLC040911
Regd. Office: "Premco House", A26, M.I.D.C., Street No. 3,
Andheri (East), Mumbai – 400 093
Tel.:022-6105 5000/01 Fax: 91-022 – 2835 1812.
Email: admin@premcoglobal.com / harshakaur@premcoglobal.com

Proxy form

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

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

I/We, being the member (s) of shares of the above named company, hereby appoint

Name			
Address			
E-mail ID		Signature	

OR FAILING HIM

Name			
Address			
E-mail ID		Signature	

OR FAILING HIM

Name			
Address			
E-mail ID		Signature	

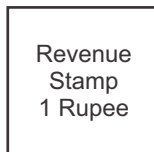
as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 32nd Annual General Meeting to be held on on 09th September, 2016 at 10.00 A.M. At The International by Tunga at B/11, MIDC, Central Road, MIDC, opp. Ahura Centre, Andheri (E) Mumbai 400093 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.:	For	Against
1. To receive, consider, and adopt a. the Audited Financial Statements for the year ended 31st March 2016 and the Report of the Directors and the Auditors thereon, and b. the Audited Consolidated Financial Statements for the year ended 31st March 2016 and the Report of the Auditors thereon		
2. To confirm the payment of Interim Dividend and to declare Final dividend on Equity Shares for the financial year ended 2015-2016.		
3. To appoint a Director in place of Mr. Lokesh P. Harjani, (DIN 01496181) who retires by rotation and being eligible offers himself for re-appointment.		
4. Ratification of appointment of Statutory Auditors M/S S.P. Jain & Associates.		
5. Regularization of Mrs. Nisha P. Harjani (DIN 00736566) as Director		
6. Regularization of Mrs. Sonia A. Harjani (DIN 01220774) as Director		
7. To approve "Premco Global Limited employee stock option scheme 2016."		

Signed this..... day of..... 2016

Signature of Shareholder:/

Signature of Proxy holder(s):



Note: 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.

If undelivered please return to :

PREMCO GLOBAL LTD.

Regd. Off. : Premco House, A/26, MIDC,
Street No. 3, Andheri (East),
Mumbai - 400 093.